

**Form 51-102F3
Material Change Report**

**Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations**

Item 1 Name and Address of Company

Bellhaven Copper & Gold Inc.
Suite 202 – 837 West Hastings Street
Vancouver, BC V6C 3N6

Item 2 Date of Material Change

May 13, 2016

Item 3 News Release

The Company filed a New Releases dated May 13, 2016 with the TSX Venture Exchange and the British Columbia and Alberta Securities Commission on SEDAR. The Company disseminated the news release via Canada Stockwatch and Market News Publishing.

Item 4 Summary of Material Change

Bellhaven Copper & Gold Inc. (“Bellhaven” or the “Company”) announces the resignation of Julio Benedetti as CEO, Chairman of the Board and a Director.

Item 5 Full Description of Material Change

Bellhaven Copper & Gold Inc. (“Bellhaven” or the “Company”) announced that Mr. Julio Benedetti has tendered his resignation as Chief Executive Officer and Chairman of the Board/Director of the Company, effective June 3rd for personal reasons.

Mr. Benedetti is a co-founder of the Company, and has been working diligently as a senior officer and Director of the Company since its inception. Bellhaven thanks Mr. Benedetti for his efforts, dedication, and passion during all this time, especially this past year while he served as Chief Executive Officer. Bellhaven wishes him the best in his future endeavors.

The Board of Directors is now seeking a replacement for the CEO position.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

Maria (Milagros) Paredes, CFO
Tel. No. (971) 344-1500

Item 9 Date of Report

May 13, 2016.