51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Habanero Resources Inc. (the "Issuer")
PO Box 10112, Pacific Centre
#1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

Item 2 Date of Material Change

December 1, 2009

Item 3 News Release

The news release was disseminated through Executive Business Services Inc. on the North American circuit with at least 400,000 recipients with portals such as: Bloomberg, Globe Investor, Yahoo, and Market Wire.

Item 4 Summary of Material Change

The Issuer announced that that it that it had been notified that 268,057 contiguous hectares (662,387 acres) of land prospective for lithium have received final acceptance by the Alberta government.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Jason Gigliotti, President and Secretary, 604-646-6900

Item 9 Date of Report

December 2, 2009

HABANERO RESOURCES INC.
("Habanero")
1470-701 West Georgia Street
Vancouver, BC
Canada V7Y 1C6

December 1, 2009

Trading Symbol:

HAO: TSX Venture Exchange
HBNRF—USA
HRJ--Germany

Habanero Receives Final Government Approval on 662,387Contiguous Acres Prospective for Lithium

Habanero Resources Inc. ("Habanero") (TSX VENTURE: HAO.V) (PINK SHEETS: HBNRF.PK) (FRANKFURT: HRJ.F) wishes to announce that it has been notified that 268,057 contiguous hectares (662,387 acres) of land prospective for lithium have received final acceptance by the Alberta government. Habanero intends to commence the review of historic oil and gas wells, and geologic data from the property, including analyses of formation waters searched by the Alberta Research Council for the province, in preparation for a proposed sampling and analysis of formation waters.

Jason Gigliotti, President of Habanero Resources stated, "We have now secured a significant contiguous block of land prospective for lithium Going forward management will evaluate all opportunities to develop, joint venture or sell this prospect. Management believes that the demand for lithium will continue to be strong and this prospect positions Habanero to potentially capture some of this growing market."

Habanero is a diversified junior company with the following prospects: acreage in the Alberta Oilsands; land in the Yukon, bordering Underworld; a sizable land holder within the land prospective for lithium in Alberta; two prospects in the Stewart Mining Region of BC, one bordering Canasia's Clone Prospect and the other in the vicinity of the recent discovery made by Decade Resources Ltd.; and land in the Barkerville Gold Camp of BC bordering International Wayside Gold Mines Ltd.

If you would like to be added to Habanero's email updates list, please send an email to ir@habaneroresources.com requesting to be added.

Habanero Resources Inc.
Tel: 604 646 6900

"Jason Gigliotti"
Jason Gigliotti, President