

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

March 2, 2011

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 crews had it has entered into a option agreement with an arm's length vendor to acquire approximately 21,400 acres in Quebec.

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

March 8, 2011

HABANERO RESOURCES INC.

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

March 2, 2011

Trading Symbol:

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

Habanero to Acquire Additional Acreage in Quebec

Habanero Resources Inc. ("Habanero") (TSX VENTURE: [HAO.V](#)) wishes to announce that it has entered into a option agreement with an arm's length vendor to acquire approximately 21,400 acres in Quebec. This property is contiguous to property already held by Habanero (the Lezai Gold Prospect, announced October 1, 2010). This would now bring Habanero's contiguous acreage to approximately 46,800 acres bordering Beaufield Resources Inc.'s (BFD—TSX.V) Tortigny Prospect, approximately 125 kilometres northwest of Chibougamou, Quebec. Management is anticipating a work program to commence on this prospect in the coming months. Terms of the option are \$15,000 in cash and 3 million common shares upon regulatory approval and an additional 3 million common shares within 15 months of closing the transaction. Work commitments on this prospect will consist of \$100,000 in the first year and an additional \$250,000 in the second year. A finders' fee may be payable on this transaction. All terms are subject to TSX Venture Exchange approval.

Habanero will also be attending the PDAC on March 6th and 7th in booth number 2612. Management welcomes everyone to come speak to company representatives.

Jason Gigliotti, President states, "Management anticipates an active second quarter of 2011 for Habanero's work programs. We hope to have multiple programs in the Yukon and Quebec underway, and when you take this into account with near historic highs on silver and gold prices, clearly this is positive time of potential corporate growth for Habanero."

Habanero is a diversified junior company with the following prospects: acreage in the Alberta Oilsands; land in the Yukon, bordering Underworld; the Haldane Silver Prospect in the Yukon; a sizable land holder within the land prospective for lithium in Alberta; and now significant acreage in Quebec bordering Beaufield Resources.

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.

To view maps of these projects please go to <http://www.habaneroresources.com>.

Habanero Resources Inc.
Tel: 604 646 6900

"Jason Gigliotti"
Jason Gigliotti, President

The TSX Venture Exchange does not accept responsibility for the adequacy or accuracy of this release.