

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

April 26, 2011

Item 3 News Release

The news release was disseminated through Stockwatch and Market News.

Item 4 Summary of Material Change

The Issuer announced that it had appointed Mr. James Nelson as Vice President of Corporate Development and Mr. Seth Kay as Vice President of Corporate Communications, both effective April 1, 2011.

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

June 16, 2011

HABANERO RESOURCES INC.

("Habanero")

1470-701 West Georgia Street

Vancouver, BC

Canada V7Y 1C6

April 26, 2011

Trading Symbol:

HAO: TSX Venture Exchange

HBNRF—USA

HRJ--Germany

Appointment of Officers

Habanero Resources Inc. ("Habanero" or the "Company") (TSX VENTURE: [HAO.V](#)) wishes to announce that it has appointed Mr. James Nelson as Vice President of Corporate Development replacing Mr. Daniel Terrett, and Mr. Seth Kay has been appointed as Vice President of Corporate Communications, both effective April 1, 2011.

President Jason Gigliotti stated, "We look forward to Mr. Nelson and Mr. Kay assisting in the growth and development of Habanero going forward into a more active exploration period for the Company."

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 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.