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

June 27, 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 the 2011 Haldane work program is now underway. The first phase of exploration on the Haldane property will consist of road building to the drill site, mapping, prospecting, soil sampling and detailed magnetic surveying to determine the highest priority drill targets over the entire property.

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 27, 2011

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

June 27, 2011

Trading Symbol:

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

Summer Yukon Work Program Now Underway

Habanero Resources Inc. ("Habanero" or the "Company") (TSX VENTURE: HAO.V) wishes to announce that the 2011 Haldane work program is now underway. The first phase of exploration on the Haldane property will consist of road building to the drill site, mapping, prospecting, soil sampling and detailed magnetic surveying to determine the highest priority drill targets over the entire property. Recently, Habanero substantially increased its land position in the Keno Hill Silver Region of the Yukon through the staking of 289 claims for approximately 14,000 additional acres. This now brings the total for the Haldane Silver Prospect to approximately 21,000 contiguous acres bordering Alexco Resources Corp.'s Bellekeno Property. It is anticipated that this phase will be completed early July with the drill program to follow. The Yukon Government's published Minfile database states that between 1913 and 1989, the Keno Hill Silver District produced more than 217 million ounces of silver (5.37 million tons) with average grades of 40.52 oz/ton silver, 5.62% lead and 3.14% zinc, making it the second-largest historical silver producer in Canada.

President Jason Gigliotti stated, "We are excited to now be underway on our 2011 Haldane Silver Prospect. The Yukon is going to be one of the most talked about drill regions globally this summer and Habanero has two Yukon prospects that will be active this summer. We also anticipate work commencing this summer on our Lezai Prospect in Quebec. We recently completed a financing that enables us to fund the initial phase of the work programs on these three prospects. We are looking forward to a very active summer and anticipate updates as to the start times on the White Gold and Lezai Prospects shortly."

Habanero is a diversified junior company with the following prospects; the White Gold Prospect in the White Gold Region Yukon, bordering Kinross' Golden Saddle discovery; the Haldane Silver Prospect in the Keno Hill Silver Region of the Yukon bordering Alexco Resources Corp's Bellekeno property; a sizable land holder within the land prospective for lithium in Alberta; and significant acreage in Quebec bordering Beaufield Resources Inc. and holdings in the Alberta Oilsands.

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