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

February 27, 2013

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 it had amended an agreement on the Haldane Silver Prospect, originally announced on December 3, 2009 and amended on May 18, 2012.

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

February 27, 2013

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

February 27, 2013

Trading Symbol:

HAO: TSX Venture Exchange
HBNRF—USA
HRJ—Germany

Habanero Amends Haldane Agreement

Habanero Resources Inc. ("Habanero" or the "Company") (TSX VENTURE: HAO.V) wishes to announce that is has amended an agreement on the Haldane Silver Prospect, originally announced on December 3, 2009 and amended on May 18, 2012. Previously, the Company was required to incur the following in exploration costs:
(a) $150,000 on or before December 22, 2010; (incurred)
(b) a further $350,000 on or before December 22, 2011; (incurred)
(c) a further $1,500,000 on or before December 22, 2013; and
(d) a further $2,000,000 on or before December 22, 2014.

The amended agreement calls for the Company to incur the following in exploration costs:
(a) $150,000 on or before December 22, 2010; (incurred)
(b) a further $350,000 on or before December 22, 2011; (incurred)
(c) a further $700,000 on or before July 22, 2013;
(d) a further $800,000 on or before July 22, 2014; and
(e) a further $2,000,000 on or before July 22, 2015.

All other terms of the agreement remain unchanged.

Jason Gigliotti, President of Habanero Resources states, "We are pleased to be able to amend this agreement during these challenging market conditions. We anticipate being able to re-commence operations on the Haldane Silver Prospect once the weather permits."

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; the Lezai Multi-Element Prospect located approximately 100 km north of Chibougamau Quebec; and the Grande-Vallée North Aluminous Clay Prospect consisting of approximately 7,400 hectares (18,285 acres) near Murdochville Quebec, bordering Orbite Aluminae Inc.'s deposit.

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