FORM 53-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company**
   BonTerra Resources Inc
   1130-789 West Pender Street
   Vancouver, BC, V6C 1H2

2. **Date of Material Change**

   March 4, 2010

3. **News Release**

   The Press Release dated March 4, 2010 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**
   The Company announced the purchase of 100% interest in 22 strategic mineral claims, directly adjacent to the Pivert-Rose Rare Metal Project owned by First Gold Exploration Inc., in the James Bay District of northern Quebec.

5. (a) **Full Description of Material Change**

   See attached press release dated March 4, 2010

   (b) **Disclosure for Restructuring Transaction**

   Not Applicable

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

   Not Applicable

7. **Omitted Information**

   Not Applicable

8. **Executive Officer**

   Mitch Adam

9. **Date of Report**

   March 4, 2010

Schedule A

BonTerra Resources Inc. Acquires Additional Claims Adjacent to First Gold Exploration's Rare Metals and High Grade Lithium Discovery

Vancouver, BC – March 4, 2010: BonTerra Resources Inc. (BTR: TSX.V) (the "Company") is pleased to announce that it has agreed to purchase a 100% interest in 22 strategic mineral claims, directly adjacent to the Pivert-Rose Rare Metal (Li, Rb, Ta, Be) Project owned by First Gold Exploration Inc. (First Gold), in the James Bay District of northern Quebec.

The 22 claims encompass approximately 1,165 hectares (or 11.6 sq. km) and were staked via map designation by Terrax Management. The claim block is pending registration by the Government of Quebec; however, its acceptance is expected any day. The Company has other mineral claims pending in the area and once all claim groups have been accepted it will give the Company a strong presence in the district.

The claims acquired cover the same general geology as ground owned by First Gold and lie in close proximity of known pegmatite dykes in the region which are host to rare metals including Li, Rb, Ta, and Be.

First Gold announced on January 21, 2010, the discovery of rare metals on its Pivert-Rose Property in Quebec, including up to 4.6% Li_2O from a grab sample. Following the discovery, the company announced on January 25, 2010, drill results for hole LR-09-02 with 2,922 g/t Rb over 4.74 m (true width). Further drilling results released on February 2, included hole LR-09-10 with 3,558 g/t Rb and 1.25% Li_2O over 9.55 m (true width), and on February 3, hole LR-09-03 with 341 g/t Ta_2O_5 over 4.53 m (true width). The reader is cautioned as exploration results on the Pivert-Rose Property do not guarantee similar results on the Company's claim block.

Under the terms of the Acquisition Agreement, the Company will acquire 100% mineral interest in the claim block from Zimtu Capital Corp. and Terrax Management (the "Vendors"). In consideration for the property the Vendors will receive $50,000 and 2,000,000 shares payable on TSX-Venture Exchange approval. The property is subject to a 2% Net Smelter Return Royalty, of which one half (1%) may be purchased back for $1,000,000.

Graeme Sewell, Director states, "The Company is very pleased to have secured this strategic property. It is adjacent to and contiguous to the First Gold property and shares the same geology. This gives BonTerra a sizable portfolio in the region. The Company having recent closed a financing is in a good position to begin to multiple work programs this spring."

Darren L. Smith, M.Sc., P.Geol, a qualified person as defined by National Instrument 43-101, supervised the preparation of the technical information in this news release.

ON BEHALF OF THE BOARD
BONTERRA RESOURCES INC.

/s/ Mitchell Adam
Mitchell Adam
President, Director

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This press release contains projections and forward-looking information that involve various risks and uncertainties regarding future events. Such forward-looking information can include without limitation statements based on current expectations involving a number of risks and uncertainties and are not guarantees of future performance of BonTerra such as the statement that: There are numerous risks and uncertainties that could cause actual results and BonTerra's plans and objectives to differ materially from those expressed in the forward-looking information, including: (i) the inability to obtain exchange approval and (ii) other factors beyond BonTerra's control. Actual results and future events could differ materially from those anticipated in such information. These and all subsequent written and oral forward-looking information are based on estimates and opinions of management on the dates they are made and are expressly qualified in their entirety by this notice. Except as required by law, BonTerra assumes no obligation to update forward-looking information should circumstances or management's estimates or opinions change.