Form 51-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company**
   BonTerra Resources Inc.
   4006 – 1011 West Cordova, BC, V6C 0B2

2. **Date of Material Change**
   March 31, 2011

3. **News Release**
   The Press Release dated March 31, 2011 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**
   The Company announced it continues to propel its Eastern Extension Project forward by drilling on the ice as well as the land. The first drill hole on the ice is nearly completed on its 100% owned Eastern Extension Gold Project.

5. **(a) Full Description of Material Change**
   See attached press release dated March 31, 2011

   (a) 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, President & Director (604) 678-5308

9. **Date of Report**
   March 31, 2011

Schedule A

Vancouver, BC – March 31, 2011: BonTerra Resources Inc. (BTR: TSXV; FSE: 9BR) (the "Company", "BonTerra") continues to propel its Eastern Extension Project (the "Property") forward by drilling on the ice as well as the land. The first drill hole on the ice is nearly completed on its 100% owned Eastern Extension Gold Project. The Property is located 170km northeast of Val d'Or, Quebec in the Abitibi Greenstone Belt.

BonTerra plans to drill a total of ten (10) shallow (average of 125 metres each) holes on the ice. Of these ten holes, a total of four (4) holes will be drilled into the Peninsula Zone. These four (4) holes are being drilled to grow the Peninsula Zone. In a news release dated February 17, 2011, this Peninsula Zone assayed 13.00 metres of 7.00 g/t gold (0.20 Oz/ton) including 4.00 metres of 17.02 g/t (0.50 Oz/ton). The second two (2) holes planned for the Peninsula Zone are 50 metres to the west to test a 140 metre wide high to very high near surface chargeability anomaly. This very large anomaly has never been drilled before.

Holes five (5) to eight (8) will aim to extend the strike 270 metres to the southwest of the original gold intercept referred to in the previous paragraph. Holes nine (9) and ten (10) will drill additional IP anomalies to the east. Once all ten (10) ice holes have been completed the Company will have drilled the gold zones along a total strike length of 590 metres.

Thomas Clarke, Director, states, "BonTerra believes this is a fantastic opportunity to create a significant strike extension of the gold zones to the southwest. The Company is taking full advantage of great ice conditions to get ten holes completed on the ice before break up. The chargeability of the zone is very high and appears to correlate with the strike of the zone."

Qualified Person
This press release has been reviewed by Thomas Clarke, Pr.Sci.Nat., a Director of BonTerra. Mr. Clarke is a Qualified Person under NI 43-101.

About BonTerra
BonTerra is a Canadian gold exploration company focused continuing to expand the known gold zone on its 100% owned Eastern Extension property, part of the world famous Abitibi Greenstone Belt of Quebec. BonTerra has a total of four properties in the Urban-Barry belt, all gold exploration targets. BonTerra's Eastern Extension, Lavoie, Urban-Barry and Anderson properties are located approximately 170 km NE of Val-d'Or and 125 km SW of Chibougamau in the Urban, Barry and Bailly townships in Québec.

ON BEHALF OF THE BOARD
BONTERRA RESOURCES INC.

/s/ Thomas Clarke
Thomas Clarke
Director

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