51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BonTerra Resources Inc. (the "Company")
Suite 4006 – 1011 West Cordova Street
Vancouver, BC V6C 0B2

Item 2 Date of Material Change

August 4, 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 on August 4, 2011.

Item 4 Summary of Material Change

The Company announced that it has completed drilling forty (40) diamond drill holes on the Eastern Extension totaling 10,112 metres. This drill program commenced in October 2010 and has continued into July of this year. Over the past year, the Company has submitted a total of approximately 4,300 samples to ALS Chemex of Val d'Or, Quebec to be assayed for gold. The Company currently awaits gold assays for approximately 1,450 of these samples.

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

Mitchell Adam, President and Director, (604) 678-5308

Item 9 Date of Report

August 4, 2011

BonTerra Resources Inc.

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TSXV: BTR

FSE: 9BR

BONTERRA COMPLETES DRILLING THE FIRST 10,000 METRES & 40 DRILL HOLES ON THE EASTERN EXTENSION PROPERTY, QUEBEC

Vancouver, BC – August 4, 2011: BonTerra Resources Inc. (TSX.V: BTR; FSE: 9BR) (the "Company", "BonTerra") has completed drilling forty (40) diamond drill holes on the Eastern Extension (the "Property") totaling 10,112 metres. This drill program commenced in October 2010 and has continued into July of this year. Over the past year, BonTerra has submitted a total of approximately 4,300 samples to ALS Chemex of Val d'Or, Quebec to be assayed for gold. BonTerra currently awaits gold assays for approximately 1,450 of these samples. An updated drill map can be accessed by clicking on the link near the base of this news release.

Of great interest to the Company is BA-11-29. This hole was deepened after intersecting a mineralized vein zone at the base of the hole assaying 8.1 metres of 14.17 grams/tonne ("g/t") gold including a high grade zone of 3.50 metres grading 32.74 g/t and the highest grade sample BonTerra has received to date, 0.70 metres at 114.0 g/t gold. The gold values in this paragraph were disclosed in a news release dated July 12, 2011. This intercept is open at depth and additional mineralized veins have been identified in the deepened part of this drill hole with assays pending. The Company also recently discovered a vein over 10 metres in width for the first time on the Property.

BonTerra is currently awaiting assays for eight (8) drill holes at this time as shown by both table 1 and by clinking on the link to the drill map below. All these drill holes intersected smoky quartz veins mineralized with sulphides. Visible gold present in smoky quartz veins has also been noted in the geological drill logs for five (5) of these drill holes. One of the eight (8) drill holes with assays pending has visible gold noted in six (6) distinct smoky quartz veins. These smoky quartz veins are the primary exploration target and host the vast majority of the high grade gold zones. The Company is currently prospecting using a beep mat to aid in finding near surface additional subcropping veins and drill targets on the Property.

Mitchell Adam, President, states, "Drilling approximately 10,000 metres is a significant milestone for BonTerra. In addition, the Company has sent over 4,000 samples to be assayed for gold. It demonstrates the high caliber of the Eastern Extension Property and the Urban-Barry belt. It also exhibits BonTerra's strong commitment to advancing this exciting gold property. We look forward to receiving additional assays and announcing our resource calculation for the Property later this year."

Link to BonTerra Resources' Drill Program Map, Eastern Extension Property

http://www.bonterraresources.com/i/maps/2011-08-03-MAP-FOR--10000-Metres-Drilled.jpg

Table 1: Location of the Drill Holes with Assays Pending

DDH Number	Northing (UTM NAD83)	Easting (UTM NAD83)	Depth (metres)	Azimuth (degrees)	Dip (degrees)
BA-11-10	456236	5428225	510.05	158°	-70°
BA-11-25	456140	5428118	351.00	190°	-55°
BA-11-26	456140	5428118	498.10	199°	-55°
BA-11-27	456267	5428273	450.30	160°	-52°
BA-11-28	456163	5428220	399.00	156°	-52°
BA-11-29	456204	5428128	291.28*	160°	-50°
BA-11-30	456170	5428259	468.09	174°	-52°
BA-11-31	456191	5428295	495.00	160°	-52°

*BA-11-29 was originally drilled 198.10 metres deep but was extended deeper.

Qualified Person

This technical content of this press release has been reviewed and accepted by Thomas Clarke, Pr.Sci.Nat. Mr. Clarke is a Director of BonTerra and a Qualified Person under NI 43-101. The drill program and sampling is being supervised on behalf of the Company by Geologica Inc. of Val d'Or, Quebec.

About BonTerra Resources

BonTerra is a Canadian gold exploration company focused continuing to expand the known gold zone on the 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.

Other Companies Exploring in the Urban-Barry Gold Camp

Neighbouring companies in the region are Metanor, Beaufield, Eagle Hill, Glen Eagle, Urbana, Amseco, Freewest and Key Gold. The Company has an option to earn 100% of the Eastern Extension property from Abitex Resources subject to a 2% NSR.

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 the Company, such as the statement that the Company may announce a resource calculation for the Property later this year. There are numerous risks and uncertainties that could cause actual results and the Company's plans and objectives to differ materially from those expressed in the forward-looking information, including: (i) adverse market conditions; (ii) delays with respect to drill results or preparation of a resource calculation; and (iii) general uncertainties with respect to mineral exploration in general. 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, the Company does not intend to update these forward-looking statements.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.