Form 51-102F3
Material Change Report

1. **Name and Address of Company**

   BonTerra Resources Inc.
   510-744 West Hastings Street
   Vancouver, BC V6C 1A1

   (the "Company")

2. **Dates of Material Change(s)**

   March 30, 2016

3. **News Release(s)**

   A news release was issued on April 1, 2016 and disseminated via Stockwatch News and Baystreet News pursuant to section 7.1 of National Instrument 51–102.

4. **Summaries of Material Changes**

   BonTerra Resources grants incentive stock options

5. **Full Description of Material Changes**

   News Release April 1, 2016 – See Schedule "A

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

   Not applicable.

7. **Omitted Information**

   No information has been omitted.

8. **Executive Officer**

   Mr. Nav Dhaliwal, President of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 678-5308.

9. **Date of Report**

   This report is dated April 4, 2016.

SCHEDULE “A”
to the Material Change Report dated April 4, 2016

BonTerra Announces Board Advisor and Issues Options at a Premium

Vancouver, BC – April 1, 2016: **BonTerra Resources Inc. (TSX-V: BTR, US: BONXF, FSE: 9BR1)** (the “**Company**” or “**BonTerra**”) is pleased to announce the appointment of Mr. Peter A. Ball as a Board Advisor of the Company, effective immediately.

“In 2015, and into early 2016, BonTerra has continued to elevate its visibility and position in the mining exploration space by showcasing the potential of the Urban Barry gold mining camp in Quebec, Canada, where we have expanded our land position by over 170%. Most recently, we added a strategic and advanced gold project in Ontario, with the recent purchase of the Larder Lake Project along the Cadillac-Larder Fault Break, which also provides a foothold in a mining area with one of the longest running and prolific mining camps in the world. As we push forward into 2016, it is key to add quality mining professionals to the team, that bring the energy and senior level executive mining experience to the team that is needed to continue the same level of growth. I have had the pleasure of knowing Mr. Ball, originally from Kirkland Lake, Ontario for a few years, and he brings an extensive knowledge of the mining sector stretching back to the 1980s. Peter’s experience working as a mining engineer, his many years involved in the equity financing markets, combined with his experience in the corporate and business development side of business will be a valued addition to the BonTerra team as a strategic Board Advisor,” Nav Dhaliwal, President and CEO of the Company, stated.

Mr. Ball brings over 25 years of extensive experience and leadership as a mining professional. He is currently President & CEO of Redstar Gold Corp., and previously Senior Vice President of Columbus Gold. Throughout Mr. Ball's career, he has held various senior management roles with international precious metals mining companies in corporate finance, securities trading, mine engineering, business development, corporate communications, public relations and marketing functions throughout North and South America, Asia, and Europe. Mr. Ball began his career in the late 1980s working as a mining engineer, and subsequently in various management and senior executive roles for numerous companies including Hudson Bay Mining & Smelting, Echo Bay Mines Ltd., RBC Dominion Securities, Eldorado Gold Corp., Adriana Resources Inc., and Argentex Mining Corp. Mr. Ball is a graduate of the Haileybury School of Mines, Georgian Business College, UBC's Canadian Securities Course and is a member of CIMM.

Stock Option Grant

BonTerra has issued an aggregate of 3,200,000 incentive stock options (the "Options") to officers, directors and consultants of the Company. The Options are exercisable at $0.50 per share for a period of five years from the date of grant, which were priced at a premium to the close of BonTerra’s share price as of March 30, 2016. The Options have been granted under and are governed by the terms of the Company's incentive stock option plan.

<u>BonTerra Resources Quick Facts:</u>

- **~$3.5 million in cash as at January 1, 2016;** ~59.4 million shares outstanding.
- 7,563-hectare (Gladiator Project) in the Urban-Barry Camp in Québec containing:
  - *Using a 4 g/t Au cut-off grade, the project currently contains an **inferred resource of 905,000 tonnes, grading 9.37 g/t Au for 273,000 ounces of gold**. Of note, ~90% of the worlds operating mines have an average gold grade less than 8 g/t. Mineral Resource Estimate and technical report filed July 27, 2012, Snowden Mining Consultants.*
  - *2016 Exploration Program underway – up to 25,000 meters utilizing minimum of two drill rigs at its 100% owned Gladiator Gold Project to expand current gold resource.*
- 2,165-hectare (Larder Property) in the Cadillac-Larder Break camp in Ontario (*refer to March 17, 2016 news release highlighting historical gold resource*).

ON BEHALF OF THE BOARD OF DIRECTORS,

Nav Dhaliwal, President & CEO

BonTerra Resources Inc.

For additional information, please contact:

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This press release contains "forward-looking information" that is based on BonTerra's current expectations, estimates, forecasts and projections. This forward-looking information includes, among other things, statements with respect to BonTerra's exploration and development plans. The words "will", "anticipated", "plans" or other similar words and phrases are intended to identify forward-looking information. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause BonTerra's actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information. Such factors include, but are not limited to: uncertainties related exploration and development; the ability to raise sufficient capital to fund exploration and development; changes in economic conditions or financial markets; increases in input costs; litigation, legislative, environmental and other judicial, regulatory, political and competitive developments; technological or operational difficulties or inability to obtain permits encountered in connection with exploration activities; and labour relations matters. This list is not exhaustive of the factors that may affect our forward-looking information. These and other factors should be considered carefully and readers should not place undue reliance on such forward-looking information. BonTerra disclaims any intention or obligation to update or revise forward-looking information, whether as a result of new information, future events or otherwise.