

**51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Bonanza Resources Corporation (the “**Company**”)  
1320-885 West Georgia Street  
PO Box 1045 HSBC Building  
Vancouver, BC V6C 3E8

**Item 2 Date of Material Change**

February 2, 2011

**Item 3 News Release**

The news release dated February 2, 2004 was disseminated through Stockwatch and Market News on February 2, 2011.

**Item 4 Summary of Material Change**

Bonanza Resources announces Stock Option Grants

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

See attached News Releases.

*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**

Byron Coulthard, President & CEO, 604-657-7004

**Item 9 Date of Report**

February 2, 2011



## **BONANZA RESOURCES ANNOUNCES STOCK OPTION GRANTS**

DALLAS, TEXAS – February 2, 2011: Bonanza Resources Corporation (TSX.V: BRS; FRANKFURT: B4G) (“Bonanza” or the “Company”) announces that it has granted options to purchase a total of 3,500,000 common shares under the Company’s stock option plan to certain directors, officers and consultants of the Company. The granted options have an exercise price of \$0.35 and expire on February 2, 2016.

### **About Bonanza Resources Corporation:**

Bonanza is listed on the TSX.V Exchange under the symbol BRS. The Company is an independent international oil and gas company focused on the development and production of oil and natural gas reserves.

For further information, please contact David Russell, Director of Investor Relations/Corporate Communications, at (214) 699-9470 or via email at [david.russell@bonanzaresources.com](mailto:david.russell@bonanzaresources.com)

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