

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Bonaparte Resources Inc. (the "Company")
5384B Imperial Street
Burnaby, British Columbia, V5J 1E6

Item 2 Date of Material Change

December 8, 2011

Item 3 News Release

The news release was disseminated on December 8, 2011 by Marketwire.

Item 4 Summary of Material Change

The Company announced a non-brokered, private placement of up to 1,000,000 common shares of the Company's stock at \$0.20 per share for estimated gross proceeds of up to \$200,000.

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

Randy Saunders, President, CEO, Secretary and Director, Telephone: (604) 484-8750

Item 9 Date of Report

December 14, 2011

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TSX-V: BON

Bonaparte Announces Private Placement

Vancouver, BC, December 8, 2011- Bonaparte Resources Inc. (TSX-V: BON) ("Bonaparte" or the "Company") is pleased to announce a non-brokered, private placement of up to 1,000,000 common shares of the Company's stock at \$0.20 per share for estimated gross proceeds of up to \$200,000. The offering will be conducted on a best-efforts basis and is expected to close by December 15, 2011. The Company only plans to offer the shares to residents in British Columbia and in such other jurisdictions where the shares may be sold. The offering is subject to TSX Venture Exchange and other regulatory approvals.

The shares will be sold pursuant to various exemptions from the prospectus and registration requirements of applicable securities laws, and in Canada will be subject to a four-month hold period. Proceeds from the offering will be used for general working capital.

Any finders' fees or commissions paid by the Company will be paid in accordance with the policies of the Exchange.

ON BEHALF OF THE BOARD OF DIRECTORS

"Randy Saunders"

Randy Saunders, CEO and Director

For further information, please contact:

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CAUTIONARY NOTE: FORWARD LOOKING STATEMENTS. Other than statements of historical fact, all statements included in this news release, including, without limitation, statements regarding future plans and objectives of Bonaparte are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Factors that could cause actual results to differ materially from those expected by Bonaparte are those risks described herein and from time to time, in the filings made by Bonaparte with Canadian securities regulators. Those filings can be found on the Internet at <http://www.sedar.com>.