

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

**Item 1 Name and Address of Company**

Bonaparte Resources Inc. (the "Company")  
210 – 5000 Kingsway Street  
Burnaby, BC V5H 2E4

**Item 2 Date of Material Change**

February 8, 2011

**Item 3 News Release**

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

**Item 4 Summary of Material Change**

The Company announced that it granted incentive stock options to its directors, officers and consultants for the purchase of up to 315,000 common shares of the Company. Each option is exercisable at \$0.45 per common share and is exercisable until February 8, 2016. The options vest over the next twelve months with no more than one quarter of the options vesting in any three month period. The options may not be exercised until shareholders have approved of the Company's stock option plan at its next annual general meeting.

**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 and Director, Telephone: (604) 484-8750

**Item 9 Date of Report**

February 15, 2011

**BONAPARTE RESOURCES INC.**  
210 – 5000 Kingsway  
Vancouver, British Columbia, V5H 2E4

**NEWS RELEASE**

**Bonaparte Announces Option Grant**

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**VANCOUVER, BC, February 8, 2011 – Bonaparte Resources Inc. (TSX-V: BON)** (“Bonaparte” or the “Company”) is pleased to announce that it has granted incentive stock options to its directors, officers and consultants for the purchase of up to 315,000 common shares of the Company. Each option is exercisable at \$0.45 per common share and is exercisable until February 8, 2016. The options vest over the next twelve months with no more than one quarter of the options vesting in any three month period. The options may not be exercised until shareholders have approved of the Company’s stock option plan at its next annual general meeting.

ON BEHALF OF THE BOARD OF DIRECTORS

*“Randy Saunders”*

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Randy Saunders, CEO and Director

***For further information, please contact:***

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