

Form 51-102F3

Material Change Report

Item 1: Name and Address of Company

Highbank Resources Ltd.. (the "Company")
#600-625 Howe Street
Vancouver, BC V6C 2T6
(604) 683-6648

Item 2: Date of Material Change

July 18 , 2011

Item 3: News Release

Issued **July 18, 2011** and distributed through the facilities of Marketnews and Stockwatch.

Item 4: Summary of Material Change

Highbank Resources Ltd. (TSX.V –HBK), (the “Company”) is in receipt of the interpretation of the Induced Polarization/Resistivity Survey (“IP Survey”) on the Tap Block group of claims on the Highland Valley (“HV”) property.

The survey has revealed more drill targets on the Tap Block located in the south-west corner of the large HV property, and the survey will continue over two more areas.

Item 5: Full Description of Material Change

Highbank Resources Ltd. (TSX.V –HBK), (the “Company”) is in receipt of the interpretation of the Induced Polarization/Resistivity Survey (“IP Survey”) on the Tap Block group of claims on the Highland Valley (“HV”) property.

The survey has revealed more drill targets on the Tap Block located in the south-west corner of the large HV property, and the survey will continue over two more areas.

The recently completed and interpreted IP Survey on the Tap Block of claims revealed main anomalies labeled A and B.

Anomaly A occurs along the eastern part of the Tap Grid. It appears to be striking in a northerly direction with a minimum strike length of 800 meters being open to both the north and south. The minimum width is 700 meters with it being open to the east.

Anomaly B occurs within the southwestern part of the Tap Grid. It appears to be striking northwesterly, though there are not enough survey lines to conclude this. Additional surveying to the south may actually indicate a northerly strike. However, if the strike direction is northwesterly, then the minimum strike length is 700 meters with it being open to both the northwest and the southeast. The width is about 350 meters.

The complete ‘Geophysical Report on the IP/Resistivity Survey’ by David G.Mark, P.Geo. of Geotronics Consulting Inc. dated June 20, 2011 will be posted on the Company website (Highland Valley property page) at www.HighbankResources.com

The Company has an option to acquire a 50% interest in the Highland Valley property from Moag Copper Gold Resources Inc. ("Moag"). The HV property covers an area over 36 square miles and is located 7 kilometers southeast of the Highmont pit, part of Teck's Highland Valley Copper ("HVC"), Canada's largest operating base metal mine, north of high grade copper producer Craigmont Mines, within and adjacent to the Guichon Creek batholith. The Guichon Creek batholith is a very large granitic intrusion that is host to the 5 major deposits of the Highland Valley copper porphyry district, with over 1.8 billion tonnes of resources discovered to date.

This press release has been reviewed and approved by Don Hawke, M.Sc., P.Geo., consulting geologist and a qualified person as defined in NI 43-101.

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

This report is not being filed on a confidential basis.

Item 7: Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8: Executive Officer

Contact: Gary Musil , President ,Secretary & Director

Telephone: (604) 683-6648

Item 9: Date of Report

July 26 , 2011