

Form 51-102F3
Material Change Report

Item 1: Name and Address of Company

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

Item 2: Date of Material Change

December 8, 2014

Item 3: News Release

Issued December 8, 2014 and distributed through the facilities of Marketwired Editorial.

Item 4: Summary of Material Change

Highbank Resources Ltd. announced that due to holiday shutdown by North Coast Concrete, the first shipment of Swamp Point aggregate has been postponed until February 2015.

The Company also announced that it has entered into negotiations for an ex-provincial multi-million ton aggregate order. Further information will be released as a Letter of Intent or agreement is signed.

Item 5: Full Description of Material Change

Highbank Resources Ltd. announced that due to holiday shutdown by North Coast Concrete, the first shipment of Swamp Point aggregate has been postponed until February 2015.

The Company also announced that it has entered into negotiations for an ex-provincial multi-million ton aggregate order. Further information will be released as a Letter of Intent or agreement is signed.

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, Director & CFO
Telephone: (604) 683-6648

Item 9: Date of Report

December 17, 2014