51-102F3 Material Change Report [F]
Published December 29, 2006
Effective December 29, 2006

Item 1 Name and Address of Company

Bell Copper Corporation
1780 – 400 Burrard Street
Vancouver, B.C., V6C 3A6

Item 2 Date of Material Change

September 8, 2008

Item 3 News Release

The news release dated September 8, 2008 was disseminated through Canada Stockwatch and Market News under section 7.1 of National Instrument 51-102.

Item 4 Summary of Material Change

Please refer to attached news release.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please refer to 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

N/A

Item 8 Executive Officer

W. Glen Zinn, President, Chief Executive Officer and Director, (604) 669-1484.

Item 9 Date of Report

September 8, 2008

September 8, 2008 **News Release** **TSX-V Symbol: BCU**

First Tranche Closing of Private Placement

Vancouver, B.C.: Bell Copper Corporation (the "Company") (TSX-V Symbol: BCU) announces that it has closed the first tranche of its non-brokered private placement announced on April 17, 2008 and amended on July 9, 2008 and August 7, 2008. The Company has issued 1,998,500 units at a price of CDN$0.40 per unit. Each Unit consists of one common share and one half of one share purchase warrant (a "Warrant"), with each full warrant entitling the holder to acquire one additional common share of the Company at a price of CDN$0.50 per common share for a period of one year from closing. The Unit Warrant is subject to the right of the Company to accelerate the exercise period for the Unit Warrants if the common shares of the Company trade above $0.75 for a period of 10 consecutive trading days.

The Company paid a finder's fee to certain parties equal to 8% of the amount subscribed in accordance with the policies of the TSX Venture Exchange.

The proceeds of the private placement will be used for general working capital. The private placement and finder's fees are subject to TSX Venture Exchange acceptance.

Bell Copper – Value through Production & Discovery

Bell Copper is focused on the development to production of the La Balsa copper mine in Michoacan, Mexico & the Granduc copper mine in British Columbia, Canada while continuing exploration and development of its pipeline of copper projects in some of the world's premier copper producing regions.

More information on Bell Copper: www.bellcopper.net

On behalf of the Board of Directors of
Bell Copper Corporation

Brian Leeners

Brian Leeners, CFO & Director

For further information please contact the Company
Tel: 604 669-1484 or email: info@bellcopper.net