51-102F3 Material Change Report [F]

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

March 11, 2011

Item 3 News Release

The news release dated March 11, 2011 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

Michael Werner, CEO & Director, 604-669-1484

Item 9 Date of Report

March 11, 2011

March 11, 2011 **News Release** **TSX-V Symbol: BCU**

Bell Copper Announces $2,500,000 Brokered Private Placement Financing

Vancouver, B.C.: Bell Copper Corporation ("Bell Copper" or the "Company") (TSX-V Symbol: BCU) is pleased to announce a brokered private placement by D&D Securities Inc. (the "Agent") to raise up to $2,500,000 on a best efforts basis (the "Financing"). Pursuant to the Financing the Company will offer for sale through the Agent up to 12.5 million units (the "Units") at a price of $0.20 each, with each Unit consisting of one common share and one-half of one common share purchase warrant (each whole warrant, a "Warrant"). The Warrants will be exercisable at $0.25 for 18 months from closing.

Proceeds from this financing will be used primarily to fund the feasibility study of the La Balsa project in Mexico, the acquisition of the Van Dyke project in Arizona, and drilling at the Kabba project in Arizona.

La Balsa is Bell's 100% owned development-stage copper project in Mexico. A positive Scoping Study was issued on this low stripping-ratio (1.25:1), open pit project in 2010, which confirmed that over a projected 7 year life, the mine would be a low cost (cash costs of US $0.81/pound) producer of 151 million pounds of copper. The feasibility study is expected to cost approximately $1.3 million and be completed in the third quarter of this year. The Company has already purchased its SX-EW plant for the project, and conditional upon the feasibility study confirming the positive economics of the Scoping Study, the mine could be in operation after a further 18 month construction period.

The Company also intends to use $500,000 from this financing to fund the initial acquisition payment on a 100% interest in the Van Dyke project, located at the town of Miami, AZ (with the remaining $2 million of cash payments due over the remaining 8 years as an advance against a 2.5% NSR). This project was drilled in the 1970's by Occidental Minerals, which calculated a historical resource of 167 million tons grading 0.41% copper (using a 0.1% cut-off) for 1.37 billion pounds of contained copper. This historical resource is not compliant with NI43-101 and cannot be relied on. Pilot testing by Occidental suggests that the copper would be amenable to low cost, low impact, in-situ leaching.

Upon the closing of the Financing, the Agent will receive a cash commission representing 7% of the gross proceeds of the sale of the securities. The Company will also issue share purchase warrants to the Agent on closing (the "Agent's Warrants") entitling the Agent to purchase, at an exercise price of $0.20, that number of common shares equal in number to 10% of aggregate number of Units sold in the Financing.

For the purposes of this news release, the Qualified Person is Timothy Marsh, Ph.D., P.Eng., the Company's President.

About Bell Copper

Bell Copper is a public company with a focus on copper exploration, development and production in North America. The Company has an extensive portfolio of exploration and development projects located in some of North America's premier copper producing regions including Mexico and the Southwestern US.

More information on Bell Copper: www.bellcopper.net

On behalf of the Board of Directors of
Bell Copper Corporation

"Michael Werner"

Michael Werner, CEO & Director

For further information, contact:

Bell Copper Corporation

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