

Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Journey Resources Corp.
1208 – 808 Nelson Street
Vancouver, B.C. V6Z 2H2

Telephone:(604) 633-2442

Item 2 Date of Material Change

News Release dated November 26, 2007

Item 3 News Release

News Release dated November 26, 2007 was filed on SEDAR and disseminated on November 26, 2007.

Item 4 Summary of Material Change

Journey Resources Corp. (the “Company”) announces the closing of a non-brokered private placement of 3,370,000 Units at a price of \$0.25 per Unit for total proceeds of \$842,500.

Item 5 Full Description of Material Change

Item 5.1 Full Description of Material Change

Journey Resources Corp. (“Journey” or the “Company”) announced in its November 26, 2007 news release, *inter alia*, as follows:

the TSX Venture Exchange accepted for filing, a non-brokered private placement of 3,370,000 Units at a price of \$0.25 per Unit for total proceeds of \$842,500, together with one-half of a share purchase warrant, each whole warrant being exercisable to purchase one common share at an exercise price of \$0.35 for a period of two years from the date of closing (the “Private Placement”). The Company has now closed on the Private Placement.

The Private Placement was over-subscribed as the Company initially arranged for the placement of up to 2,800,000 units at \$0.25 per unit for total proceeds of \$700,000 (see news release dated November 7, 2007).

Finders fees were paid in the amount of 8% of gross proceeds, excluding those proceeds raised from insiders of the Company. In addition, finders’ share purchase warrants were issued entitling the purchase of 8% of the number of Units sold under the private placement, at a price of \$0.35 per finder’s warrant exercisable for a two-year period from the date of closing.

All of the securities issued or issuable under the Private Placement will have a 4 month hold period expiring March 24, 2008.

The Company will use the proceeds from this private placement for general working capital purposes.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable

Item 7 Omitted Information

None

Item 8 Executive Officer

Jatinder (Jack) Bal, Director
Telephone: (604) 633-2442

Item 9 Date of Report

November 30, 2007

"Jatinder (Jack) Bal"
Jatinder (Jack) Bal, Director