Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Highland Resources Inc.
Suite 750 – 580 Hornby Street
Vancouver, B.C. V6C 3B6

Item 2 Date of Material Change

October 8, 2009

Item 3 News Release

Issued in Vancouver, British Columbia on October 8, 2009 and distributed through Stockwatch and Market News.

Item 4 Summary of Material Change

The Company announced that an aggregate of 250,000 shares have been granted as incentive stock options at an exercise price of $0.185 per share. The options are exercisable for a period of five years, ending on October 8, 2014, and are subject to the requirements of the TSX Venture Exchange.

Item 5 Full Description of Material Change

See attached news release.

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: Roger Blair, President
Telephone: (604) 602-4935

Item 9 Date of Report

October 8, 2009

HIGHLAND RESOURCES INC.

October 8, 2009
Trading Symbol: HI

NEWS RELEASE

Stock Options Granted

***Vancouver, B.C.* ... Highland Resources Inc. ("Highland")** announces that pursuant to Exchange policies and the Company's Stock Option Plan, an aggregate of 250,000 shares have been granted as incentive stock options at an exercise price of $0.185 per share. The options are exercisable for a period of five years, ending on October 8, 2014, and are subject to the requirements of the TSX Venture Exchange.

ON BEHALF OF THE BOARD

Signed "Roger Blair"
Roger Blair, President and Director

FOR FURTHER INFORMATION PLEASE CONTACT:
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