FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Copper Lake Resources Ltd. (the "**Company**")
501 Alliance Avenue, Suite 401
Toronto, Ontario
M6N 2J1

Item 2 Date of Material Change

September 29, 2016

Item 3 News Release

The Company disseminated a news release on September 29, 2016, issued in Vancouver, British Columbia, via Marketwired, and filed on SEDAR with the British Columbia and Alberta Securities Commissions and the TSX Venture Exchange.

Item 4 Summary of Material Change

The Company announced that it has: (i) closed the transaction to acquire the 31.25% interest in the Marshall Lake property held by Marshall Lake Mining Limited; (ii) appointed new directors; (iii) corrected the number of non flow-though units and flow-through units issued pursuant to its private placement; and (vi) granted 1,000,000 options pursuant to the Company's Stock Option Plan to certain directors of the Company.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the Company's news release dated September 29, 2016 which is available at www.sedar.com.

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

Not applicable.

Item 8 Executive Officer

Terrence MacDonald, Interim Chief Executive Officer
Telephone: (778) 867-9533; Email: tmacdonald@copperlakeresources.com

Item 9 Date of Report

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 30th day of September, 2016.

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"Terrence MacDonald"

Per: Terrence MacDonald