FORM 51-102F3
Material Change Report

Name and Address of Company

Copaur Minerals Inc. (the "**Company**")
888 – 700 West Georgia Street
Vancouver, BC V7Y 1G5
Tel: 604-718-5454

Date of Material Change

November 11, 2021

News Release

News release dated November 9, 2021 disseminated in via Newsfile Corp.

A copy of the Press Release is attached as Schedule "A".

Summary of Material Change

Capour Materials announces it has closed a non-brokered flow-through private placement consisting of 1,426,055 flow-through units at a purchase price of $1.10 per unit and raised gross proceeds of $1,568,661. Each flow-through Unit is comprised of one common share, intended to qualify as a flow-through share under the Income Tax Act (Canada), and one-half of one share purchase warrant. Each whole warrant will entitle the holder to acquire an additional non-flow through common share of the Company at an exercise price of $1.25 per share for a period of two years from the closing date of the private placement.

Full Description of Material Change

5.1 Full Description of Material Change

For a full description of the material change, see Schedule "A".

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

Not Applicable.

Omitted Information

Not Applicable

Executive Officer

Conrad Swanson, Chairman, President
Telephone: 604-317-309

Date of Report

DATED at Vancouver, BC, this 11th day of November, 2021

SCHEDULE "A"

Copaur Minerals Closed Non-Brokered Flow-Through Private Placement

November 09, 2021 - Vancouver BC - Copaur Minerals Inc. (TSX.V) CPAU has closed a non-brokered flow-through private placement consisting of 1,426,055 flow-through units at a purchase price of $1.10 per unit and raised gross proceeds of $1,568,661. Each flow-through Unit is comprised of one common share, intended to qualify as a flow-through share under the Income Tax Act (Canada), and one-half of one share purchase warrant. Each whole warrant will entitle the holder to acquire an additional non-flow through common share of the Company at an exercise price of $1.25 per share for a period of two years from the closing date of the private placement.

Each warrant will be subject to accelerated expiry provisions which provide that if at any time after the date of closing the Company's common shares trade on the TSX Venture Exchange at or above a weighted average trading price of $1.40 per share for 10 consecutive trading days the Company may give notice to the holders that each Warrant will expire 30 days from the date of providing such notice if the Warrant has not been duly exercised by the holder.

Existing insiders participated in the private placement for an aggregate amount of $73,700 being 4.7% of the private placement. All securities issued in conjunction with this private placement are subject to a hold period expiring four months plus a day after the date of issuance. A finder fee to Roche Securities Ltd. of $89,700 cash and 40,772 finder warrants at $1.25 for a period of two years.

A portion of the Private Placement constitutes a "related party transaction" within the meaning of TSXV Policy 5.9 and Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions ("MI 61-101") adopted in the Policy. The Company intends to rely on exemptions from the formal valuation and minority approval requirements in sections 5.5(b) and 5.7(e) of MI 61-101 on the basis that the Company is not listed on any specified senior stock exchanges and that the Company is facing financial hardship and the transactions are designed to improve the Company's financial position.

The proceeds of the private placement will be used for advancing the Williams Gold porphyry property in the Toodoggone region of BC.

About CopAur Minerals Inc.

CPAU is an exploration company focused on advancing orogenic gold and copper porphyry targets on the William gold copper project, located within the prolific Golden Horseshoe of northern British Columbia, Canada. CopAur Minerals is ideally situated within the emerging Toodoggone District along the eastern Cordilleran gold belt, composed of the Sheep Creek, Cariboo, and Cassiar orogenic gold districts Backed by a dynamic and experienced team of resource sector professionals, including members of Benchmark Metals Inc. (TSX-V:BNCH) on its Advisory Board. The Williams project represents exceptional shareholder value with significant gold and copper potential.

We seek Safe Harbor.