51-102F3
Material Change Report

Item 1 Name and Address of Company

Copper Creek Gold Corp. (the "Company")
615 - 700 West Pender Street
Vancouver, BC V6C 1G8

Item 2 Date of Material Change

October 26, 2010

Item 3 News Release

The news release was disseminated on October 26, 2010 through the services of Stockwatch.

Item 4 Summary of Material Change

The Company announces that it has entered into a letter agreement with Kootenay Gold Inc. ("Kootenay", TSX.V: KTN) whereby Copper Creek has the right to earn an undivided 60% interest in five mineral concessions known as the Santa Lucia Property located in Rosario, Sonora in the Northwest Region of Mexico.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announces that it has entered into a letter agreement with Kootenay Gold Inc. ("Kootenay", TSX.V: KTN) whereby Copper Creek has the right to earn an undivided 60% interest in five mineral concessions known as the Santa Lucia Property located in Rosario, Sonora in the Northwest Region of Mexico.

Santa Lucia's Compelling Exploration Facts:

1. **Prime Location:**

Santa Lucia is part of the Sierra Madre Occidental gold-silver belt, host to many epithermal deposits including: Mulatos (Alamos Gold Inc.), Dolores (Minefinders Corp.), Pinos Alto (Agnico-Eagle Mines Ltd.), Ocampo (Gammon Gold Inc.), El Suazal (Goldcorp Inc.) amongst many others. A conservative estimate of gold reserves from these mines is at least $15 B.

2. **Drilling Demonstrates Grade to Depth:**

Historical drill intercepts from the South, Central and Genero zones demonstrates that mineralization extends to depth along 3 km of prospective strike length.

3. **High-Grade Samples:**

High grade samples have been obtained along a 300-metre length at the Santa Lucia gold and silver project indicating the potential for a large high-grade system with grab sample assays that include:

- Gold: 37.5 grams per tonne (“g/t”), 28.2 g/t, 26.1 g/t, 23.4 g/t, 12.35 g/t and 9.15 g/t;
- Silver: 769 g/t, 473 g/t, 82 g/t, 1,525 g/t, 482 g/t, and 574 g/t.

A 43-101 compliant report was prepared on the Santa Lucia Property by Robert G. Cuffney for a previous operator. Excepts of the report are as follows:

The Santa Lucia project, covering 4,904 hectares, consists of a very large concession, extending about 16.5 km north-south x 11.5 km east-west. The project area contains several styles of precious-metals mineralization.

Compañía Constelación, a subsidiary of Cominco, conducted extensive exploration at Santa Lucia North between 1984 and 1989. Constelación conducted detailed geologic mapping, rock and soil sampling, IP and CSAMT surveys, and drilled 20 shallow exploration holes (9 core, 11 reverse-circulation) totaling 2214 meters. The exploration defined a 4-km-long by 1-km-wide zone of alteration and scattered gold-silver mineralization. Surface samples of individual thin quartz veins contained as much as 15 ppm Au.

The Santa Lucia North area is considered to have good potential for discovery of a large high-grade low-sulfidation gold-silver deposit, similar to deposits such as Midas, Nevada and El Penon, Chile. CSAMT and IP surveys conducted for Compañía Constelación, a subsidiary of Cominco, show a strongly resistive body of rock within the footwall of a northwest-trending feeder fault, which controls alteration, dike emplacement, and precious metals mineralization. The resistivity anomaly is interpreted to be produced by intense quartz veining and silicification. The zone of silicification may correspond to the boiling zone of the system, where high-grade gold and silver precipitate along with quartz. Drilling by Constelación was not deep enough to penetrate the resistivity anomaly.

Under the terms of the agreement the Company will acquire a 60% interest in the Santa Lucia Property through the payment of CDN $60,000 over three years, issuance of an aggregate of 800,000 over four years, and incurring exploration expenditures of CDN 2,000,000 over five years.

Subsequent to exercise of the earn-in, Copper Creek and Kootenay will form a 60/40 joint venture. Funding of further work on the Santa Lucia Property will be on a proportional basis under the direction of a management committee with voting rights proportional to ownership percentage. Either party may be diluted on the basis of a standard formula if they do not contribute to the planned programs. If either party is diluted below 10%, their interest will convert to a 1.5% NSR royalty. Of the five mineral concessions comprising the Santa Lucia Property, one mineral concession currently has an underlying NSR of 2%, of which 1% can be purchased for US$250,000, whilst the remaining four mineral concessions are subject to a 2.5% NSR, of which 1.25% can be purchased for US$1 million.

Sampling, assaying and quality assurance/quality control

Samples were placed in labeled rice sacks and sealed. All samples were recorded and delivered to the ALS Chemex sample preparation lab in Hermosillo, Sonora, Mexico. Receipt of the samples was signed off at the preparation lab. Pulps of each sample were prepared in Hermosillo and sent to ALS Chemex, North Vancouver, British Columbia, an ISO 9001-2000-certified full-service analytical laboratory.

The foregoing geological disclosure was reviewed and verified by Kootenay's Chief Executive Officer, James McDonald, PGeo (a qualified person for the purpose of National Instrument 43-101, standards of disclosure for mineral projects). Mr. McDonald is also a director of Kootenay.

The letter agreement is subject to TSX Venture Exchange approval. Securities issued pursuant to the Agreement will be subject to applicable hold periods.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Bing Jung
Chief Executive Officer and Director
Copper Creek Gold Corp.
Tel: (604) 662-3004

Item 9 Date of Report

November 2, 2010