

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

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

Item 2 Date of Material Change

January 3, 2012

Item 3 News Release

The news release was disseminated on January 3, 2012 through the services of Stockwatch.

Item 4 Summary of Material Change

The Company announces that it has closed the first tranche of a non-brokered private placement announced on December 9, 2011 by the issuance of an aggregate of 2,586,000 units for gross proceeds of \$169,160.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announces that it has closed the first tranche of a non-brokered private placement announced on December 9, 2011 by the issuance of an aggregate of 2,586,000 units for gross proceeds of \$169,160, consisting of:

1. An aggregate of \$113,160 was raised through the issuance of 1,886,000 units ("NFT Units") at a price of \$0.06 per NFT Unit, each NFT Unit consisting of one non-flow-through common share and one transferable share purchase warrant ("NFT Warrant"). Each NFT Warrant entitles the holder to purchase one additional non-flow-through common share in the capital of the Company on or before December 29, 2012, at an exercise price of \$0.10 per share.

2. An aggregate of \$56,000 was raised through the issuance of 700,000 units ("FT Units") at a price of \$0.08 per FT Unit, each FT Unit consisting of one flow-through common share and one non-transferable share purchase warrant ("FT Warrant"). Each FT Warrant entitles the holder to purchase one additional non-flow-through common share in the capital of the Company on or before December 29, 2012, at an exercise price of \$0.12 per share.

In connection with the private placement, the Company paid a finder's fee of \$640.00 to Macquarie Private Wealth Inc.

All securities issued by the Company pursuant to the private placement are subject to a hold period of four months and one day and cannot be resold until May 1, 2012.

The net proceeds of the private placement will be used for exploration of the Company's Santa Lucia, Bonsai, and Blackwater properties, and for general working capital purposes. Proceeds from the sale of FT Units will be used to incur expenditures which qualify as Canadian exploration expenses while proceeds from the sale of NFT Units will be used for both exploration expenses and general working capital.

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 ext.101

Item 9 Date of Report

January 3, 2012