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

April 9, 2012

Item 3 News Release

The news release was disseminated on April 9, 2012 through the services of Stockwatch.

Item 4 Summary of Material Change

The Company announces that a non-brokered private placement financing to raise gross proceeds of up to $1,200,000 (the "Private Placement"). The Private Placement will consist of two parts:

1. An aggregate of $500,000 through the issuance of 10,000,000 units (“NFT Units”) at a price of $0.05 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 will entitle the holder to purchase one additional non-flow-through common share in the capital of the Company for a period of twelve months from the date of issuance of the NFT Units, at an exercise price of $0.10 per share.

2. An aggregate of $700,000 through the issuance of 10,000,000 units (“FT Units”) at a price of $0.07 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 will entitle the holder to purchase one additional non-flow-through common share in the capital of the Company for a period of twelve months from the date of issuance of the FT Units, at an exercise price of $0.12 per share.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company is pleased to announce a non-brokered private placement financing to raise gross proceeds of up to $1,200,000 (the "Private Placement"). The Private Placement will consist of two parts:

1. An aggregate of $500,000 through the issuance of 10,000,000 units (“NFT Units”) at a price of $0.05 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 will entitle the holder to purchase one additional non-flow-through

common share in the capital of the Company for a period of twelve months from the date of issuance of the NFT Units, at an exercise price of $0.10 per share.

2. An aggregate of $700,000 through the issuance of 10,000,000 units (“FT Units”) at a price of $0.07 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 will entitle the holder to purchase one additional non-flow-through common share in the capital of the Company for a period of twelve months from the date of issuance of the FT Units, at an exercise price of $0.12 per share.

   The Company may pay finder’s fees in connection with the Private Placement at up to the maximum rates allowed by the TSX Venture Exchange. Certain directors, officers and insiders of the Company may participate in the Private Placement. The securities issued will be subject to a hold period of four months and one day.

   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.

   The Private Placement will be subject to approval by the TSX Venture Exchange.

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

April 17, 2012