

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 23, 2012

Item 3 News Release

The news release was disseminated on April 23, 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 April 9, 2012 by the issuance of 3,860,000 units for gross proceeds of \$193,000.

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 April 9, 2012 by the issuance of 3,860,000 units for gross proceeds of \$193,000. Each unit consists of one non-flow-through common share and one transferable share purchase warrant, each warrant entitling the holder to purchase one additional non-flow-through common share in the capital of the Company on or before April 19, 2013, at an exercise price of \$0.10 per share.

The Company paid finder's fees to arm's length parties in connection with the Private Placement consisting of (a) cash fees for an aggregate of \$10,640, equal to 8% of the aggregate gross proceeds raised, and (b) non-transferable share purchase warrants to acquire in the aggregate an additional 212,800 common shares, each warrant entitling the holder to purchase one non-flow-through common share in the capital of the Company on or before April 19, 2013 at an exercise price of \$0.10 per share.

All securities issued by the Company pursuant to the private placement are subject to a hold period and cannot be resold until August 21, 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.

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

May 1, 2012