FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Los Andes Copper Ltd. (the "Issuer")
Suite 3083, Three Bentall Centre
595 Burrard Street
Vancouver, British Columbia, V7X 1L3

Item 2. Date of Material Change

November 2, 2007

Item 3. News Release

The news release dated November 2, 2007 was filed with the TSX Venture Exchange and the British Columbia and Alberta Securities Commissions via SEDAR and disseminated through Stockwatch and Market News.

Item 4. Summary of Material Change

The Issuer announced a non-brokered private placement comprising of up to 12,000,000 units ("Units") at a price of $0.50 per Unit for gross proceeds of up to $6,000,000. The Issuer also reserves the right to issue up to 3,000,000 additional Units for additional gross proceeds of $1,500,000. Each Unit is comprised of one common share and one-half of one share purchase warrant. Each warrant will entitle the holder to acquire one additional common share of the Issuer at a price of $0.75 for a period of one year from the date of issuance. There will be 7% finder's fees payable in connection with the private placement, payable in cash.

The proceeds of the private placement will be used by the Issuer to finance a phase two drilling program on the Vizcachitas copper-molybdenum project located in Region V, Chile and for general working capital purposes.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

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The proceeds of the private placement will be used by the Issuer to finance a phase two drilling program on the Vizcachitas copper-molybdenum project located in Region V, Chile and for general working capital purposes. The recently completed 5,000 metre phase one program successfully completed the historical drilling carried out in the 1990s and extended the known mineralization to the south, east and west. Plans for phase II drilling include: follow up of successful stepouts drilled in Phase I, testing the northern margin of the known mineralization, testing the depth extent of the deposit with several deep holes, continued infill drilling to increase confidence in the resource and obtaining core for metallurgical testing.

The private placement is subject to acceptance by the TSX Venture Exchange.

5.2 Disclosure for Restructuring Transactions

Not Applicable

Item 6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable

Item 7. Omitted Information

Not Applicable

Item 8. Executive Officer

For further information, please contact Michael Kuta, Secretary, at 604.697.6201.

Item 9. Date of Report

November 9, 2007