

**Form 51-102F3**  
**Material Change Report**

**Item 1      Name and Address of Company**

District Copper Corp. (the “**Company**”)  
#142-1146 Pacific Blvd.  
Vancouver, BC V6Z 2X7

**Item 2      Date of Material Change**

February 23, 2022

**Item 3      News Release**

News Release issued on February 23, 2022

**Item 4      Summary of Material Change**

The Company announces changes to the Board of Directors

**Item 5      Full Description of Material Change**

**Vancouver, B.C. – February 23, 2022** – District Copper Corp. (“District Copper”, “District”, or the “Company”) (TSX-Venture: DCOP) is pleased to announce the appointment of Braden Jensen, to its Board of Directors.

Mr. Jensen, CPA (CA) obtained his formal training with KPMG LLP. Before transitioning to the resource industry, he worked in the public practice sector for 7 years, concentrating in commodities-based accounting and tax. For the past 9 years, he has worked in the private sector, with Wellgreen Platinum Ltd. and Copper Fox Metals Inc., where he was involved in mineral exploration, construction, and operations reporting, prior to joining District Copper in 2015 as the current CFO.

The Company would also like to announce it has accepted the resignation of Hrayr Agnerian. District Copper thanks Mr. Agnerian for all of his contributions to the Company over the past decade and wishes him well in his retirement.

**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**

Contact:        Jevin, Werbes, CEO  
Telephone:     (604) 620-7737

**Item 9     Date of Report**

February 23, 2022