FORM 51-102F3
MATERIAL CHANGE REPORT

PART 1 GENERAL INSTRUCTIONS AND INTERPRETATION

(a) Confidentiality

If this Report is filed on a confidential basis, state in block capitals "CONFIDENTIAL" at the beginning of the Report.

(b) Use of "Company"

Wherever this Form uses the word "company" the term includes other types of business organizations such as partnerships, trusts and other unincorporated business entities.

(c) Numbering and Headings

The numbering, headings and ordering of the items included in this Form are guidelines only. You do not need to include the headings or numbering or follow the order of items in this Form. Disclosure provided in response to any item need not be repeated elsewhere.

(d) Defined Terms

If a term is used but not defined in this Form, refer to Part 1 of National Instrument 51-102 and to National Instrument 14-101 *Definitions*. If a term is used in this Form and is defined in both the securities statute of a local jurisdiction and in National Instrument 51-102, refer to section 1.4 of Companion Policy 51-102CP.

(e) Plain Language

Write the Report so that readers are able to understand it. Consider both the level of detail provided and the language used in the document. Refer to the plain language principles listed in section 1.5 of Companion Policy 51-102CP. If you use technical terms, explain them in a clear and concise manner.

PART 2 CONTENT OF MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Copper Fox Metals Inc.
Suite 650, 340 – 12th Avenue SW
Calgary, AB T2R 1L5

Item 2 Date of Material Change

September 7, 2006

Item 3 News Release

September 7, 2006

Method(s) of dissemination are through CCN Mathews.

Item 4 Summary of Material Change

Copper Fox Metals Inc. has engaged Jason Shepherd (doing business as Phoenix Communications Group) to assist in the implementation of an investor communications program for the company.

Item 5 Full Description of Material Change

Copper Fox Metals Inc. has engaged Jason Shepherd (doing business as Phoenix Communications Group) to assist in the implementation of an investor communications program for the company.

Mr. Shepherd is based in Kelowna, BC and provides marketing and investor communications services to public companies in the resource sector. He, along with the Gibson Group, will be responsible for assisting the company with corporate development, increasing the company's exposure to potential investors and maximizing the effectiveness of the company's marketing and communications materials.

Under the renewable agreement, Mr. Shepherd will receive a fee of $3,750 per month for an initial term of one year and incentive options to purchase 140,000 common shares of the company at a price of $0.56 per share. The options will vest over a period of 12 months and will be subject to the terms and conditions of the company's stock option plan. The options will expire on the earliest of the 30th day following termination of the agreement or Feb. 1, 2011.

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

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

N/A

INSTRUCTION

Refer to subsections 7.1 (4),(5), (6) and (7) of National Instrument 51-102 concerning continuing obligations in respect of reports filed under subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

State whether any information has been omitted on the basis that it is confidential information.

In a separate letter to the applicable regulator or securities regulatory authority marked "Confidential" provide the reasons for your company's omission of confidential significant facts in the Report in sufficient detail to permit the applicable regulator or securities regulatory authority to determine whether to exercise its discretion to allow the omission of these significant facts.

N/A

INSTRUCTIONS

In certain circumstances where a material change has occurred and a Report has been or is about to be filed but subsection 7.1(2), (3) or (5) of National Instrument 51-102 is not or will no longer be relied upon, your company may nevertheless believe one or more significant facts otherwise required to be disclosed in the Report should remain confidential and not be disclosed or not be disclosed in full detail in the Report.

Item 8 Executive Officer

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

Guillermo Salazar, President
Phone: (403) 264-2820

Item 9 Date of Report

September 13, 2006