FORM 51-102F3
Material Change Report

1. Name and Address of Company

Ascendant Copper Corporation
P.O. Box 1609
Summerland, BC V0H 1Z

2. Date of Material Change

June 2, 2006

3. News Release

Date of Issuance: June 6, 2006
Method of Issuance: Filing Services Canada Limited

4. Summary of Material Change

The Company announced that Paul Grist resigned as a director of the Company and that William Stearns (Steve) Vaughan was appointed to the Board of Directors of the Company.

5. Full Description of Material Change

The Company announced today that the resignation from the Board of Directors of the Company, received May 18, 2006, was accepted by the Board of Directors. Mr. Grist left to focus on his gold projects in Ecuador.

W.S. (Steve) Vaughan, partner in the legal firm of McMillan Binch Mendelsohn LLP in Toronto, has today joined the Company's board as a non-executive director. Mr. Vaughan currently serves as director and secretary of Algoma Central Corporation – a Canadian shipping, transportation and real estate development company (TSX: ALC); director of Apollo Gold Corporation (TSX: APG; AMEX: AGT); a director of Consolidated Tanger Limited – a Canadian mineral exploration company with an undeveloped thermal coal property in Alberta; and a director of Western Troy Resources Inc., an exploration mining company focusing on a base metals project in northern Quebec (TSX.V: WRY)..

The June 6, 2006 news release, filed on SEDAR on that date, is attached hereto as Schedule "A".

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

Not Applicable.

7. Omitted Information

Nil.

8. Executive Officer

Contact: Linda Holmes, Corporate Secretary
Telephone: 1-250-404-0310

9. Date of Report

June 6, 2006

ASCENDANT COPPER CORPORATION

06-08

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TSX symbols:
Common Shares **ACX**
Warrants **ACX.WT**
Berlin-Bremen Stock
Exchange symbol: **A0HMLE**

ASCENDANT COPPER APPOINTS STEVE VAUGHAN TO ITS BOARD

Vancouver, Canada – June 6, 2006 -- Ascendant Copper Corporation ("Ascendant" or "the Company") (TSX: **ACX**) announced today that it has accepted the resignation of Paul Grist, one of the founders of the Company, from the Board of Directors. Mr. Grist, president of Ascendant Holdings Ltd. (Bermuda Stock Exchange: AHH), director of Ascension Gold S.A., a private mineral exploration company in Ecuador, is leaving in order to focus his full attention on his gold assets in Ecuador. The Board wishes him well.

The Company is very pleased to announce that W.S. (Steve) Vaughan, partner in the legal firm of McMillan Binch Mendelsohn LLP in Toronto, has today joined the Company's board as a non-executive director. Mr. Vaughan currently serves as director and secretary of Algoma Central Corporation – a Canadian shipping, transportation and real estate development company (TSX: ALC); director of Apollo Gold Corporation (TSX: APG; AMEX: AGT); a director of Consolidated Tanger Limited – a Canadian mineral exploration company with an undeveloped thermal coal property in Alberta; and a director of Western Troy Resources Inc., an exploration mining company focusing on a base metals project in northern Quebec (TSX.V: WRY).

Ascendant's principal business is the exploration for copper in Ecuador. The primary property is the Junin Project located in northern Ecuador, a copper-molybdenum, gold and silver porphyry property with an inferred mineral resource of 982 million tonnes grading 0.89% copper, 0.04% molybdenum and 1.9 grams per ton of silver, at a 0.4% copper cut-off grade(1). The Company also is advancing the Chaucha property located in southern Ecuador, a copper-molybdenum porphyry overlain by an extensive supergene blanket. The Chaucha property is currently classified as a geologic mineral property (2).

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Company contact: Gary Davis, President, at 303-824-0271.

Ascendant Copper Corporation

"Gerald E. (Gary) Davis"
President and CEO

(1) *See www.sedar.com "Technical Report Review of the Quartz Porphyry-Hosted Copper-Molybdenum Mineralisation at Junin, Otavalo, Ecuador" prepared by Qualified Person, Paul D. Gribble, C. Eng., Senior Mineral Resources Geologist, of Micon International Co Limited ("Micon").*

(2) *See www.sedar.com "Technical Report dated April 8, 2005, and amended August 5, 2005, Review of the Quartz Porphyry-Hosted Copper-Molybdenum Mineralisation at Chaucha, Cuenca, Ecuador" prepared by Qualified Persons, Paul D. Gribble, C. Eng., Senior Mineral Resources Geologist, and David T. Wells, Senior Metallurgist, of Micon. The Chaucha property is presently classified only as a geologic mineral property.*