

Form 51-102F3
Material Change Report

CONTENT OF MATERIAL CHANGE REPORT

- Item 1 Name and Address of Company**
WESTERN COPPER CORPORATION
2050-1111 West Georgia Street
Vancouver, B.C. V6E 4M3
Canada
- Item 2 Date of Material Change**
The date of material change is June 23, 2011
- Item 3 News Release**
The date of the news release issued pursuant to section 7.1 of National Instrument 51-102 with respect to the material change disclosed in this report is June 23, 2011.
- Item 4 Summary of Material Change**
Western Copper Announces Intention to Spin Out Assets to Shareholders
- Item 5 Full Description of Material Change**
See attached news release dated June 23, 2011
- Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**
This report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.
- Item 7 Omitted Information**
No information has been omitted.
- Item 8 Executive Officer**
The following senior officer of the Company is knowledgeable about the material change disclosed in this report.
DALE CORMAN , Chairman & CEO
Tel: (604) 684-9497
- Item 9 Date of Report**
This Report is dated June 23, 2011