

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Copper One Inc.
65 Queen Street West
Suite 815
Toronto, ON M5H 2M5

Item 2 Date of Material Changes

August 4, 2016

Item 3 News Releases

News release was issued by Copper One Inc. ("Copper One" or the "Company") on August 4, 2016 and subsequently filed on SEDAR.

Item 4 Summary of Material Changes

On August 4, 2016, the Company announced the closing of its previously announced brokered private placement financing comprising 17,084,801 units at a purchase price of \$0.13 per unit for gross proceeds of \$2,221,024.13.

Item 5 Full Description of Material Changes

See attached news release in Schedule "A".

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

G Scott Moore, Chairman, President and CEO

Item 9 Date of Report

August 15, 2016

Schedule "A"

COPPER ONE CLOSES PRIVATE PLACEMENT FINANCING

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August 4, 2016

Toronto, Ontario - Copper One Inc. (CUO-TSX:V) ("Copper One" or the "Company") is pleased to announce that it has closed its previously announced brokered private placement offering of units (the "Units") at a price of \$0.13 per Unit. The Company issued 17,084,801 Units for aggregate gross proceeds of \$2,221,024.13 (the "Offering"). Each Unit consists of one common share of the Company and one common share purchase warrant (a "Warrant"). Each whole Warrant entitles the holder thereof to acquire one common share of the Company at a price of \$0.20 for a period of 24 months following the closing date of the Offering.

In connection with the Offering, the Company paid Delano Capital Corp. (the "Agent"), the agent for the Offering, a cash fee equal to 7% of the proceeds from certain subscribers to the Offering. As additional compensation, the Agent was issued an aggregate of 863,987 compensation options (the "Broker Options"), equal to 7% of the total number of Units issued by the Company to certain subscribers pursuant to the Offering. Each Broker Option is exercisable at a price of \$0.13 into one common share of the Company and one Warrant (a "Broker Warrant") for a period of 24 months following the closing date of the Offering. Each whole Broker Warrant shall entitle the holder to acquire one additional common share of the Company at a price of \$0.20 for a period of 24 months following the closing date of the Offering.

The Company intends to use the net proceeds from the Offering to fund further exploration and development activities at the Company's Rivière Doré project in Quebec and for general corporate purposes.

The Offering is subject to final approval of the TSX Venture Exchange. All securities issued pursuant to the Offering will be subject to a four month and one day hold period which will expire on December 5, 2016.

Certain insiders of the Company have subscribed for Units pursuant to the Offering (the "Insider Participation"). The Insider Participation will be considered to be a "related party transaction" as defined under Multilateral Instrument 61-101 ("MI 61-101"). The Insider Participation is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101.

About Copper One

Copper One is focused on developing the Rivière Doré property located near Val d'Or, Quebec covering the base of the Bouchette anorthositic complex which spans over 80 km.

For more information about Copper One, please contact:

G Scott Moore
Chairman, President and CEO
smoore@forbesmanhattan.com

Cautionary Note Regarding Forward-looking Information

This press release contains “forward-looking information” within the meaning of applicable Canadian securities legislation. Forward-looking information includes, without limitation, statements regarding the Offering, the use of proceeds from the Offering and the future plans or prospects of the Company. Generally, forward-looking information can be identified by the use of forward-looking terminology such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved”. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Copper One, as the case may be, to be materially different from those expressed or implied by such forward-looking information. Although Copper One has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. Copper One does not undertake to update any forward-looking information, except in accordance with applicable securities laws.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

NEITHER TSX VENTURE EXCHANGE NOR ITS REGULATION SERVICES PROVIDER (AS THAT TERM IS DEFINED IN THE POLICIES OF THE TSX VENTURE EXCHANGE) ACCEPTS RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.