

**FORM 51-102F3
MATERIAL CHANGE REPORT**

- Item 1. Name and Address of Company**
CANYON COPPER CORP. (the "Corporation")
Suite 408 - 1199 West Pender Street
Vancouver, British Columbia
Canada, V6E 2R1
- Item 2. Date of Material Change**
May 17, 2011.
- Item 3. News Release**
The news release was issued on May 17, 2011 and was disseminated by marketwire.
- Item 4. Summary of Material Change**
Effective May 17, 2011, Milton Datsopoulos resigned as a member of the Corporation's Board of Directors.
- Item 5. Full Description of Material Change**
Effective May 17, 2011, Milton Datsopoulos resigned as a member of the Corporation's Board of Directors. Mr. Datsopoulos resigned for personal reasons. There was no disagreement between Mr. Datsopoulos and the Corporation regarding any matters relating to the Corporation's operations, policies or practices.
- Item 6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**
Not applicable.
- Item 7. Omitted Information**
None.
- Item 8. Executive Officer**
Anthony Harvey
Chief Executive Officer
Suite 408 - 1199 West Pender Street
Vancouver, BC V6E 2R1
- Item 9. Date of Report**
May 17, 2011.