

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Kutcho Copper Corp. (the “Company”)
918 - 1030 West Georgia Street
Vancouver, BC V6E 2Y3

Item 2: Date of Material Change

April 7, 2026.

Item 3: News Release

A news release announcing the material change was disseminated on April 7, 2026 through NewsFile Corp. and subsequently filed on SEDAR+ at www.sedarplus.ca.

Item 4: Summary of Material Change

On April 7, 2026, the Company announced the appointment of Keith Peck as Chairman of the Company.

In addition, the Company also announced the resignations of Mark Forsyth and Jay Sujir as directors of the of Kutcho Copper. The Company would like to thank both for many years of service and support of Kutcho Copper. Mr. Sujir and Mr. Forsyth will be appointed to the Company’s advisory board. Mr. Bill Bennett will remain as an independent director and Chairman Emeritus.

Item 5.1: Full Description of Material Change

Attached is the full version of the News Release dated April 7, 2026.

Item 5.2: Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7: Omitted Information

No information was omitted.

Item 8: Executive Officer

Vince Sorace, CEO
+ 1-778-357-1249

Item 9: Date of Report

April 10, 2026



918 – 1030 West Georgia Street | Vancouver, British Columbia | Canada | V6E 2Y3 | Tel: (778) 357-1249 | www.kutcho.ca

Kutcho Copper Announces Board of Director Changes

Vancouver, B.C., April 7, 2026. Kutcho Copper Corp. (TSXV: KC) (OTC: KCCFF) (“Kutcho Copper” or the “Company”) is pleased to announce the appointment of Keith Peck as Chairman of the Company.

Vince Sorace, President & CEO of Kutcho Copper commented: “We welcome the addition of Mr. Peck to the team at Kutcho Copper. His extensive experience and skillsets are well suited as the Company plans to move through its next phase of growth and towards a positive construction decision.”

Keith Peck stated: “It’s an honor to be assuming the role of Chairman of the Company and I look forward to working with Mr. Bill Bennet who will transition to the role of Chairman Emeritus where he will be able to continue to provide invaluable guidance as member of the board. We anticipate that 2026 will be a year of significant progress for the Company as we are uniquely positioned with a feasibility-stage, high-grade, low-cost copper-zinc development project located in a Tier 1 jurisdiction. With Canada now focusing on critical minerals, including copper, and a robust copper market outlook, we look forward to exploring multiple opportunities, both strategic and unlocking the value potential of the Kutcho project”

Mr. Peck has over 40 years of senior investment banking experience, advising both public and private companies on complex equity financings, fairness opinions, corporate restructurings, takeover bids and business valuations. Over the course of his career, he was held senior leadership roles, including vice-president and director of RBC Dominion Securities Inc. and First Marathon Securities Inc., and vice-chairman of Yorkton Securities Inc., where he was actively involved in advising growth-orientated resource companies on transformational transactions.

Mr. Peck has also held numerous board roles in the mining industry, including chairman of Orezone Gold Corp. (Burkina Faso), where he led a comprehensive strategic and corporate review, which culminated in new leadership, a refined corporate direction and the successful completion of a \$40-million equity financing led by Resource Capital Funds (RCF). His board experience also includes serving as chairman of the audit committee and corporate governance committee of Bluestone Resources Inc. (Guatemala), chairman of the compensation committee and member of the audit committee of Timmins Gold Inc. (Mexico), and chairman of the independent committee of Benchmark Metals Inc. in its merger with Thesis Gold Inc. As executive chairman of Camino Minerals Corp. (Peru), structured the earn-in by Nittetsu Mining Co. Ltd. of the Los Chapitos exploration project, and subsequently led the joint acquisition by Camino (50 per cent) and Nittetsu (50 per cent) of 100 per cent of the construction-ready Puquios deposit (Chile) from Denham Capital Management LP.

Most recently, Mr. Peck was sole financial adviser to Skeena Resources Inc., where he initiated and structured the negotiations on the acquisition of the Snip mine and Eskay Creek, including the purchase of the back-in right from Barrick Gold Corp. for more than \$100-million (U.S.). He also directed the competitive process for the \$750-million (U.S.) project financing package for Skeena with Orion Resource Partners. Mr. Peck holds a BA in economics from Princeton University and is a chartered business valuator (CBV). Mr. Peck is also Chairman of Panoro Minerals Ltd.

In addition, the Company also announces the resignation of Mark Forsyth and Jay Sujir as directors of the of Kutcho Copper. The Company would like to thank both for many years of service and support of Kutcho Copper. Mr. Sujir and Mr. Forsyth will be appointed to the Company advisory's board. Mr. Bill Bennett will remain as an independent director and Chairman Emeritus.

The Company also announces the grant of 3,575,000 stock options to senior officers and directors of the Company, with each option exercisable at a price of \$0.30 cents per share for a period of five years. Stock options may be subject to vesting requirements, as determined by the board of directors. The options have been granted in accordance with the terms of the Company's current stock option plan.

Vince Sorace
President & CEO, Kutcho Copper Corp.

For further information regarding Kutcho Copper Corp., please email info@kutcho.ca or visit our website at www.kutcho.ca. Tel: (778) 357-1249

Cautionary Note Regarding Forward-Looking Statements

Neither the 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.

This news release contains certain statements that may be deemed "forward-looking statements" with respect to the Company within the meaning of applicable securities laws. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur. Although Kutcho Copper believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance, are subject to risks and uncertainties, and actual results or realities may differ materially from those in the forward-looking statements. Such material risks and uncertainties include, but are not limited to, statements and information related to the Feasibility Study; the Company's ability to raise sufficient capital to fund its obligations under its property agreements going forward, to maintain its mineral tenures and concessions in good standing, to explore and develop the Kutcho project or its other projects, to repay its debt and for general working capital purposes; changes in economic conditions or financial markets; the inherent hazards associates with mineral exploration and mining operations, future prices of copper and other metals, changes in general economic conditions, accuracy of mineral resource and reserve estimates, the ability of the Company to obtain the necessary permits and consents required to explore, drill and develop the Kutcho project and if obtained, to obtain such permits and consents in a timely fashion relative to the Company's plans and business objectives for the projects, including the environmental assessment process; the general ability of the Company to monetize its mineral resources; and changes in environmental and other laws or regulations that could have an impact on the Company's operations, compliance with environmental laws and regulations, aboriginal title claims and rights to consultation and accommodation, dependence on key management personnel and general competition in the mining industry. Forward-looking statements are based on the reasonable beliefs, estimates and opinions of the Company's management on the date the statements are made. Except as required by law, the Company undertakes no obligation to update these forward-looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change.