

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

**Item 1: Name and Address of Company**

Alpha Copper Corp. (the “**Company**”)  
Suite 1450, 789 West Pender Street  
Vancouver, BC V6C 1H2

**Item 2: Date of Material Change**

February 12, 2025

**Item 3: News Release**

News release dated February 12, 2025 was disseminated and subsequently filed on SEDAR+.

**Item 4: Summary of Material Change**

On February 12, 2025, the Company issued a news release announcing it had closed its previously disclosed non-brokered private placement (the “**Offering**”). The Offering consisted of 6,999,999 units of the Company (the “**Units**”) at \$0.12 per Unit for aggregate gross proceeds of \$839,999.88.

**Item 5 Full Description of Material Change**

On February 12, 2025, the Company issued a news release announcing it had closed its previously disclosed non-brokered private placement (the “**Offering**”). The Offering consisted of 6,999,999 units of the Company (the “**Units**”) at \$0.12 per Unit for aggregate gross proceeds of \$839,999.88.

Each Unit consists of one common share in the capital of the Company (each, a “**Share**”) and one common share purchase warrant (each, a “**Warrant**”). Each Warrant entitles the holder thereof to acquire one additional share (each, a “**Warrant Share**”), at an exercise price of \$0.16 per Warrant Share until February 12, 2027.

All securities issued pursuant to the Offering are subject to a statutory hold period of four (4) months and a day from the date of issuance.

None of the securities sold in connection with the Offering are registered under the United States *Securities Act of 1933*, as amended, and no such securities were offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

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

N/A

**Item 7: Omitted Information**

N/A

**Item 8: Executive Officer**

Darryl Jones, CEO, President and a Director  
604.681.1568  
darryl@alphacopper.com

**Item 9: Date of Report**

February 12, 2025