

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

ITEM 1 Name and Address of Company

Cascade Copper Corp. (“Cascade” or the “Company”)
Suite 820 – 1130 West Pender Street
Vancouver, British Columbia V6E 4A4

ITEM 2 Date of Material Change

April 29, 2024

ITEM 3 News Release

The news release was disseminated and filed on SEDAR on April 30, 2024.

ITEM 4 Summary of Material Change

Cascade announced the closing of its previously announced non-brokered Unit Private Placement.

ITEM 5.1 Full Description of Material Change

See attached Schedule “A”.

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 significant facts remain confidential in, or no information has been omitted from, this report.

ITEM 8 Executive Officer

Further information relating to this Material Change Report may be obtained from:

Jeffrey S. Ackert, President, CEO and Director
Phone: (613) 851-7699

ITEM 9 Date of Report:

April 30, 2024

The foregoing accurately discloses the material change referred to in this report.

SCHEDULE “A”



CSE: CASC

CASCADE COPPER CLOSSES FINANCING FOR SPRING EXPLORATION

Vancouver, British Columbia – April 30, 2024. **Cascade Copper Corp.** (CSE: “CASC”) (“**Cascade**” or the “**Company**”) is pleased to announce that it has closed its previously announced non-brokered private placement of units (“**Units**”), for aggregate gross proceeds of \$227,750 (CDN) (the “**Offering**”).

The Offering consisted of the issuance of an aggregate of 4,555,000 Units at a price of \$0.05 per Unit and were comprised of one common share and one common share purchase warrant (“**Warrant**”). Each full Warrant is exercisable into common shares at a price of \$0.08 for a period of 18 months from the closing of the Offering (the “**Closing Date**”).

In connection with the Offering, the Company paid aggregate cash commissions to arm’s length finders who assisted with the Offering of approximately \$13,060 and issued 261,200 finder warrants, at an exercise price of \$0.05 expiring 18 months from the Closing Date.

The Offering is subject to all necessary regulatory approvals including acceptance from the Canadian Securities Exchange. All securities issued in connection with the Offering will be subject to a four-month hold period from the Closing Date under applicable Canadian securities laws, in addition to such other restrictions as may apply under applicable securities laws of jurisdictions outside Canada.

Use of Proceeds

The gross proceeds from the Offering will be used for the initial 2024 exploration program with details of the entire program disclosed in the February 15, 2024 release, as well as for general working capital purposes. The initial exploration work will comprise of drill target confirmation on the Fire Mountain Copper – Gold Porphyry Project in BC, drill target selection at the Centrefire Copper VMS Project in ON and completion of the 3D compilation at the Copper Plateau Copper – Molybdenum Project, also in BC. Drill targets have been selected at the Company’s flagship Rogers Creek Copper – Gold Porphyry Project and the Company is currently waiting for permit approval from the BC Ministry of Energy, Mines and Low Carbon Innovation.

The Existing Shareholder Exemption and Investment Dealer Exemption

The Offering was made available to existing shareholders of the Company who, as of the close of business on March 1, 2024, held common shares of the Company (and who continue to hold such common shares as of the closing date), pursuant to the prospectus exemption set out in B.C. Instrument 45-534 -- *Exemption From Prospectus Requirement for Certain Trades to Existing Security Holders* and in similar instruments in other jurisdictions in Canada. The existing shareholder exemption limits a shareholder to a maximum investment of \$15,000 in a 12-month period unless the shareholder has obtained advice regarding the suitability of the investment and, if the shareholder is resident in a jurisdiction of Canada, that advice has been obtained from a person that is registered as an investment dealer in the jurisdiction.

The Company also made the Offering available to certain subscribers pursuant to B.C. Instrument 45-536 - Exemption Form Prospectus Requirement for Certain Distributions Through an Investment Dealer. In accordance with the requirements of the investment dealer exemption, the Company confirms that there is no material fact or material change about the Company that has not been generally disclosed.

About Cascade Copper

The Company is an exploration stage natural resource company engaged in the evaluation, acquisition, and exploration of mineral resource properties with the intention, if warranted, of placing them into production. The Company is focused on exploration, development, and acquisition of quality exploration properties. More specifically, Cascade's objective is to conduct an exploration program on its flagship Rogers Creek Property located in the Coast Mountain Belt of British Columbia about 90 kilometres northeast of Vancouver, in the Southwest Mining Region. Cascade currently now has five projects, including the Centrefire Copper Project, the Copper Plateau Copper-Moly Project, Fire Mountain Copper-Gold Project, the Bendor Gold Project, and the flagship Rogers Creek Copper-Gold Project.

FOR FURTHER INFORMATION, PLEASE CONTACT:

CASCADE COPPER CORP.

Jeffrey S. Ackert, President and CEO

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Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

DISCLAIMER & FORWARD-LOOKING STATEMENTS

This news release includes certain "forward-looking statements" which are not comprised of historical facts. Forward-looking statements are based on assumptions and address future events and conditions, and by their very nature involve inherent risks and uncertainties. Although these statements are based on currently available information, Cascade Copper Corp. provides no assurance that actual results will meet management's expectations. Factors which cause results to differ materially are set out in the Company's documents filed on SEDAR+. Undue reliance should not be placed on "forward looking statements."