

**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**

January 2, 2025

**ITEM 3           News Release**

The amended news release was disseminated and filed on SEDAR+ on January 3, 2025.

**ITEM 4           Summary of Material Change**

Cascade issued an amended news release to announce the closing of the first tranche of its previously announced non-brokered private placement of units for aggregate gross proceeds of \$78,000.01.

**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:**

January 4, 2025

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



## CASCADE COPPER CLOSES TRANCHE OF FINANCING

### *Total proceeds amount updated from previous release*

**Vancouver, British Columbia** – January 3, 2025. **Cascade Copper Corp.** (CSE: “CASC”) (“**Cascade**” or the “**Company**”) would like to amend the release dated January 2, 2025, that misquoted the amount of funds raised in the tranche of financing that recently closed. The correct aggregate gross proceeds amount is \$78,000.01 (CDN). The remaining information in the release is correct and is included below:

**Cascade Copper Corp.** (CSE: “CASC”) (“**Cascade**” or the “**Company**”) is pleased to announce that it has closed a tranche of its previously announced non-brokered private placement of units (“**Units**”), for aggregate gross proceeds of \$78,000.01 (CDN) (the “**Offering**”).

This tranche of the Offering consisted of the issuance of an aggregate of 1,250,000 Critical Minerals Flow-Through units (the “**FT Unit**”) at a price of \$0.04 per FT Unit and 799,999 Non-Flow-Through Units (the “**NFT Units**”) at a price of \$0.035 per NFT Unit. Each FT Unit and NFT Unit is comprised of one common share and one half common share purchase warrant (the “**Warrant**”). Each full Warrant is exercisable into a common share at a price of \$0.07 for a period of 24 months from the closing of the first tranche of the Offering (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.

Subscribers in the Offering included insider participation (the “**Insiders**”). The issuance of Units to the Insiders constitutes a related party transaction within the meaning of Multilateral Instrument 61-101 – Protection of Minority Securityholders in Special Transactions (“**MI 61-101**”). The Company is relying on the exemption from the valuation requirement and minority approval pursuant to subsection 5.5(a) and 5.7(1)(a) of MI 61-101, respectively, for the Insiders participation in the Offering, as the value of the Units subscribed for do not represent more than 25% of the Company’s market capitalization, as determined in accordance with MI 61-101.

The gross proceeds from the sale of the FT Shares, which will qualify as a “flow-through share” (as defined in subsection 66(15) of the Income Tax Act (Canada)), will be used primarily to incur eligible Critical Mineral Canadian Exploration Expenses and will be used primarily to fund a drilling program at the Company’s flagship Rogers Creek Copper Project in BC.

The Offering is scheduled to close in tranches and is subject to certain conditions, including, but not limited to, the receipt of all necessary approvals, including the approval of the Canadian Securities Exchange. The Offering is being made by way of private placement in Canada and such other jurisdictions as the Company may determine. Upon closing of this tranche, the Company will have 36,968,287 shares issued and outstanding.

The Company intends to renounce the Qualifying Expenditures to subscribers of Flow-Through Units for the fiscal year ending December 31, 2024, and to incur the necessary Qualifying Expenditures on or before December 31, 2025, in accordance with regulatory requirements.

### **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, the 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."