

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

**Section 7.1 of National Instrument 51-102  
Continuous Disclosure Obligations**

**1. Name and Address of Company**

District Copper Corp. (the “Company”)  
#142 – 1146 Pacific Blvd.  
Vancouver, B.C. V6Z 2X7

**2. Date of Material Changes**

April 26, 2022

**3. News Release**

On May 4, 2022, a news release was disseminated through Newsfile Corp. and subsequently filed on the System for Electronic Document Analysis and Retrieval (SEDAR) with the British Columbia, and Alberta Securities Commission and the TSX Venture Exchange.

**4. Summary of Material Change**

District Copper Corp. ("District Copper", "District" or the "Company") announced the appointment of Dillon Sharan to its board of directors.

**5. Full Description of Material Change**

District Copper Corp. (“District Copper”, “District”, or the “Company”) (TSX-Venture: DCOP) is pleased to announce the appointment of Dillon Sharan to its board of directors.

Mr. Sharan has been a real estate acquisitions analyst since June 2017. Prior to that, he worked in investment banking and investment financing. In the course of his career and education, Mr. Sharan has gained extensive experience in financial statement analysis. Mr. Sharan holds a BCOM from the University of British Columbia, Sauder School of Business (2017).

**6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**7. Omitted Information**

Not applicable.

**8. Executive Officer**

Jevin Werbes, CEO  
Tel: (604) 620-7737

**9. Date of Report**

May 5, 2022.