

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

ITEM 1. NAME AND ADDRESS OF ISSUER

QC Copper and Gold Inc. (the "**Company**") (formerly, PowerOre Inc.)
55 University Avenue
Suite 1805
Toronto, Ontario, M5J 2H7

ITEM 2. DATE OF MATERIAL CHANGE

September 28, 2020

ITEM 3. NEWS RELEASE

Issued on September 24, 2020 and September 28, 2020 and distributed through the facilities of Canada Newswire and subsequently filed on System for Electronic Document Analysis and Retrieval (SEDAR).

ITEM 4. SUMMARY OF MATERIAL CHANGE

Effective as of September 28, 2020, the Company changed its name from "PowerOre Inc." to "QC Copper and Gold Inc." and its trading symbol changed from "PORE" to "QCCU".

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

Effective as of September 28, 2020, the Company changed its name from "PowerOre Inc." to "QC Copper and Gold Inc." and its trading symbol changed from "PORE" to "QCCU".

The Company's common shares commenced trading on the TSX Venture Exchange under the new name and symbol at the opening of market on September 28, 2020.

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

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. EXECUTIVE OFFICER

Contact: Alexander Stewart, Executive Chairman
Telephone: 416-644-1567

ITEM 9. DATE OF REPORT

September 29, 2020