

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

Item 1: Name and Address of Company

Surge Copper Corp.
#888 – 700 West Georgia Street
Vancouver, B.C. V7Y 1G5
Telephone: 604-718-5454
Facsimile: 604-662-3791

Item 2: Date of Material Change

May 9, 2019

Item 3: News Release

The news release was disseminated on May 9, 2019 through Stockwatch and filed on SEDAR.

Item 4: Summary of Material Change

SURGE COPPER HAS CLOSED \$124,550.00 NON-BROKERED PRIVATE PLACEMENT

Item 5: Full Description of Material Change

Surge Copper Corp. (the “Company” or “Surge Copper”) (TSX-V:SURG), announces it has closed the non-brokered private placement announced March 18, 2019 and April 22, 2019 consisting of 1,779,286 units (“Units”) at a price of \$0.07 per Unit raising gross proceeds of \$124,550. Each Unit is comprised of one common share and one share purchase warrant. Each Warrant entitles the holder to purchase one common share of the Company for 36 months at an exercise price of \$0.10 per share after the closing date of the private placement. The proceeds of the private placement will be used for general working capital.

All securities issued in conjunction with this private placement are subject to a hold period expiring four months plus a day after the date of their issuance.

Item 6: Reliance on subsection 71(2) of National Instrument 51-102

N/A

Item 7: Omitted Information

N/A

Item 8: Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Shane Ebert
President & CEO
Telephone: 604-718-5454

Item 9: Date of Report

May 9, 2019