

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Amana Copper Ltd. (the “**Company**” or “**Amana**”)
130-720 King St. West
Toronto, ON M5V 3S5

Item 2. Date of Material Change

September 4, 2015.

Item 3. News Release

News Release dated September 9, 2015 was disseminated via Marketwired and filed on SEDAR on September 9, 2015.

Item 4. Summary of Material Change

The Company has signed a definitive agreement for the acquisition of 100% of the issued and outstanding common shares of International Wastewater Systems Inc.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company has signed a definitive agreement (“**Definitive Agreement**”) dated September 4, 2015 with International Wastewater Systems Inc. (“**IWS**”) and its shareholders pursuant to which Amana will acquire 100% of the issued and outstanding common shares of IWS (the “**Transaction**”).

Pursuant to the terms of the Definitive Agreement, on closing of the Transaction: (i) Amana will issue to the IWS shareholders a total of 45,000,000 Amana common shares (the “**Consideration Shares**”) at a deemed price of 0.14 per Consideration Share for total aggregate consideration of \$6,300,000; (ii) the resulting issuer will be renamed International Wastewater Systems Inc. and will continue the business of IWS, a world leader in wastewater heat exchange technology; (iii) management of the resulting issuer will be led by Lynn Mueller, chairman and CEO, and Yaron Conforti, CFO and the board of directors will be comprised of Lynn Mueller, Yaron Conforti, Mark McCooley and Paul Lee.

All Consideration Shares will be subject to escrow conditions and/or resale restrictions as required by applicable securities laws and Canadian Securities Exchange (“**CSE**”) requirements. The Transaction will constitute a “fundamental change” for the Company

pursuant to the policies of the CSE. It is expected that the Company will obtain shareholder approval of the Transaction by way of a shareholder consent resolution. The completion of the Transaction is subject to shareholder approval and CSE and regulatory approvals.

Additional information concerning IWS and the Transaction will be provided in a CSE Listing Statement which will be made available on the Company's SEDAR profile at www.sedar.com.

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

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Yaron Conforti, Chief Executive Officer and Director
Telephone: (416) 716-8181.

Item 9. Date of Report

DATED at Vancouver, British Columbia, this 10th day of September, 2015.