Cu Standard

COPPER STANDARD RESOURCES

MANAGEMENT DISCUSSION AND ANALYSIS FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2024 AND 2023

1. Introduction

This Management Discussion and Analysis ("MD&A") of Copper Standard Resources Inc. ("Copper Standard" or the "Company") has been prepared by management as of November 20, 2024 and should be read in conjunction with the Company's unaudited condensed interim consolidated financial statements for the three and nine months ended September 30, 2024 and related notes thereto (the "Financial Statements") which have been prepared in accordance with International Financial Reporting Standards ("IFRS"), applicable to preparation of interim financial statements including International Accounting Standard 34- Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB"). Readers are encouraged to consult the Company's audited consolidated financial statements for the year ended December 31, 2023 and related notes thereto, which are available under Copper Standard's profile on SEDAR+ at www.sedarplus.com or its website at www.copperstandard.com. All dollar amounts herein are expressed in Canadian dollars unless otherwise stated.

This MD&A contains forward-looking statements and should be read in conjunction with the risk factors described under "Other Risks to Copper Standard" and "Cautionary Note Regarding Forward-Looking Information" towards the end of this MD&A.

2. Overview of Copper Standard

Copper Standard is engaged in the acquisition, exploration, discovery and development of mineral interests focusing on copper and gold projects. The Company has acquired the El Ferrol license, and has an option to acquire the two adjacent licenses which make up the Colpayoc Copper-Gold Project in Northern Peru. In total the project contains three mineral concessions totaling approximately 1,580 hectares (the "Colpayoc Property"). The Company completed 10 drill holes during 2024 and has a permit for additional drilling. The Company recently completed a dipole-dipole induced polarization ("IP") survey on the property. The project is located at the southwest end of the Yanacocha Mining District in Cajamarca, Peru. The Company also recently acquired three more projects in Peru via its acquisition of Pucara Gold Ltd. ("Pucara") which is discussed further below.

On December 22, 2023, the Company changed its name from "Level 14 Ventures Ltd." to "Copper Standard Resources Inc." and changed its stock ticker symbol on the Canadian Securities Exchange from "LVL" to "CSR" and consolidated its issued and outstanding common shares on the basis of one post-consolidation share for every three pre-consolidation shares. Unless otherwise noted, all common share, stock option and warrant numbers in this MD&A are presented post-consolidation basis.

The head office, principal address and registered office of the Company are located at Suite 3200, 733 Seymour Street, Vancouver, British Columbia, V6B 0S6.

3. Highlights and Key Accomplishments

Pucara Gold Acquisition

On September 11, 2024, the Company announced it had entered into an arrangement agreement with Pucara to acquire all of the issued and outstanding shares of Pucara (the "Acquisition") in exchange for shares of Copper Standard by way of a plan of arrangement. The Acquisition closed on November 20, 2024 and pursuant to the terms of the acquisition each Pucara shareholder received 0.1 Copper Standard shares for each Pucara share held (the "Exchange Ratio"). Pucara stock options and warrants outstanding at the time of close became exercisable for Copper Standard shares on the same terms and conditions adjusted in accordance with the Exchange Ratio.

Concurrently with the Acquisition, the Company signed a subscription agreement to purchase 8,415,765 units of Pucara (each consisting of one common share and one half of one common share purchase warrant) for $0.03 per unit.

Pucara Projects

Pacaska

The Pacaska Project contains a high quality epithermal gold-silver target at surface with a copper-gold porphyry target at depth. The property contains a widespread mineralized footprint that sits within 7,650 hectares of mining concessions. The geology and alteration at Pacaska are similar to world-class epithermal gold deposits like the Pierina mine and Yanacocha mine in Peru. Rock sampling at Pacaska has returned widespread elevated gold mineralization in the 0.2 – 1.0 g/t Au range with local values up to 17 g/t gold and 11% copper. In 2019, an extensive 300 line-km ground magnetics and IP geophysical survey was completed, and multiple strong targets were identified which were possibly porphyry copper system related.

Paco Orco

Paco Orco contains outcropping gossans interpreted to result from weathering of carbonate replacement-style Pb-Zn-Cu-Ag mineralization. The 4,400-hectare property contains mineralized gossan and jasperoid outcrops extending more than two kilometers and is largely un-explored. Surface rock samples from the project have produced values up to 0.58% lead, 0.26% zinc, and 58 g/t silver. Solaris Resources Inc. ("Solaris") has an earn-in option agreement on Paco Orco for up to 75% interest. Solaris has agreed to obtain all necessary drill permits and spend US$4 million during the first three years for a 51% interest. An additional 24% interest, for a total of 75%, can be earned after Solaris spends US$11.5 million over the next four years, fully funding a Pre-Feasibility Study ("PFS") for the project, and pays US$0.5 million.

Capricho

Capricho contains an outcropping porphyry copper – molybdenum system within a 3,768-hectare concession package. Recent prospecting work on the claims has uncovered porphyry mineralization in stockworks and altered intrusive rocks. The concessions contain enrichment zones with values reported up to 3% copper. Solaris has an option to earn a 75% interest over three stages. Solaris must obtain all necessary agreements and permits for drilling and spend US$5 million during the first three years for a 51% interest. An additional 24% interest, for a total of 75%, can be earned after Solaris spends US$14.5 million over the next four years, solely funding a PFS on the project, and pays US$0.5 million.

Both Paco Orco and Capricho are located within the World Class Andahuaylas – Yauri porphyry copper belt which hosts more than 20 major deposits, including the Tintaya mine and the Las Bambas mine.

Colpayoc Property Phase I Drill Program

On August 12, 2024, the Company announced the results from its first 10 holes of drilling at its flagship Colpayoc Property. The Company completed 1,926.1 metres of core drilling confirming the presence of a porphyry copper-gold system and verifying and expanding the oxide and mixed oxide gold mineralization in the Daylight Porphyry target, one of four targets on the Colpayoc Property. Significant drill results which may contribute to increasing the oxide gold resource include:

- DH COLP24 – 01: 109.0 meters (357 feet) @ 0.76 g/t Au and 0.13% Cu from surface;
- DH COLP24 – 03: 8.5 meters (27 feet) @ 5.11 g/t Au from 121.7 meters (399 feet);
- DH COLP24 – 07A: 200.1 meters (656 feet) @ 0.52 g/t Au from surface to End of Hole;
    - Including: 118.0 meters (387 feet) @ 0.68 g/t Au and 0.11% Cu from surface;
- DH COLP24 – 08: 138.0 meters (452 feet) @ 0.34 g/t Au from surface to End of Hole;
    - Including: 44.0 meters (144 feet) @ 0.54 g/t Au from 7.0 meters (22 feet); and
- DH COLP24 – 09: 118.8 meters (389 feet) @ 0.46 g/t Au from surface to End of Hole.

Drill holes COLP24 01, 07, and 07A intersected broad zones of mineralization, expanding the mineralized zone at depth and demonstrating that the system remains open along trend to the south towards the Montura target, and at depth. Drill hole COLP24 07A was mineralized along its entire length. Drill holes COLP24 08 and 09 were drilled on the western side of the Daylight Porphyry target and expanded the known mineralization and showed that the western side of the resource is open to the west, north, and south. Drill holes COLP24 – 02, 03, 05, and 06 were drilled on the east side of the resource and show limited expansion but mineralization remains open to the north towards the Crater target, west, and south.

The gold and copper mineralization occurs within three phases of a nested intrusive complex which confirms the potential for larger primary copper-gold porphyry deposits, particularly in the untested targets of Montura, Crater, and Rayo Grande. The Company completed a 23.4 line km dipole-dipole IP survey covering the main target areas of drilling and the adjacent targets. The IP survey lines were planned for 4.0 km long oriented east-west and separated by 200 meters. The survey was completed in September and initial processing has been completed by the geophysical contractor and downstream processing is being completed by Wave Geophysics (Colorado). IP results and magnetics models will be integrated with drill results to help identify the most favorable targets for the underlying porphyry copper-gold system drill targets at Montura, Rayo Grande, and Crater targets in the area surrounding the Daylight Porphyry Zone.

A summary of significant gold and copper intercepts above 0.2 g/t Au cut-off grade are provided below:

Drill Hole	*From (m)*	*To (m)*	*Interval (m)*	*Weighted Average Au g/t*	*Weighted Average Cu%*
COLP24 - 001	*Surface*	*109.0*	*109.0*	*0.76*	*0.13*
COLP24 – 002	*1.0*	*35.2*	*34.2*	*0.22*	*0.03*
COLP24 – 003	*121.7*	*130.2*	*8.5*	*5.11*	*0.08*
COLP24 – 004	*61.5*	*78.9*	*17.4*	*0.21*	*0.02*
COLP24 – 005	*192.1*	*222.6*	*30.5*	*0.30*	*0.02*
COLP24 – 006	*83.8*	*103.4*	*19.6*	*0.44*	*0.05*
COLP24 – 007	*Surface*	*17.9*	*17.9*	*0.53*	*0.12*
COLP24 – 07A	*Surface*	*200.1*	*200.1*	*0.52*	*0.08*
Inc.	*Surface*	*118.0*	*118.0*	*0.68*	*0.11*
COLP24 - 008	*1.2*	*139.2*	*138.0*	*0.34*	*0.06*
Inc.	*7.0*	*51.0*	*44.0*	*0.54*	*0.10*
Inc.	*32.0*	*44.9*	*12.9*	*0.90*	*0.11*
COLP24 - 009	*0.3*	*119.1*	*118.8*	*0.46*	*0.12*

Appointment of Chief Executive Officer

On July 8, 2024, the Company announced the appointment of Matt Fargey to the position of Chief Executive Officer effectively immediately. Marcel de Groot will remain as President and Director of the Company.

Most recently Mr. Fargey served as the Chief Financial Officer ("CEO") of Maverix Metals Inc. ("Maverix") which was sold to Triple Flag Precious Metals Corp. in 2023 for over US$700 million. In this previous role, Mr. Fargey was involved with acquiring assets, financial due diligence, investor relations, financial reporting, tax planning and compliance with internal controls and other laws and regulations. Prior to working with Maverix, Mr. Fargey worked with Sandstorm Gold Royalties and PricewaterhouseCoopers LLP. Mr. Fargey holds Chartered Professional Accountant and Chartered Financial Analyst designations and has a Bachelor of Commerce from the University of Victoria.

Closed Final Tranche of Oversubscribed Private Placement

On January 19, 2024, the Company closed the second and final tranche of a non-brokered private placement. Under the final tranche, the Company issued 3,388,877 units at a price of $0.45 per unit for gross proceeds of $1,524,994.

4. Summary of Quarterly Results

The following table is a summary of the Company's financial results and position for the eight most recently completed quarters:

	Three months ended							
In Canadian dollars unless otherwise stated	**30-Sep-24**	**30-Jun-24**	**31-Mar-24**	**31-Dec-23**	**30-Sep-23**	**30-Jun-23**	**31-Mar-23**	**31-Dec-22**
Net loss	68,351	136,356	269,440	416,170	130,381	438,944	298,803	379,379
Basic loss per share	0.00	0.00	0.01	0.01	0.00	0.02	0.01	0.01
Diluted loss per share	0.00	0.00	0.01	0.01	0.00	0.02	0.01	0.01
Weighted average shares (basic and diluted)	41,893,464	41,893,464	41,260,377	31,397,495	30,505,167	30,505,167	30,505,167	30,505,167
Total assets	15,224,833	14,994,354	15,142,262	14,077,690	10,702,768	10,900,010	11,283,610	11,477,405
Long-term liabilities	-	-	-	-	-	-	-	-

Total assets primarily consist of the Colpayoc Property, the investments in Pucara and the Company's cash and cash equivalents balance. The Company has incurred some general and administrative expenses during the periods shown, resulting in a small net loss in each period and a commensurate reduction in the total assets of the Company. The loss per share has remained reasonably consistent throughout the periods shown. The increase in loss in Q4 2022 and Q1 2023 was primarily due to share-based compensation expense relating to the grant of stock options in September 2022. In Q2 2023, the Company recorded an impairment of $229,657 related to its former Green Mountain Property, which resulted in an increase in the loss for the period and a reduction in total assets. In Q4 2023 and Q1 2024, the Company completed a financing resulting in an increase in total assets and weighted average shares outstanding (see "5. Liquidity and Capital Resources"). Also, in Q4 2023, there was an increase in loss due to a larger than usual unrealized foreign exchange loss resulting from volatile currency fluctuations in the quarter. The loss in Q3 2024 was mitigated by a substantial gain on the Pucara investment which will not occur in future quarters as the investment will cease on closing of the Pucara transaction.

5. Results of Operations

Three months ended September 30, 2024 compared to the three months ended September 30, 2023

The Company incurred a net loss of $68,351 in the three months ended September 30, 2024, as compared to $130,381 in the same period in the prior year. The table below details the changes in the expenditures for the three months ended September 30, 2024, as compared to the three months ended September 30, 2023:

Expense/Other income or loss	Change from prior period	Explanation for the change
Exploration and evaluation expenditures	Increase in expense of $73,474	The increase is a result of the Company evaluating prospective copper-gold project opportunities as well as claim maintenance fees relating to the newly acquired El Ferrol property.
Foreign exchange loss	Increase in loss of $72,659	The increase is attributable to the effect of exchange rate fluctuations on the Company's foreign currency holdings.
General and administrative	Increase in expense of $30,219	The increase is a result of additional administrative and travel costs relating to the Company evaluating project opportunities.

Gain on investment	Increase in gain of $349,252	The increase in the gain is a result of price fluctuations on the Company’s Pucara investment.
Gain on spinouts	Decrease in gain of $73,475	The decrease is a result of the Company’s spinout of its former subsidiaries in the comparative quarter.
Insurance expense	Increase in expense of $235	Materially consistent.
Interest income	Increase in income of $30,601	The interest income is related to interest earned on the Company’s funds from closing of its non-brokered private placement.
Listing and filing fees	Decrease in expense of $8,791	The decrease is a result of additional filing fees in the comparative quarter relating to the Company's spinout of its former subsidiaries.
Management fees	No change	Materially consistent.
Marketing fees	Increase in expense of $245	Materially consistent.
Professional fees	Increase in expense of $4,906	Materially consistent
Salaries and wages	Increase in expense of $62,060	The increase is a result of the appointment of a new CEO.
Share-based compensation	Increase in expense of $9,341	The increase is a result of stock options issued in the current quarter. There was no stock options issued in the comparative quarter.

Cash flows

In the three months ended September 30, 2024, the Company’s cash and cash equivalents balance decreased by $1,276,172 (2023 – decreased by $734,547). This change is as a result of: incurring $325,181 (2023 – $47,300) in cash operating expenses, an inflow of $38,341 (2023 – inflow of $716) relating to timing differences with respect to non-cash working capital, an investment in Pucara of $252,473, and deferred acquisition costs of $736,859 (2023 - $557,014).

Nine months ended September 30, 2024 compared to the nine months ended September 30, 2023

The Company has an option to acquire the Colpayoc Property and has no sources of revenue. Accordingly, the Company has not recorded any revenues, and depends upon share issuances to fund its expenses.

The Company incurred a net loss of $474,147 in the nine months ended September 30, 2024, as compared to $882,139 in the same period in the prior year. The table below details the changes in the expenditures for the nine months ended September 30, 2024, as compared to the nine months ended September 30, 2023:

Expense/Other income or loss	Change from prior period	Explanation for the change
Exploration and evaluation expenditures	Increase in expense of $96,271	The increase is a result of the Company evaluating prospective copper-gold project opportunities as well as claim maintenance fees relating to the newly acquired El Ferrol property.
Foreign exchange gain	Decrease in gain of $19,746	The decrease in foreign exchange gain is attributable to the effect of exchange rate fluctuations on the Company's foreign currency holdings.

General and administrative	Increase in expense of $68,578	The increase in the expense is a result of additional administrative and travel costs relating to the Company evaluating project opportunities.
Impairment of exploration asset	Decrease in the expense of 229,657	The decrease is a result of the Company impairing its interest in the Green Mountain Property by 100%, the property was disposed of by way of a spinout of the Companies GMR subsidiary in the comparative period.
Gain on investment	Increase in gain of $349,252	The increase in the gain is a result of price fluctuations on the Company's Pucara investment.
Gain on spinouts	Decrease in gain of $73,475	The decrease is a result of the Company's spinout of its former subsidiaries in the comparative period.
Insurance expense	Increase in expense of $235	Materially consistent.
Interest income	Increase in income of $96,890	The interest income is related to interest earned on the Company's funds from closing of its non-brokered private placement.
Listing and filing fees	Decrease in expense of $7,811	The decrease is a result of additional filing fees in the comparative period relating to the Company's spinout of its former subsidiaries.
Management fees	No change	Materially consistent.
Marketing fees	Increase in expense of $3,672	Materially consistent.
Professional fees	Decrease in expense of $8,680	Materially consistent.
Salaries and wages	Increase in expense of $76,060	The increase is a result of the appointment of a new CEO.
Share-based compensation	Decrease in expense of $53,739	The decrease is a result of the comparative period including a larger expense for stock options granted on September 1, 2022 where the weighting of the expense is earlier on in the stock option vesting schedule.

Cash flows

In the nine months ended September 30, 2024, the Company's cash and cash equivalents balance decreased by $2,475,392 (2023 – decreased by $1,401,390). This change is as a result of: incurring $542,279 (2023 – $317,623) in cash operating expenses, an outflow of $288,744 (2023 – inflow of $45,427) relating to timing differences with respect to non-cash working capital, an investment in Pucara of $252,473, an inflow of $1,492,211 relating to the issuance of 3,388,877 units and incurring deferred acquisition costs of $2,884,107 (2023 - $836,319).

6. Liquidity and Capital Resources

As at September 30, 2024, the Company had a cash and cash equivalents balance of $938,346 (December 31, 2023 - $3,413,738) and a working capital surplus of $902,766 (December 31, 2023 – $3,089,414).

On July 8, 2024, the Company issued 500,000 stock options with an exercise price of $0.45. The options are under a semi-annual vesting schedule with 25% of the shares vesting every 6 months starting on July 8, 2024. The options expire five years from the grant date.

Colpayoc Copper-Gold Project

The Company has an option to earn up to a 100% interest in the Colpayoc Property, which comprises three mineral claims, Jose IV and V, and El Ferrol.

Jose IV and V Mineral Claims

The Company may earn a 75% interest in the Jose IV and V mineral claims upon completion of US$3,000,000 in exploration expenditures by December 5, 2025, and a US$1,500,000 option payment to the owners of the mineral claims. After earning a 75% interest, the Company may acquire the remaining 25% upon completion of an additional US$2,000,000 in exploration expenditures by December 5, 2027, making a US$1,500,000 option payment to the owners of the mineral claims, and granting a 2% net smelter return ("NSR") royalty to the current owners of the mineral claims. The Company has the option to buy back a portion or all of the 2% NSR royalty by making certain payments within one year of the commencement of commercial production. The Company has made an option payment of $888,815 (US$650,000), and incurred exploration expenditures of $4,676,502 (US$3,464,332) (inclusive of pre-acquisition costs) as of September 30, 2024. These amounts are included in deferred acquisition costs.

El Ferrol Claim

On August 8, 2024, the Company made its final option payment of $102,555 (US$75,000) for a total of $345,781 (US$250,000) paid and now owns a 100% interest in the El Ferrol Property in Northern Peru. The Company granted a 1% NSR royalty to the previous owners of the mineral claims and has an option to buy it back by making a payment of US$500,000 by August 8, 2033.

Ongoing Operations

Management believes that the Company has sufficient funds on hand to meet its current exploration program and anticipated administrative expenses and legal costs associated with ongoing operations, however, may need to raise additional capital through further rounds of equity financing, or other alternatives, to fulfill the commitments as and when they arise.

As of the date hereof, the Company does not have any further commitments for capital expenditures or other contractual obligations other than those discussed elsewhere in this MD&A. The Company has no debt other than its accounts payable and accrued liability balance.

7. Transactions with related parties

Related parties are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, either directly or indirectly. Related parties of the Company include the members of the Board of Directors, officers of the Company, close family members of these individuals, and any companies controlled by these individuals. Pathway Capital Ltd ("Pathway") is considered a related party of the Company as it is controlled by the President and a director of the Company.

The Company has an administrative services agreement with Pathway to pay for management fees, rent and other administrative services. During the three and nine months ended September 30, 2024, Copper Standard paid or accrued $15,000 and $45,000 to Pathway under the agreement (2023 - $15,000 and $45,000), these expenses are included under general and administrative expenses and management fees in the consolidated statement of loss and comprehensive loss. As at September 30, 2024, the Company had an accounts payable balance of $30,536 owing to Pathway (December 31, 2023 - $41,287).

Compensation of key management personnel:

Key management personnel include persons having the authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company considers its Board of Directors, as well as the Chief Executive Officer, President, and Chief Financial Officer to be key management personnel.

During the three and nine months ended September 30, 2024 and 2023, the Company's compensation cost for key management personnel was as follows:

	Three months ended September 30, 2024 $	Three months ended September 30, 2023 $	Nine months ended September 30, 2024 $	Nine months ended September 30, 2023 $
Salaries and wages	101,060	21,000	135,560	59,500
Share-based compensation	53,997	63,908	157,872	257,583
Total	**155,057**	**84,908**	**293,432**	**317,083**

8. Disclosure of Data for Outstanding Common Shares, Stock Options and Warrants

As of the date of this MD&A, there were 49,552,646 common shares of the Company issued and outstanding. In addition, the Company had 3,855,000 stock options and 21,610,297 share purchase warrants outstanding. The fully diluted outstanding share count at the date of this MD&A is 75,017,943.

9. Significant judgements and estimates

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect amounts reported in the financial statements and accompanying notes. Management believes the estimates and assumptions used in the Financial Statements are reasonable; however, actual results could differ from those estimates and could impact future results of operations and cash flows.

Significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty are the same as those that applied to the annual financial statements as at and for the year ended December 31, 2023.

10. Changes in accounting standards

There are no upcoming changes in accounting standards which are expected to materially impact the Company.

11. Financial Instruments

As at September 30, 2024, the Company's financial instruments consist of cash and cash equivalents, receivables, investments, and accounts payable and accrued liabilities. The Company classifies cash and cash equivalents and receivables as financial assets held at amortized cost. The Company classifies its investments as a financial asset held at fair value using the market price of traded securities and the Black-Scholes pricing model for its warrants. The Company classifies accounts payable and accrued liabilities as financial liabilities, and these are held at amortized cost. The fair value of all of the Company's financial instruments approximates their carrying value.

The risk exposure arising from these financial instruments is summarized as follows:

(a) Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's financial assets are cash and cash equivalents and receivables. The Company holds its cash and cash equivalents in bank accounts with highly rated financial institutions, therefore minimizing the Company's credit risk. Receivables are due from government agencies.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. The Company has sufficient funds as of September 30, 2024 to cover its liabilities. The Company's ability to continue to meet its liabilities when due, beyond the current cash and cash equivalents balance, is dependent on the Company's ability to obtain financing.

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or value of its holdings or financial instruments.

As at September 30, 2024, the Company is exposed to currency risk through its assets and liabilities denominated in US dollars and Peruvian nuevo soles. A significant change in these exchange rates could have an effect on the Company's results of operations, financial position, or cash flows. The Company has not hedged its exposure to currency fluctuations.

Based on the balances held in foreign currencies as at September 30, 2024, and assuming all other variables remain constant, a 10% change in the value of the US dollar and Peruvian nuevo soles against the Canadian dollar and Peruvian nuevo soles would result in an increase/decrease of approximately $12,943 in assets.

The Company is also exposed to changes in the fair value of the Pucara investments. A 10% change in the market price of the Pucara shares would impact the Company's statement of loss and comprehensive loss by approximately $42,079.

Capital Management

In the management of capital, the Company includes the components of shareholders' equity. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration and development of its mineral projects for the benefit of its stakeholders. As the Company is in the exploration stage, it has no income from operations, and its principal source of funds is from the issuance of its common shares.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, enter into joint venture arrangements, or dispose of assets, amongst other alternatives.

The Company's investment practice is to invest its excess cash and cash equivalents in highly liquid short-term interest-bearing investments selected with regards to expected timing of its expenditures. The Company is not subject to any externally imposed capital requirements.

12. Cautionary Note Regarding Forward-Looking Information

Certain information contained in this document constitutes forward-looking statements. All statements, other than statements of historical facts, are forward looking statements, including but not limited to statements with respect to future plans and objectives of Copper Standard; Copper Standard's exploration plans, including plans for follow-up drilling and other work, the extent and nature of such exploration plans, timing of such exploration plans, and potential results of such exploration plans. Forward-looking statements are often, but not always, identified by the use of words such as may, will, seek, anticipate, believe, plan, estimate, budget, schedule, forecast, project, expect, intend, or similar expressions.

The forward-looking statements are based on a number of assumptions which, while considered reasonable by the Company, are subject to risks and uncertainties, including the Company's ability to advance exploration efforts; the results of such exploration efforts; copper, gold and other base and precious metal prices; cut-off grades; accuracy of mineral resource estimates and resource modeling; timing and reliability of sampling and assay data; representativeness of mineralization; timing and accuracy of metallurgical test work; anticipated political and social conditions; expected government policy, including reforms; ability to successfully raise additional capital; and other assumptions used as a basis for preparation of the Company's technical report. The Company cautions readers that forward-looking statements involve and are subject to known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements to differ materially from those expressed in or implied by such forward-looking statements and forward-looking statements are not guarantees of future results, performance or achievement. These risks, uncertainties and factors include the ability to raise funding to continue exploration, development and mining activities; share price fluctuation; global economic conditions; limited supplies, supply chain disruptions, and inflation; speculative nature of mineral exploration and development; risk of global outbreaks and contagious diseases; risks from international operations; risk associated with an emerging and developing market; relationships with, and claims by, local communities and indigenous groups; geopolitical risk; risks related to obtaining future environmental licenses for exploitation; permitting risk; anti-mining sentiment; failure to comply strictly with applicable laws, regulations and local practices may have a material adverse impact on the Company's operations or business; the inherent operational risks associated with mining, exploration and development, many of which are beyond the Company's control; land title risk; surface rights and access risk; fraud and corruption; ethics and business practices; Copper Standard may in the future become subject to legal proceedings; Copper Standard's mineral assets are located outside Canada and are held indirectly through foreign affiliates; commodity price risk; exchange rate fluctuations; joint ventures; property commitments; infrastructure; lack of availability of resources; dependence on highly skilled personnel; competition; significant shareholders; reputational risk; conflicts of interests; uninsurable risks; information systems; public company obligations; internal controls provide no absolute assurances as to reliability of financial reporting and financial statement preparation, and ongoing evaluation may identify areas in need of improvement; the Company's foreign subsidiary operations may impact its ability to fund operations efficiently, as well as the Company's valuation and stock price; the value of the Company's common shares, as well as its ability to raise equity capital, may be impacted by future issuances of shares; future sales of common shares by existing shareholders; environmental risks and hazards; and changes in climate conditions.

Although the Company has attempted to identify important risks, uncertainties and other factors that could cause actual performance, achievements, actions, events, results or conditions to differ materially from those expressed in or implied by the forward-looking information, there may be other risks, uncertainties and other factors that cause performance, achievements, actions, events, results or conditions to differ from those anticipated, estimated or intended. Unless otherwise indicated, forward-looking statements contained herein are as of the date hereof and the Company disclaims any obligation to update any forward-looking statements, whether due to new information, future events or results or otherwise, except as required by applicable law.

13. Other Risks to Copper Standard

The primary risk factors affecting Copper Standard are set forth in the Company's prospectus dated November 30, 2020 and management information circular dated December 20, 2021, which are both available on www.sedarplus.com.

14. Qualified Person

The technical information contained in this document related to the Colpayoc Property Phase I drill program was based upon the Company's news release titled, "Copper Standard Confirms Presence of Porphyry Copper-Gold System and Drills 118 M @ 0.68 G/T Au from Surface at its Colpayoc Property" and dated August 12, 2024, prepared under the supervision of Andy Swarthout, Chairman of the Company, who is a "Qualified Person" as defined in National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*.