Coppernico Metals Inc.

Condensed Interim Consolidated Financial Statements
(Unaudited)

For the three months ended March 31, 2024 and 2023

Coppernico Metals Inc.

Condensed Interim Consolidated Statements of Financial Position
Unaudited (Expressed in Canadian dollars)

		As at March 31, 2024		As at December 31, 2023
Assets				
Current assets:				
Cash	**$**	**242,165**	$	1,170,801
Amounts receivable		**19,686**		15,588
Prepaid expenses, deposits and other (Note 3)		**287,065**		294,636
		548,916		1,481,025
Non-current assets:				
Equity investments (Note 6)		**120,893**		121,991
Prepaid expenses, deposits and other (Note 3)		**157,257**		174,344
Mineral property interests (Note 4)		**7,007,409**		6,688,619
Total assets	**$**	**7,834,475**	$	8,465,979
Liabilities and Equity				
Current liabilities:				
Accounts payable and accrued liabilities (Note 5)	**$**	**1,280,715**	$	1,230,442
Short term loan and interest payable (Note 10(b))		**-**		52,100
Total liabilities	**$**	**1,280,715**	$	1,282,542
Non-current liabilities:				
Accrued liabilities (Note 5 and 11 (b))		**504,224**		169,975
		1,784,939		1,452,517
Equity				
Share capital (Note 7)		**18,507,445**		18,384,042
Warrant reserve (Note 8)		**158,620**		149,637
Accumulated other comprehensive income		**227,306**		89,036
Deficit		**(12,843,835)**		(11,609,253)
Total equity		**6,049,536**		7,013,462
Total liabilities and equity	**$**	**7,834,475**	$	8,465,979

Going concern (Note 1(c)), Commitment (Note 6), and Subsequent Events (Note 6, 9(b) and 14)

Approved on behalf of the Board of Directors:

"Ivan Bebek"
Chief Executive Officer and Chair

"Jeffrey Mason"
Director

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

Coppernico Metals Inc.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
Unaudited (Expressed in Canadian dollars, except share amounts)

	Three months ended March 31, 2024	2023
Operating expenses:		
Exploration and evaluation	**$ 811,248**	$ 347,185
Fees, salaries and other employee benefits	**207,182**	277,715
Legal and professional	**60,967**	33,602
Marketing and investor relations	**89,211**	66,314
Office and administration	**64,004**	78,029
Project investigation	**5,511**	226,928
Regulatory and transfer agent	**4,026**	4,433
	1,242,149	1,034,206
Other expenses (income), net:		
Foreign exchange loss, net	**227**	7,387
Interest income	**(9,146)**	(2,886)
Net loss from equity investments (Note 6)	**1,098**	26
Interest expense	**254**	-
Loss for the period	**$ 1,234,582**	$ 1,038,733
Other comprehensive loss (income):		
Unrealized currency (gain) loss on translation	**(138,270)**	3,747
Comprehensive loss for the period	**$ 1,096,312**	$ 1,042,480
Basic and diluted loss per share	**$ 0.01**	$ 0.01
Basic and diluted weighted average number of shares	**138,319,782**	116,019,927

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

Coppernico Metals Inc.
Condensed Interim Consolidated Statements of Changes in Equity
Unaudited (Expressed in Canadian dollars, except share amounts)

	Number of common shares	Share capital	Warrant reserve	Share subscriptions received	Other comprehensive income (loss)	Deficit	Total equity
Balance at December 31, 2022	112,340,434	$ 13,288,433	$ -	$ -	$ 212,257	$ (7,938,235)	$ 5,562,455
Shares issued pursuant to private placement, net of share issue costs	6,510,332	1,894,856	-	200,000	-	-	2,094,856
Shares issued pursuant to SAFE Conversion	2,439,787	731,936	-	-	-	-	731,936
Other comprehensive loss	-	-	-	-	(3,747)	-	(3,747)
Loss for the period	-	-	-	-	-	(1,038,733)	(1,038,733)
Balance at March 31, 2023	**121,290,553**	**$ 15,915,225**	**$ -**	**$ 200,000**	**$ 208,510**	**$ (8,976,968)**	**$ 7,346,767**
Balance at December 31, 2023	**137,589,269**	**$ 18,384,042**	**$ 149,637**	**$ -**	**$ 89,036**	**$ (11,609,253)**	**$ 7,013,462**
Securities issued pursuant to private placements, net of share issue costs	898,333	123,403	8,983	-	-	-	132,386
Other comprehensive income	-	-	-	-	138,270	-	138,270
Loss for the period	-	-	-	-	-	(1,234,582)	(1,234,582)
Balance at March 31, 2024	**138,487,602**	**$ 18,507,445**	**$ 158,620**	**$ -**	**$ 227,306**	**$ (12,843,835)**	**$ 6,049,536**

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

Coppernico Metals Inc.

Condensed Interim Consolidated Statements of Cash Flows
Unaudited (Expressed in Canadian dollars)

	Three months ended March 31, 2024	2023
Operating activities:		
Loss for the period	**$ (1,234,582)**	$ (1,038,733)
Adjusted for:		
Interest income	**(9,146)**	(2,886)
Interest expense	**254**	-
Non-cash transactions:		
Net unrealized foreign exchange (gain) loss	**(2,815)**	8,265
Net loss from equity investments	**1,098**	26
Changes in non-cash working capital:		
Amounts receivable	**(4,098)**	16,975
Prepaid expenses, deposits and other	**30,942**	(17,239)
Accounts payable and accrued liabilities	**373,351**	197,158
Cash used in operating activities	**(844,996)**	(836,434)
Investing activities:		
Mineral property additions	**(174,280)**	(159,599)
Interest income	**9,146**	2,886
Cash used in investing activities	**(165,134)**	(156,713)
Financing activities:		
Proceeds from private placements, net of share issuance costs	**132,386**	1,902,736
Share subscriptions received	**-**	200,000
Payment of short-term loan and interest	**(52,354)**	-
Cash provided by financing activities	**80,032**	2,102,736
Effect of foreign exchange on cash	**1,462**	(62)
Change in cash	**(928,636)**	1,109,527
Cash, beginning of the period	**1,170,801**	300,862
Cash, end of the period	**$ 242,165**	$ 1,410,389

Supplemental cash flow information (Note 10)

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

1. Business Overview

a) Corporate information

Coppernico Metals Inc. (the "Company" or "Coppernico") was incorporated under the British Columbia Business Corporations Act on July 23, 2020. Coppernico is an unlisted reporting issuer in the province of British Columbia, Alberta, and Ontario and its head office and principal address is located at 1177 West Hastings Street, Suite 1630, Vancouver, British Columbia, Canada, V6E 2K3.

The Company is principally engaged in the acquisition and exploration of mineral property interests.

On June 22, 2021, the Company announced that it had filed an election with the Canada Revenue Agency, which was accepted, whereby the Company became a public corporation under the Income Tax Act (Canada) (the "Tax Act"). As a result of this election, the shares of the Company are qualified investments under the Tax Act and the Regulations thereto.

b) Nature of operations

The Company's asset is the Greater Sombrero copper-gold property located in southern Peru. The Greater Sombrero property covers approximately 102,700 hectares in which it holds direct and indirect interests through a combination of staking and option agreements. The Sombrero Main/Nioc project area hosts what are currently the highest priority and most advanced "Main" and "Nioc" exploration target areas and covers approximately 16,300 hectares within the Greater Sombrero property. The Sombrero Main target area is fully permitted for drilling. The Company has not yet determined whether the property contains mineral reserves where extraction is both technically feasible and commercially viable. Given the size of the property and the cost to maintain it, the Company continues to consider the right sizing of its total footprint with an aim to relinquish less prospective areas.

c) Going concern

As at March 31, 2024, the Company had a net working capital deficit of $731,799 (December 31, 2023 – net working capital surplus of $198,483) while it incurred a net loss of $1,234,582 for the three months ended March 31, 2024 (March 31, 2023 net loss of $1,038,733). The Company has no operating revenue to date and no operating cash flow to support its activities. With no source of revenue, there is no assurance that sufficient funding will be available to conduct continued exploration of its mineral properties. Although the Company has had success raising capital in the past and completed a private placement for $19.37 million on May 16, 2024 (Note 14), the ability to continue as a going concern remains dependent upon Coppernico's ability to obtain the financing necessary to continue to fund its mineral properties, the realization of future profitable production, proceeds from the disposition of its mineral interests, and/or other sources. These conditions create a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

These condensed interim consolidated financial statements (the "financial statements") have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations.

These financial statements do not give effect to adjustments to the carrying values and classification of assets and liabilities that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. Basis of preparation

a) Statement of compliance

These financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34, “Interim Financial Reporting” using accounting policies consistent with IFRS accounting standards as issued by the International Accounting Standards Board (“IASB”). The accounting policies followed in these financial statements are the same as those applied in the Company’s most recent audited annual consolidated financial statements for the year ended December 31, 2023.

These financial statements were approved and authorized for issuance on May 29, 2024, by Coppernico’s Board of Directors.

b) Basis of presentation

These financial statements have been prepared on a historical cost basis. In addition, except for cash flow information, these financial statements have been prepared using the accrual method of accounting.

c) Basis of consolidation

These financial statements include the financial information of the Company and entities controlled by the Company. All intercompany transactions and balances are eliminated on consolidation. Control exists where the parent entity has power over the investee and is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Subsidiaries are included in the consolidated financial statements from the date control commences until the date control ceases. The accounting policies of subsidiaries are changed where necessary to align them with the policies adopted by the Company. A summary of the Company’s subsidiaries included in these financial statements is as follows:

Subsidiary	Place of incorporation	Functional Currency	Beneficial Interest
Sombrero Minerales, S.A.C.	Peru	US$	100%

These financial statements include a 50% investment in Universal Mineral Services Peru S.A.C. (“UMS Peru”) and a 25% investment in Universal Mineral Services Ltd. (“UMS Canada”) which are shared service entities (Note 6).

d) Functional and presentation currency

The financial statements of the Company and its subsidiary are prepared in the respective entity’s functional currency determined on the basis of the primary economic environment in which such entities operate. The Company’s functional and presentation currency is the Canadian dollar while the functional currency of its Peruvian subsidiary is the United States dollar. These financial statements are presented in Canadian dollars, unless otherwise noted. Amounts denominated in US dollars are denoted as US$.

e) Critical accounting judgments and estimates

The preparation of financial statements in accordance with IFRS requires management to select accounting policies and make estimates and judgments that may have a significant impact on the financial statements. Estimates are continuously evaluated and are based on management’s experience and expectations of future events that are believed to be reasonable under the circumstances. Actual outcomes may differ from these estimates. The Company’s critical accounting judgements and estimates were presented in Note 3 of the audited annual consolidated financial statements for the year ended December 31, 2023, and have been consistently applied in the preparation of these financial statements. No new estimates and judgements were applied for the period ended March 31, 2024.

f) Application of new and revised accounting standards

On January 23, 2020 and October 31, 2022, the IASB issued amendments to IAS 1 to clarify that the classification of liabilities as current or non-current should be based on rights that exist at the end of the reporting period and that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability. For liabilities with covenants, the amendments clarify that only covenants with which an entity is required to comply on or before the reporting date affect the classification as current or non-current. The adoption of the amended standard, effective January 1, 2024, did not impact the financial statements of the Company.

On September 22, 2022, the IASB issued amendments to IFRS 16 to add subsequent measurement requirements for sale and leaseback transactions, particularly those with variable lease payments. The amendments require the seller-lessee to subsequently measure lease liabilities in a way such that it does not recognize any gain or loss relating to the right of use it retains. The adoption of the amended standard, effective January 1, 2024, did not impact the financial statements of the Company.

On May 25, 2023, the IASB issued amendments to IAS 7 requiring entities to provide qualitative and quantitative information about their supplier finance arrangements. In connection with the amendments to IAS 7, the IASB also issued amendments to IFRS 7 requiring entities to disclose whether they have accessed, or have access to, supplier finance arrangements that would provide the entity with extended payment terms or the suppliers with early payment terms. The adoption of the amended standard, effective January 1, 2024, did not impact the financial statements of the Company.

g) Standards issued but not yet effective

Certain new accounting standards and interpretations have been issued but are not yet effective and they have not been early adopted. The Company is currently assessing the new and amended standards, which are not expected to have a material impact on the Company's consolidated financial statements.

3. Prepaid expenses, deposits and other

The Company makes short term advances to third parties in the normal course of business, typically in relation to annual insurance policies, software renewals and marketing activities, such as conference fees. Also included in this balance is the working capital deposit held by UMS Canada in accordance with the related service agreement (Note 6).

In November 2023, the Company entered into an access and use agreement with a local Peruvian community which provides the Company with surface rights to the respective area over the three-year term of the agreement and as a result, as at March 31, 2024, an asset has been recorded within prepaid expenses, deposits and other, a portion of which is presented as non-current.

4. Mineral property interests

A continuity of the Company's mineral property interests is as follows:

		Greater Sombrero Property
Balance as at December 31, 2022	**$**	**6,662,647**
Mineral property additions		181,619
Currency translation adjustment		(155,647)
Balance as at December 31, 2023	**$**	**6,688,619**
Mineral property additions		**158,409**
Currency translation adjustment		**160,381**
Balance as at March 31, 2024	**$**	**7,007,409**

a) Greater Sombrero Property

The Greater Sombrero copper-gold property, located in Southern Peru, covers approximately 102,700 hectares acquired through a combination of staking and option agreements and includes the Sombrero Main/Nioc project, the Company's current area of focus, which covers approximately 16,300 hectares and encompasses the Main and Nioc exploration target areas.

The Company currently holds the following concessions:

Ownership	Registered Owner	Total Hectares	Number of Claims Within Greater Sombrero Property	Number of Claims Within Main/Nioc Project Area
Direct	Sombrero Minerales S.A.C.	100,800	114	18
Mollecruz Option	Ingrid Prado Pinto	1,300	4	-
Aceros Option	Corporación Aceros Arequipa S.A.	600	3	3

i. Greater Sombrero Property – Mollecruz Option

On June 22, 2018, the Company entered an option agreement (the "Mollecruz Option") giving the Company the right to acquire a 100% interest in the Mollecruz concessions which are located within the Greater Sombrero property and just outside the Sombrero Main/Nioc project area. Under the Mollecruz Option, the Company may acquire a 100% interest, subject to a 0.5% net smelter royalty ("NSR"), through a combination of work expenditures and cash payments as detailed below:

Due Dates	Property Payment / Work Expenditure Status	Property Payments (in US$'000)	Work Expenditures (in US$'000)
June 22, 2018	Completed	$50	$ -
Subject to access	Completed/Deferred	50	150
Subject to access	Deferred	100	150
Subject to access	Deferred	200	500
Subject to access	Deferred	300	700
Subject to access	Deferred	900	1,500
Total		**$1,600**	**$3,000**

Effective May 20, 2019, the Company formally declared the existence of a force majeure event under the Mollecruz Option thereby deferring the Company's obligation to make the June 2019 property payments and any subsequent property payments and work expenditures for a maximum of 24 months from the declaration date. On March 1, 2021, the Company agreed with the owner to further extend the force majeure declaration and as consideration paid US$50,000 in relation to the June 2019 property payment. Most recently, on May 15, 2023, the Company amended its Mollecruz Option again and this time extended the recognition of the force majeure status until such time as an agreement or agreements are in place that allow the Company to access the Mollecruz concessions in order to carry out exploration work. A payment of US$5,000 was paid at the time of amendment and will be paid annually under the option agreement until access to the concessions is achieved by the Company. The Company continues to work with the local community to achieve access in this area.

ii. Greater Sombrero Property - Aceros Option

On December 13, 2018, the Company entered a series of agreements (the “Aceros Option”) with Corporacion Aceros Arequipa S.A. (“Aceros”) giving the Company the right to option three key mineral concessions located within the Company’s Greater Sombrero property. If the Aceros Option is exercised, a joint venture would be formed in which the Company would hold an 80% interest (Aceros – 20%). The joint venture would combine the 530 hectares of Aceros concessions plus 4,600 hectares of the Company’s Greater Sombrero land position.

Below is a schedule of work expenditures and cash payments required of which approximately US$0.8 million of work expenditures have been completed to date. In 2021, the Company amended the agreement with Aceros to extend the deadlines for the work expenditure requirements dependent on access to the concessions. The Company continues to work with the local community to achieve access to the Aceros concessions.

Due Dates	Property Payment / Work Expenditure Status	Property Payments (in US$ ‘000)	Work Expenditures (in US$‘000)
December 13, 2018	Completed	$140	$ -
December 13, 2019	Completed	60	150
Within 6 months of obtaining access	Completed	250	500
Within 24 months of obtaining access	Completed / Deferred	350	1,500
Within 36 months of obtaining access	Deferred	-	3,000
Total		**$800**	**$5,150**

In each of January 2024 and 2023, the Company paid the annual US$118,000 holding payment required under the terms of the Aceros Option. The payments were inclusive of 18% Value Added Tax (“IGV”) in Peru which is not recoverable.

5. Accounts payable and accrued liabilities

The Company records accounts payable and accrued liabilities that arise in the normal course of business, in relation to its exploration and evaluation, and other activities. More specifically, the Company makes accruals for annual concession and penalty fees in the period to which they relate. Notwithstanding Peruvian rules allowing companies to defer payment of these fees, the Company does not have a practical ability to avoid payment of such fees related to concessions that it intends to maintain, as such avoidance would result in the loss of the concessions.

As at March 31, 2024, the Company has accrued a total provision of $1,085,643 for concession and penalty fees ($692,106 accrued as at December 31, 2023), of which $581,419 is due to be paid by June 30, 2024 and $504,224 is due to be paid by June 30, 2025 (at December 31, 2023, the Company had accrued $522,131 and $169,975 due to be paid by June 30, 2024 and 2025, respectively).

Unaudited (Expressed in Canadian dollars)

6. Equity investments

Investment in Associate - UMS Canada

UMS Canada is located in Vancouver, BC, and provides geological, financial and transactional advisory services as well as administrative services to the Company and three other companies on a cost recovery basis. In 2022, the Company acquired a 25% share interest in UMS Canada and accounts for this investment as an associate company. UMS Canada is party to a Vancouver, B.C., office lease agreement with a total term of ten years, for which certain portions of the rent expenses will be payable by the Company. As at March 31, 2024, the Company expected to incur approximately $0.9 million in respect of future lease rent for the remaining 7.25 years of the lease. Subsequent to March 31, 2024, UMS Canada entered a sublease agreement which reduces the Company's future lease payments to approximately $0.1 million.

Investment in Joint Venture - UMS Peru

UMS Peru is a company incorporated under Peruvian law, which has provided administrative and geological services to Sombrero Minerales S.A.C. and the Peruvian subsidiaries of Tier One Silver Inc. In 2022, the Company acquired a 50% ownership of UMS Peru and accounts for this investment as a joint venture. UMS Peru charges its services at cost plus a markup of 5% for administrative services and 7% for geological services.

During Q4 2023, UMS Peru stopped providing services to the Company and is now in the process of being wound up. As a result, the Company recorded a total impairment of $57,583 through the statement of loss for the year ended December 31, 2023, in relation to its investment in UMS Peru, being $41,976, and the $15,607 (US$11,800) deposit held by UMS Peru, which is not expected to be recovered.

Summarized financial information of UMS Canada and UMS Peru

The Company's share of net losses (income) of UMS Canada and UMS Peru were as follows:

For the three months ended March 31, 2024		**UMS Canada**		**UMS Peru**
Cost recoveries	$	(952,104)	$	-
Geological services		330,717		-
Administrative services		625,778		-
Net loss for the period		4,391		-
Company's share of net loss	**$**	**1,098**	**$**	**-**

For the three months ended March 31, 2023		**UMS Canada**		**UMS Peru**
Cost recoveries	$	(1,555,704)	$	(328,346)
Geological services		491,417		204,085
Administrative services		1,101,860		105,527
Net loss (income) for the period		37,573		(18,734)
Company's share of net loss (income)	**$**	**9,393**	**$**	**(9,367)**

Unaudited (Expressed in Canadian dollars)

The carrying amounts of the Company's investments in UMS Canada and UMS Peru as at March 31, 2024, were as follows:

	UMS Canada	UMS Peru	Total
Carrying amount as at December 31, 2022	$ 127,024	$ 3,942	$ 130,966
Company's share of net (loss) income	(5,033)	38,034	33,001
Impairment of investment	-	(41,976)	(41,976)
Carrying amount as at December 31, 2023	**$ 121,991**	**$ -**	**$ 121,991**
Company's share of net (loss) for the period	(1,098)	-	(1,098)
Carrying amount as at March 31, 2024	**$ 120,893**	**$ -**	**$ 120,893**

The Company's equity interest in net assets and liabilities of UMS Canada and UMS Peru as at March 31, 2024, were as follows:

	UMS Canada	UMS Peru
Current assets	$ 825,108	$ 47,373
Non-current assets	2,391,026	104,318
Current liabilities	(1,428,545)	(67,739)
Non-current liabilities	(1,304,018)	-
Net assets - 100%	483,571	83,952
Company's equity interest in net assets	120,893	41,976
Accumulated impairment of Company's equity interest	-	(41,976)
Company's carrying amount as at March 31, 2024	**$ 120,893**	**$ -**

7. Share capital

a) Authorized - unlimited common shares without par value.

b) Common share issuances

During the three months ended March 31, 2024, the Company had the following share capital transactions:

On January 17, 2024, the Company closed the third and final tranche of its September 2023 placement. The Company issued 898,333 units consisting of a common share and a share purchase warrant at a price of $0.15 per unit for gross proceeds of $134,750. Share issue costs incurred in relation to the last tranche of the September 2023 Placement is $2,364.

The Company applied the residual value approach to allocate the proceeds received from the last tranche of September 2023 placement unit offering to their respective components (shares and warrants) closed on January 17, 2024. Using this approach, the Company attributed a residual value of $8,983 to the warrants issued in 2024, which is recorded within the warrant reserve.

During the three months ended March 31, 2023, the Company had the following share capital transactions:

On February 22, 2023, the Company closed the first tranche of a non-brokered private placement (the "January 2023 Placement"). The Company issued a total of 6,510,332 common shares at a price of $0.30 per share for gross proceeds of $1,953,100. In combination with the first tranche of the January 2023 Placement, the Company issued 2,439,787 common shares, at a price of $0.30 per common share for aggregate gross proceeds of $731,936, to settle and thereby extinguish, the Simple Agreement for Future Equity ("SAFE") financial liability that was recorded as at December 31, 2022. Share issue costs incurred in relation to the January 2023 Placement, including $7,881 incurred during the fourth quarter of 2022, totaled $58,245.

Unaudited (Expressed in Canadian dollars)

8. Warrant reserve

Share purchase warrants

The continuity of the share purchase warrants issued and outstanding is as follows:

	Number of warrants	Weighted average exercise price
Outstanding, December 31, 2022	-	$ -
Issued	14,963,716	0.30
Outstanding, December 31, 2023	**14,963,716**	**$ 0.30**
Issued (Note 7(b) and 9(b))	1,018,333	0.28
Outstanding, March 31, 2024	**15,982,049**	**$ 0.30**

A summary of the Company's warrants issued and outstanding as at March 31, 2024, is as follows:

Expiry date	Warrants outstanding	Exercise price
January 29, 2027	120,000	$ 0.15
5 years from date of Listing	15,862,049	0.30
	15,982,049	**$ 0.30**

9. Related party transactions

Related party transactions are those with entities over which the Company has control or significant influence, or with key management personnel, being those having the authority and responsibility for planning, directing, and controlling the Company. A summary of the Company's related party transactions for the three months ended March 31, 2024, and 2023, is as follows:

a) UMS Canada and UMS Peru

Due to the Company having an ownership interest in both UMS Canada and UMS Peru (Note 6) they are classified as related parties. All transactions with UMS Canada and UMS Peru have occurred in the normal course of operations. All amounts are unsecured, non-interest bearing and have no specific terms of settlement, unless otherwise noted.

	Three months ended March 31, 2024	2023
Exploration and evaluation	**$ 81,146**	$ 92,764
Project investigation	**4,125**	127,864
Marketing and investor relations	**22,428**	24,742
General and administration	**159,331**	225,422
Total transactions for the period	**$ 267,030**	$ 470,792

As at March 31, 2024, $233,787 (December 31, 2023 - $130,388) was included in accounts payable and accrued liabilities and $108,117 (December 31, 2023 - $114,712) in prepaid expenses and deposits relating to transactions with UMS Canada. Including the original deposit of $150,000 advanced to UMS Canada for working capital purposes, the Company had a net deposit balance of $24,330 with UMS Canada as at March 31, 2024.

As at December 31, 2023, and remaining at March 31, 2024, the Company had a working capital deposit with UMS Peru in the amount of US$11,800; however, the amount was written down to $nil as at December 31, 2023, as it is not expected to be recovered, and there has been no change as of March 31, 2024.

Unaudited (Expressed in Canadian dollars)

b) Key management compensation

The Company provided the following compensation to key management and Board members, being its four executives, of which one is a director, and six non-executive directors:

		Three months ended March 31, 2024		2023
Fees, salaries and other employee benefits provided to Executives	**$**	**186,727**	$	297,180
Fees, salaries and other employee benefits provided to non-executive directors		**27,087**		38,836
	$	**213,814**	$	336,016

As at March 31, 2024, the Company had an outstanding accounts payable balance with key management personnel of $156,441 which primarily related to the approved, but deferred and unpaid, 2022 short-term compensation awarded by the Board in the first quarter of 2023 (December 31, 2023 - $115,101).

During the three months ended March 31, 2024, the Company repaid to five Board Directors of the Company a total of $52,354 in relation to amounts loaned in 2023 under an unsecured promissory note arrangement, plus accrued interest. In accordance with the promissory notes, on January 29, 2024, the lending Directors were issued a total of 120,000 common share purchase warrants exercisable for a three-year period at $0.15 per common share.

Subsequent to March 31, 2024, a Board Director of the Company loaned $120,000 to the Company under an unsecured promissory note arrangement at an annualized simple interest rate of 12% and with the intention of being repaid by the Company on the earlier of May 31, 2024, or two days following a financing of at least $1,000,000. The funds were loaned on May 9, 2024 and repaid in full on May 17, 2024.

10. Supplemental cash flow information

Cash flows were impacted by the following non-cash transactions:

		Three months ended March 31, 2024		2023
Issuance of common shares to settle the "SAFE" liability (Note 8(b))	**$**	**-**	$	**(731,936)**
Private placement share issuance costs paid in a prior period		**-**		**7,881**
Prior period mineral property additions paid in the current period		**(15,871)**		**-**

There were no income taxes paid during the three months ended March 31, 2024, and 2023. Interest of $2,354 was paid during the three months ended March 31, 2024 ($nil during the three months ended March 31, 2023).

11. Financial instruments

The Company's financial instruments consist of cash, amounts receivable, deposits, as well as accounts payable and accrued liabilities, which are classified as and measured at amortized cost. The fair values of the current financial instruments approximate their carrying values due to their short-term nature.

The following summarizes the fair value hierarchy under which the Company's financial instruments are valued:

Level 1 – fair values based on unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – fair values based on inputs that are observable for the asset or liability, either directly or indirectly; and
Level 3 – fair values based on inputs for the asset or liability that are not based on observable market data.

As at March 31, 2024, and December 31, 2023, there were no financial instruments measured at fair value.

The Company's financial instruments are exposed to liquidity risk, credit risk and market risk, which includes currency risk. As at March 31, 2024, the primary risks were as follows:

a) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities. As the Company's operations do not generate cash, financial liabilities are discharged using funding through the issuance of common shares or debt as required. As at March 31, 2024, the Company did not have sufficient cash on hand to discharge its financial liabilities as they become due; however, on May 16, 2024, the Company closed a $19.37 million equity private placement financing (Note 14) which will allow the Company to continue operations and execute on its planned activities.

As at March 31, 2024, the Company has total current liabilities of $1,280,715, which include current accounts payable and accrued liabilities due to be paid within 12 months. In addition, the Company has recorded non-current accrued liabilities related to 2024 validity fees and 2023 concession penalty fees associated with its Greater Sombrero property totaling $504,224 which are due by June 30, 2025 (Note 5).

b) Credit risk

Credit risk is the risk of financial loss to the Company if a counterparty fails to meet an obligation under contract. Credit risk exposure arises with respect to the Company's cash and amounts receivable. The risk exposure is limited because the Company's cash is held with highly rated financial institutions in interest-bearing accounts, the amounts receivable consist of GST receivable from the Government of Canada and the deposit is held by UMS Canada. The carrying amount of the Company's financial assets, being $369,968, represents the maximum exposure to credit risk.

c) Currency risk

Currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Canadian parent company, Coppernico Metals Inc., is exposed to U.S. dollar (US$) foreign currency risk with the Canadian dollar ("C$") functional currency, and the Peruvian subsidiary is exposed to Peruvian Soles (PEN) foreign currency risk with the US$ functional currency. As at March 31, 2024, the Company's foreign currency exposure related to its financial assets and liabilities held in US$ and PEN is as follows:

The currency risk exposure for financial instruments denominated in foreign currencies is as follows:

		March 31, 2024		December 31, 2023
Peruvian soles expressed in C$				
Period end exchange rate C$ per Peruvian sol	$	0.3643	$	0.3569
Financial assets	**$**	**17,494**	$	1,274
Financial liabilities		**(730,242)**		(675,139)
Net exposure	**$**	**(712,748)**	$	(673,865)

		March 31, 2024		December 31, 2023
US$ expressed in C$				
Period end exchange rate C$ per US$	$	1.3550	$	1.3226
Financial assets	**$**	**1,052**	$	359
Financial liabilities		**(31,922)**		-
Net exposure	**$**	**(30,870)**	$	359

A 10% increase or decrease in either the U.S. dollar or Peruvian soles exchange rate would not have a material impact on the Company's net loss.

12. Segmented information

The Company operates in one reportable segment, being the exploration and evaluation of unproven exploration and evaluation assets. The Company's non-current assets primarily consist of its mineral property interests and non-current prepaids, deposits and other which are located in Peru, and the remaining; balance relates to its equity investment located in Canada. The Company is in the exploration stage and has no reportable segment revenues or operating results. Most corporate expenses are incurred in Canada.

13. Management of capital

The Company considers capital to include items within shareholders' equity. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern such that it can provide returns for shareholders and benefits for other stakeholders. The management of the capital structure is based on the funds available to the Company in order to support the acquisition, exploration and evaluation of mineral properties and to maintain the Company in good standing with the various regulatory authorities. In order to maintain or adjust its capital structure, the Company may issue additional shares. The Company monitors its capital structure and makes adjustments in light of changes in economic conditions and the risk characteristics of the underlying assets.

The properties in which the Company currently has an interest are in the exploration stage and are not positive cash-flow generating; as such, the Company has historically relied on the equity markets to fund its activities. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company is not subject to any capital restrictions and the Company's approach to capital management has remained unchanged from the prior year.

14. Subsequent events

a) May 16, 2024 Private Placement

On May 16, 2024, the Company closed a $19.37 million private placement equity financing ("the Offering") which included participation by Teck Resources Limited ("Teck"). As part of the Offering, which consisted of both a non-brokered and brokered portion, the Company issued an aggregate of 38,750,580 units ("Units") at $0.50 per Unit of which Teck acquired 17,546,580 Units, 9,870,000 Units were issued as part of the non-brokered portion of the Offering, and 11,334,000 Units were sold by a syndicate of agents (the "Agents").

Each Unit issued under the Offering consists of one common share of the Company (a "Share"), one half of a Share purchase warrant (each whole Share purchase warrant, a "Warrant") and one special warrant ("Special Warrant"). Each Warrant will be exercisable to acquire an additional Share at a price of C$0.75 until May 16, 2026. If the closing price of the Shares on a recognized stock exchange meets or exceeds C$1.25 for 20 out of any 30 consecutive trading days ending at least four months after the closing date, the Company may accelerate the expiry date of the Warrants to a date that is not less than 30 days from the date when such notice is given. Each Special Warrant will entitle the holder thereof to receive, without payment of any further consideration, and subject to customary adjustment provisions, 0.05 additional Units if the Shares of the Company are not listed on a recognized Canadian stock exchange on or before 5:00 p.m. (ET) on August 14, 2024, and otherwise the Special Warrants will expire on that date. The Company is in the process of seeking a listing on a recognized Canadian stock exchange to satisfy this obligation.

In connection with the Offering, the Company paid a success fee of $263,198.70 to Minvisory Corp. who acted as financial advisor to the Company in relation to the Teck investment. The Company also paid a cash fee of $340,020 and issued 680,040 compensation options (the "Compensation Options") to the Agents in relation to the brokered portion of the Offering and paid a cash fee of $87,300 and issued 174,600 Compensation Options to an additional finder in relation to the non-brokered portion of the Offering. Each Compensation Option entitles the holder thereof to subscribe for one Share at $0.50 until May 16, 2026.

b) Adoption of Long-Term Incentive Plan

On May 22, 2024, the Company adopted a new Long-Term Incentive Plan ("LTI Plan") with the objective of encouraging additional share ownership by its employees, officers and directors. The LTI Plan provides for the awarding of share options, performance share units, restricted share units and deferred share units. The LTI Plan limits the number of shares reserved for issuance under the LTI Plan, together with all other security-based compensation arrangements of the Company to 10% of the issued and outstanding shares. To date, there have been no equity-based awards granted under the LTI Plan.