



(An exploration stage business)

Coppernico Metals Inc.

Management's Discussion & Analysis  
For the three months ended March 31, 2026

Dated: May 14, 2026

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

---

### 1. HIGHLIGHTS FOR THE THREE MONTHS ENDED MARCH 31, 2026, AND SUBSEQUENT EVENTS UP TO THE DATE OF FILING

#### 1.1 Operational highlights

- On May 11, 2026, Coppernico Metals Inc. ("Coppernico" or the "Company") provided an exploration update on the Tipicancha epithermal-porphyry copper-gold target at its Sombrero Project in Peru ("Sombrero Project"). Geological mapping has defined a large hydrothermal alteration footprint containing locally developed advanced argillic cores, now extending over more than four kilometres ("km"), consistent with a district-scale hydrothermal framework with potential for a porphyry-related source at depth. Shallow excavation sampling has confirmed near-surface copper enrichment and further refined the continuity of the sulfide-rich hydrothermal horizon. Ongoing mapping increasingly defines vertical and lateral alteration zonation and structural controls which will inform the upcoming drill program.
- On April 9, 2026, Coppernico announced that it had acquired an option on mineral concessions aggregating 600 hectares ("ha") adjacent to its Tipicancha target. The optioned concessions (the "Horizonte Concessions") are located in an area where the Company's expanding Tipicancha epithermal-porphyry system was believed to continue beyond the prior consolidated boundary of the Sombrero Project. Additionally, the Company confirmed it had staked 1,400 ha of surrounding mineral concessions in 2025. The option agreement (the "Horizonte Option") is between the arms-length owner of the concessions, Exploraciones Horizonte Gold S.A.C. ("Horizonte"), and the Company's wholly owned subsidiary, Sombrero Minerales S.A.C ("Sombrero Minerales"). The option grants Sombrero Minerales immediate rights to conduct exploration activities on the Horizonte Concessions and may purchase them by completing US\$3.0 million in staged work expenditures over a five-year period and making total payments of US\$2.0 million. The Horizonte Option provides Coppernico with full operational control of the concessions during the option period, allowing the Company to advance exploration programs, including geophysical surveys and drilling. If the option is exercised, Horizonte will retain a 1% net smelter return ("NSR") royalty on future production. Coppernico retains the right to reduce the NSR to 0.5% at any time within 10 years of the NSR being established, through a one-time payment of US\$1.0 million.
- On February 25, 2026, the Company reported initial results from the recently completed gravity, magnetic, and high-resolution photogrammetry surveys covering the area between the Antapampa and Tipicancha targets at its Sombrero Project. These high-resolution datasets are significantly increasing confidence in subsurface geological interpretation and refining the three-dimensional ("3D") architecture and structural controls of several large-scale skarn and porphyry targets. The Company is integrating these results into a multi-target drill program planned for 2026 and potentially through 2027, subject to obtaining additional financing. Highlights are further discussed below in section 3.1.
- On January 12, 2026, Coppernico announced results from a recent geological mapping and channel sampling program at Zone 1 within the Nioc target area at its Sombrero Project, which further confirmed the presence of a laterally extensive copper skarn system. Highlights included a combined channel length of 155 metres ("m") with a composited average grade of 0.54% ("Cu") (Channels 029/065/066) and Channel 071 which returned 0.41% Cu over 164 m. Channel sampling has now defined a continuous surface footprint of copper mineralization measuring approximately 170 m east-west by approximately 200 m north-south, characterized by broad intervals of consistent copper grades and localized higher-grade zones. These results significantly expanded the known extent of surface mineralization and reinforce the scale potential of the Nioc system.

### 2. DATE AND FORWARD-LOOKING STATEMENTS

This Management's Discussion and Analysis ("MD&A") of Coppernico has been prepared by management to assist the reader to assess material changes in the condensed interim consolidated financial statements and results of operations of the Company as at March 31, 2026, and for the three-month period then ended.

This MD&A should be read in conjunction with the unaudited condensed interim consolidated financial statements of the Company and related notes thereto as at and for the three months ended March 31, 2026, and 2025 (the "financial statements"). All financial information has been prepared in accordance with International Financial Reporting Standards ("IFRS") accounting standards as issued by the International Accounting Standards Board and all dollar amounts presented are Canadian dollars unless otherwise stated.

The effective date of this MD&A is May 14, 2026.

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

---

### 2.1 Forward-looking statements and risk factors

Certain statements made in this MD&A contain forward-looking information within the meaning of applicable Canadian and United States securities laws ("forward-looking statements"). These forward-looking statements are presented for the purpose of assisting the Company's shareholders and prospective investors in understanding management's intentions and views regarding future outcomes and are inherently uncertain and should not be heavily relied upon. When used in this MD&A, the words "may", "would", "could", "will", "intend", "plan", "anticipate", "believe", "seek", "propose", "estimate", "expect", and similar expressions, as they relate to the Company, identify such forward-looking statements. Specific forward-looking statements in this MD&A may include, but are not limited to: the Company's ability to execute on its exploration and financing plans; the potential for discovering resources; continued access to and permits and permissions to explore the Company's projects; permitting timelines; the uncertainties of government regulation of mining operations; environmental and climate-related risks; the possible impairment of mining interests. Forward-looking information also includes words that describe objectives, expectations, intentions, plans, results, levels of activity, goals or achievements; the timing and amount of estimated exploration expenditures and capital raises for the Company; the liquidity of the common shares in the capital of the Company and other events or conditions that may occur in the future; the Company's intention to grow its business and its operations; the Company's competitive position; and changes to government regulation, in particular Peruvian.

The forward-looking statements contained in this MD&A represent the Company's views as of the date hereof. The assumptions related to these plans, estimates, projections, beliefs and opinions may change without notice and in unanticipated ways. Many assumptions may prove to be incorrect, including the Company's budgeting plans, expected costs, assumptions regarding market conditions and other factors upon which the Company has based its expenditure and funding expectations; the Company's ability to raise the capital needed to execute on its exploration plans; the Company's ability to obtain or renew the licenses and permits necessary for exploration; the Company's ability to complete and successfully integrate acquisitions; the possible effects of climate change, extreme weather events, water scarcity, and seismic events, and the effectiveness of strategies to deal with these issues; the Company's expectations regarding the future demand for, and supply and price of, base and precious metals; the Company's ability to recruit and retain qualified personnel; the Company's ability to comply with current and future environmental, safety and other regulatory requirements and to obtain and maintain required regulatory approvals.

Inherent in the forward-looking statements are known and unknown risks, uncertainties and other factors beyond the Company's ability to control or accurately predict, that may cause the actual results, performance or achievements of the Company, or developments in the Company's business or in its industry, to differ materially and adversely from the anticipated results, performance, achievements or developments expressed or implied by such forward-looking statements. Some of the risks and other factors which could cause results to differ materially from those expressed in the forward-looking statements and information contained in this MD&A include, but are not limited to: risks in investigating, optioning or otherwise acquiring interests in mineral projects of merit followed by the high risk of exploration failure, risks in our ability to secure governmental permits and a social license to explore the projects, risks that the financial markets will lose their appetite to finance junior resources issuers; fluctuations in the current and projected prices for precious and base metals; technical risks and hazards associated with mineral exploration including environmental hazards, potential unintended releases of contaminants, industrial accidents, unusual or unexpected geological or structural formations and flooding; the uncertainty in the process of estimation and valuation of any mineral resources that may be discovered, changes in tax, title and mining laws and regulations impacting exploration activities; the risk of the Company's mineral properties being subject to unknown prior unregistered agreements, transfers or claims and other defects in title; general opposition to mining activities and attendant legal and litigation risks; statutory and regulatory compliance; insurance and uninsurable risks; the Company's limited business history and history of losses and negative cash flow, which will continue into the foreseeable future; the Company's inability to pay dividends; the continued involvement of the key management team and the ability to secure the specialized skill and knowledge necessary to operate in the mining industry; relations with and potential demands and claims by local communities and non-governmental organizations, including indigenous populations and affected local communities with whom the Company is required to pursue local community surface access agreements in order to explore; the expenses and other requirements of being a public company; risks associated with the significant resources required to maintain regulatory compliance as a public company; the effectiveness of the Company's internal control over financial reporting; cybersecurity risks; risks relating to the Company's reputation; general business, economic, competitive, political and social uncertainties; and public health crises. While we have sought to provide a list of the principal risks, these are the known risks and hence cannot be an exhaustive list of the risks and other factors that may affect any of the Company's forward-looking statements as there are likely also unknown risks. Additional information relating to the Company and its operations, including its 2025 Annual Information Form, is available on the SEDAR+ website at [www.sedarplus.ca](http://www.sedarplus.ca) and on the Company's website at [www.coppernicometals.com](http://www.coppernicometals.com). These documents are for supplemental information purposes only and not incorporated by reference in this MD&A.

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

---

Further, any forward-looking statement speaks only as of the date on which such statement is made, and, except as required by applicable law, the Company does not undertake any obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of unanticipated events. New factors emerge from time to time, and it is not possible for management of the Company to predict all such factors and to assess in advance the impact of each such factor on the business of the Company or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statement.

The Company's management periodically reviews information reflected in forward-looking statements. The Company has and continues to disclose in its MD&A and other publicly filed documents, changes to material factors or assumptions underlying the forward-looking statements and to the validity of the statements themselves, in the period the changes occur. Historical results of operations and trends that may be inferred from the following discussions and analysis but may not necessarily indicate future results from operations.

### 3. DESCRIPTION OF THE BUSINESS

Coppernico is a mineral exploration company focused on creating value for shareholders and stakeholders through diligent project evaluation and exploration in pursuit of the discovery of large-scale, high-grade copper-gold deposits in the Americas. The Company is currently focused on its Sombrero copper-gold skarn-porphry project in southern Peru.

While the Ccascabamba target area of the Sombrero Project is the most advanced area of the project, where drilling to date has been focused, the Company continues to optimize its portfolio and potential projects pipeline. The optimization process includes both the right sizing of its greater Sombrero Project footprint by optioning and staking additional concessions and relinquishing less prospective areas, as well as the evaluation of additional projects for potential acquisition should they meet the Company's internal quality thresholds. During the three months ended March 31, 2026, the Company acquired an option over the Horizonte Concessions to supplement the land package surrounding the Tipicancha target after staking additional ground in the area in 2025.

The common shares of the Company trade on the TSX under the trading symbol "COPR" and on the OTCQB under the trading symbol "CPPMF" and are listed in the Unofficial Market of the Frankfurt Stock Exchange under the symbol "9I3".

The corporate organization structure includes one wholly owned private Peruvian subsidiary, Sombrero Minerales, and a 25% ownership interest in Universal Mineral Services Ltd. ("UMS Canada"), a Canadian private company that provides shared technical, administrative, and legal services to a group of four junior resource issuers on a cost recovery basis. The arrangement supporting the Company's investment in UMS Canada is described in Note 6 to the audited consolidated financial statements for the year ended December 31, 2025.

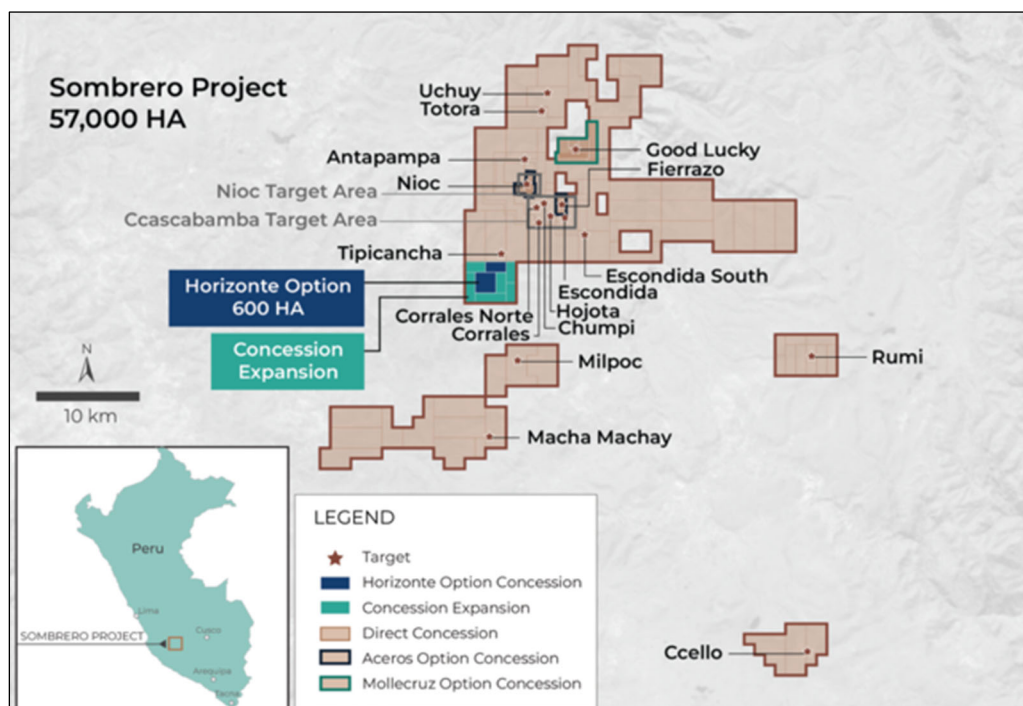
#### 3.1 Sombrero Copper-Gold Project

The Sombrero Project covers approximately 57,000 hectares (570 square kilometres) which it holds through Sombrero Minerales. The Sombrero mineral concessions are held primarily through direct government-granted concessions (made on application) and three option agreements granted by the underlying concession owners. The Company's focus has primarily been on the most advanced Ccascabamba and Nioc target areas which together cover approximately 16,300 hectares within the Sombrero Project concession package, but with recent work the Company has continued to strengthen its exploration pipeline in other areas of the Sombrero Project.

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

Figure 1: Identified target pipeline at various stages of exploration across the optimized Sombrero Project, underscoring a target-rich district beyond Ccascabamba.



### 2026 Activity

Having paused drilling after completing its Phase 1 drill program in March 2025 in the Ccascabamba target area, the Company shifted efforts to its permit expansion process and continued surface work with the goal of continuing to refine and grow a pipeline of high-quality exploration targets for future drilling.

During the three months ended March 31, 2026, the Company completed its large-scale geophysics program, which commenced in Q4 2025, to refine geological interpretations beneath cover, support drill-target definition, and to better define the footprint of the broader Sombrero mineralized system. The program included gravity, magnetic, and high-resolution photogrammetry surveys covering the area between the Antapampa and Tipicancha targets. The high-resolution datasets significantly increase the Company's confidence in its subsurface geological interpretation and refine the 3D architecture and structural controls of several large-scale skarn and porphyry targets.

Key findings from the geophysics program include:

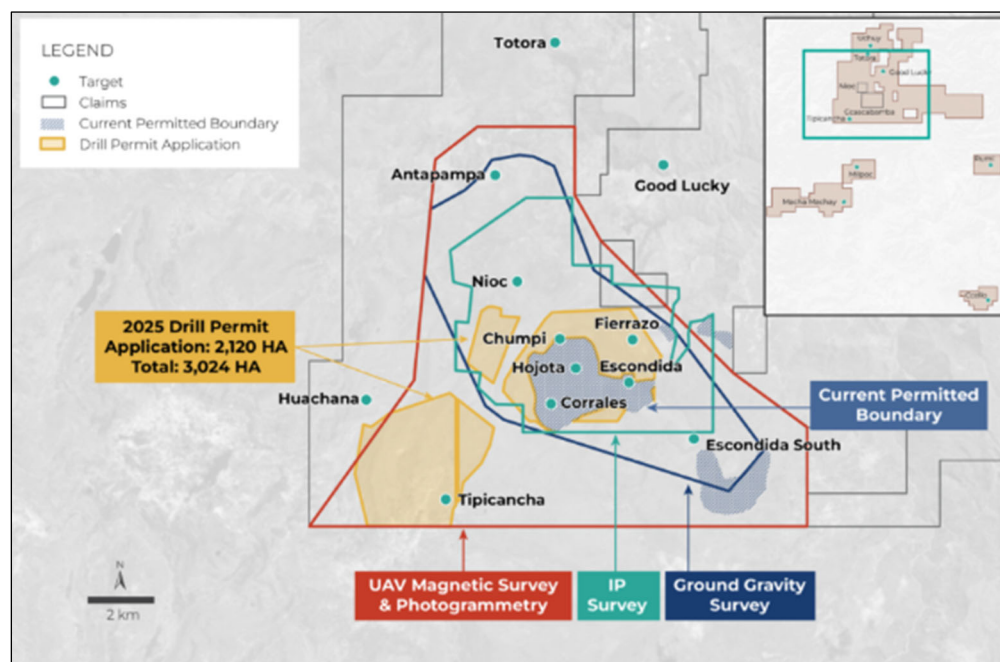
- **Fierrazo:** Magnetite rich skarn body likely at least 700 m long, with only approximately 200 m of strike length historically drilled;
- **Nioc:** Skarn-porphyry system measuring more than 1.5 km long with coincident magnetic, gravity and chargeability anomalies; completely untested by drilling;
- **Tipicancha:** Lithocap environment supported by well-defined magnetic low data and strong structural controls, with a large alteration footprint of at least 1.5 km signaling porphyry potential (subsequent systematic mapping has extended the footprint over more than 4 km as discussed below).

Overall, these datasets materially enhance targeting confidence by refining and providing geologic context within existing systems, positioning Coppernico to focus its next phase of drilling on the most prospective portions of multiple major skarn-porphyry areas.

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

Figure 2: Extents of magnetic, photogrammetry, gravity and IP surveys at the Sombrero Project and the proposed drill permit expansion and key target locations.



Beyond the geophysics program, the Company also continued surface exploration in key areas such as Nioc and Tipicancha during Q1 2026. Mapping and channel sampling at Zone 1 within the Nioc target area continued to confirm the presence of a laterally extensive copper skarn system, with channel sampling defining a continuous surface footprint of copper mineralization measuring approximately 170 m east-west by approximately 200 m north-south, characterized by broad intervals of consistent copper grades and localized higher-grade zones. These results significantly expand the known extent of surface mineralization and reinforce the scale potential of the Nioc system.

Furthermore, the recent expansion of the Sombrero land position in the Tipicancha area has enabled systematic geological mapping, surface sampling and structural interpretation across the broader Tipicancha hydrothermal system. This work is helping define the nature and scale of alteration and structural framework, with the hydrothermal footprint now interpreted to extend over more than 4 km in strike length and up to approximately 1.5 km in width. The evolving geological framework will allow the Company to transition from broad target definition toward more explicit drill vectoring based on converging structural, geochemical and alteration indicators.

Subject to raising additional exploration funding, the Company will be in a position to initiate a multi-target Phase 2 of drilling with its current drill permit in place and expanded permit in progress. Increased technical confidence from the recent surface work and a clearer framework for drill targeting, will enable a more focused and capital-efficient approach to testing the large and complex system in its next phase of drilling which is planned to commence later in 2026 and potentially extend through 2027.

### *Permitting, Environmental, Communities and Safety*

In November 2025, the Company formally submitted an EIA-Sd drill permit application for the Sombrero Project and the Company has continued to progress this application through the government review process. The permit, once granted, will facilitate expanded exploration opportunities across multiple high-priority copper-gold targets within and beyond the Ccascabamba target area. The application proposes a considerable expansion of the currently permitted drill area by approximately 2,120 hectares, for a total area of 3,024 hectares (Figure 2), incorporating additional highly prospective targets. It also seeks to increase the number of drill platforms from 38 to 181, as well as the ability to deploy additional drill rigs. Targets covered by the expanded permit would include the greater Ccascabamba target footprint including: Fierrazo, Corrales, Chumpi, and Hojota. Additionally, the permit would allow drill access to Tipicancha. These targets are characterized by compelling geophysical and geochemical signatures, with confirmatory historical drill data from Fierrazo.

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

---

Alongside the advancement of the project geologically, the Company continues to strengthen community relationships through constructive engagement with its host communities working towards access arrangements in multiple additional communities. Importantly, Coppernico has also continued to achieve a total recordable injury frequency rate ("TRIFR") of zero.

### 3.2 Qualified person and technical disclosures

Tim Kingsley, M.Sc., CPG, Coppernico's VP of Exploration, is the "Qualified Person" (as defined in NI 43-101) who has reviewed and approved the technical disclosures in this MD&A. Mr. Kingsley supervised the sampling programs and verified the data disclosed herein.

Unless otherwise stated, all drilling and channel sampling intervals reported in this document represent apparent widths. The true thickness of mineralized intervals is currently unknown due to insufficient geological information and limited structural control at this stage of exploration.

#### 2025 and 2026 Sombrero Channel Sampling Protocol

Channel samples were typically between 1 and 2 metres in length; however, sample lengths could be reduced to as little as 0.5 metres where lithological or significant mineralogical changes were observed, in order to accurately reflect the apparent width of mineralization. Analytical samples were collected by cutting a continuous channel into bedrock with a portable rock saw. Individual samples weighed between 3 and 7 kilograms. Samples were collected in plastic bags, given a unique reference number and sent to the ALS Laboratories in Lima, Peru for preparation and analysis. Preparation included crushing the sample to 90% < 2 mm and pulverizing 1,000 g of crushed material to better than 95% < 106 microns. All samples are assayed using 30 g nominal weight fire assay with atomic absorption finish (Au-AA23) and multi-element using a four-acid digest ICP-AES/ICP-MS method (ME-MS61). Where MS61 results were greater than or near 10,000 ppm Cu, or 10,000 ppm Zn, assays were repeated using an ore-grade four-acid digest method (Cu-OG62). QA/QC programs for 2025 and 2026 channel samples included internal standard samples, blanks, and duplicates, lab duplicates, lab standards, and laboratory blanks indicate good overall accuracy and precision.

## 4. DISCUSSION OF OPERATIONS

### 4.1 Three months ended March 31, 2026, and 2025 (Q1 2026 vs. Q1 2025)

During the three months ended March 31, 2026, the Company reported a loss of \$1,342,738 compared to a loss of \$3,270,466 for the same period in 2025. Losses in each period are driven primarily by the Company's exploration costs which are expensed through the statement of loss and comprehensive loss. Significant variances within operating expenses are discussed below and resulted in a combined \$1,927,728 decrease in the current period's loss.

- Exploration and evaluation costs in Q1 2026 decreased to \$611,716, compared to \$2,506,633 in Q1 2025. During the current quarter the Company conducted only surface exploration work, including the completion of its large-scale geophysics program. In contrast, during Q1 2025, the Company completed its final 8 diamond drill holes of its Phase 1 drill program before initiating a temporary pause in March 2025.
- Fees, salaries and other employee benefits in Q1 2026 decreased to \$266,515, compared to \$403,122 in Q1 2025, primarily due to lower share-based payments expense which totaled \$15,096 in Q1 2026, compared to \$119,415 in Q1 2025.
- Marketing and investor relations costs increased to \$357,505 in Q1 2026, from \$312,415 in Q1 2025. The increase in the current quarter was primarily attributable to its continued investor outreach initiatives in Europe, which started in Q4 2025, where the Company is making efforts to broaden its exposure to a larger pool of investors. The Company's corporate communications and investor outreach activities are generally aimed at enhancing brand awareness to increase shareholder base, trading liquidity and ultimately, future equity financings. As an active exploration and publicly traded company, it is expected that such activities will fluctuate with the level of exploration and corporate activities, and, to some degree, capital market conditions.
- Interest income decreased in Q1 2026, to \$13,679 from \$88,247 in Q1 2025, as the Company's treasury has been used to fund its ongoing operations in combination with declining interest rates.

# Coppernico Metals Inc.

Management's Discussion and Analysis of Financial Condition and Results of Operations  
for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

## 4.2 Summary of quarterly results

Three months ended	Interest income	Loss for the period	Comprehensive loss	Loss per Share
<b>March 31, 2026</b>	\$ <b>13,679</b>	\$ <b>1,342,738</b>	\$ <b>1,232,558</b>	\$ <b>0.01</b>
December 31, 2025	25,725	2,539,476	2,643,478	0.01
September 30, 2025	40,083	1,181,084	1,036,195	0.01
June 30, 2025	58,130	1,341,437	1,667,905	0.01
March 31, 2025	88,247	3,270,466	3,282,113	0.02
December 31, 2024	145,516	3,388,248	2,985,044	0.02
September 30, 2024	199,309	3,342,705	3,421,190	0.02
June 30, 2024	19,225	1,204,391	1,153,078	0.01

During the last eight quarters, the Company has incurred losses and comprehensive losses. These losses result from: the Company's expenditures on its exploration and evaluation properties including preparing for and conducting drilling at the Ccascabamba target area, now temporarily paused while expanded permits are pursued and drill targeting is under way; costs incurred to keep the Sombrero Project concessions in good standing and to renew and expand environmental permits; salaries and other employee benefits and professional fees required to be compliant as a public reporting issuer/listed company, and to communicate the Company's activities to the public. These expenses are monitored and controlled by management and fluctuate depending on the level of activities and the corresponding funding available to the Company to pursue opportunities.

## 4.3 Summary of project costs

### 4.3.1 Mineral property

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

	Sombrero Project	
<b>Balance as at December 31, 2024</b>	\$	<b>7,895,956</b>
Mineral property additions		221,620
Recognition of provision for Fierrazo site reclamation and closure		2,337,969
Change in estimate of provision for site reclamation and closure		21,100
Currency translation adjustment		(410,722)
<b>Balance as at December 31, 2025</b>	\$	<b>10,065,923</b>
Mineral property additions		181,900
Change in estimate of provision for site reclamation and closure		(167,729)
Currency translation adjustment		169,893
<b>Balance as at March 31, 2026</b>	\$	<b>10,249,987</b>

### 4.3.2 Exploration and evaluation

	Three months ended March 31,	
	2026	2025
Surface exploration	\$ 288,947	\$ 201,242
Exploration drilling	-	1,667,230
Concession holding	56,455	159,724
Community and environment	204,078	346,108
Project support	59,487	84,887
Share-based payments	2,749	47,442
<b>Total for the period</b>	\$ <b>611,716</b>	\$ <b>2,506,633</b>

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

---

### 4.4 Health, safety, environmental and communities

Coppernico strives to provide a safe and healthy workplace for all its employees and contractors through designing and implementing safety and health standards and practices that meet the industry standards and applicable regulations. During the three months ended March 31, 2026, and up to the date of this MD&A, there have been no reportable injuries or occupational illnesses, resulting in a TRIFR of zero.

The Company monitors a range of environmental parameters, including water consumption, fuel consumption, solid waste management, and areas of ground disturbance. The Company's Health, Safety, Environment and Communities Committee routinely reviews these parameters and at the time of writing considers them in line with expectations for the nature of work being undertaken. Should any deviation from this be noted, it is reported to the authorities, local communities, and the Board in a timely manner, as required, with remedial actions undertaken.

Coppernico continues to enhance its environmental, social and corporate governance ("ESG") initiatives through the creation of jobs and additional social and sustainable agricultural programs in Peru and will continue to prioritize these initiatives during both periods of high and low activity, recognizing the mutually beneficial nature of the relationships that have been built. The Company continues to strengthen community relationships through constructive engagement with its host communities working towards access arrangements which would allow exploration of highly prospective targets in multiple additional communities. This includes holding regular meetings, maintaining open communication channels, and gathering feedback to ensure that community perspectives are reflected in the Company's activities. Additionally, the Company has demonstrated its commitment to environmental responsibility, conducting progressive reclamation throughout the duration of its inaugural drill program; and in April 2025, the Company completed a more focused rehabilitation program thereby minimizing the Company's footprint from the drilling done to date while leaving key access routes open for future programs. The reclamation work has been done both in accordance with the Company's drill permit and in consideration of the needs of its host communities.

### 4.5 Future operations and community involvement

On-going surface exploration work, including the recently completed large-scale geophysics program, has been aimed at identifying and refining drill targets and improving the technical understanding of the broader project area to optimize the next phase of exploration at the Sombrero Project.

While still having its active drill permits in place at the Ccascabamba target area, the Company is actively supporting the government's review process of the previously submitted EIA-Sd drill permit which, once approved, will expand the permitted drill area to include Fierrazo, Tipicancha, and Chumpi targets. The Company also continues advancing additional community agreements and once established, will pursue further drill permits across the Sombrero Project.

With the refinement of drill targets from the recent surface programs, the Company plans to commence Phase 2 of drilling in the coming months once funding is obtained based on the size of the planned program. The Company is in the process of engaging a drill contractor to reinitiate drilling in the currently permitted area, with the expectation of moving to a multi-drill program once the expanded permit is approved so that multiple high priority targets can be drilled simultaneously.

In tandem with the continued exploration, community engagement and permit expansion efforts, the Company continues to explore opportunities for portfolio diversification to spread geological and geopolitical risks as well as to increase optionality in its portfolio and potential projects pipeline. The optimization process includes both the right sizing of its greater Sombrero Project footprint by adding concessions in areas of interest and/or relinquishing less prospective areas, and the review of additional high-quality projects in other mining friendly jurisdictions for potential acquisition to complement and diversify the Company's asset portfolio.

While the Company has been successful at raising capital in the past, the ability of the Company to pay government concession fees to maintain its current mineral properties, including approximately \$430,890 due in June 2026, and to fund Sombrero drilling and other work programs, including potential future project acquisitions, will be subject to raising additional funds through the sale of common shares.

# Copperrnico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

### 5. FINANCIAL POSITION, LIQUIDITY, AND CAPITAL RESOURCES

#### 5.1 Financial position and liquidity

	<b>March 31, 2026</b>	December 31, 2025
Working capital	\$ 669,736	\$ 2,108,637
Cash	1,001,861	2,892,441
Mineral property interests	10,249,987	10,065,923
Current liabilities	(951,762)	(1,337,616)
Non-current liabilities	(2,863,562)	(2,906,760)

	<b>Three months ended March 31, 2026</b>	2025
Cash used in operating activities	\$ (1,708,002)	\$ (2,958,277)
Cash used in investing activities	(184,896)	(174,659)

The Company's primary source of liquidity is equity issuances. The funds are primarily used to finance exploration and evaluation, personnel, other operating expenses, working capital, and to make certain annual payments to ensure that all the Company's mineral properties remain in good standing. The Company has a working capital surplus of \$669,736 as at March 31, 2026 (December 31, 2025 - \$2,108,637), which includes cash of \$1,001,861 (December 31, 2024 - \$2,892,441). The cash balance is entirely unrestricted.

As at March 31, 2026, the Company has total current liabilities of \$951,762 due to be paid within 12 months, which include Sombrero Project government concession fees, due by June 30, 2026, totaling \$430,890. Current liabilities also include financial amounts that the Company has committed to incur under its social access agreement to support the community with specified initiatives. Additionally, the Company has certain commitments related to the premises it occupies on a shared basis under the UMS Canada lease obligation disclosed in Note 6 of the annual audited consolidated financial statements for the year ended December 31, 2025.

The Company has non-current accrued liabilities related to Sombrero Project government concession fees, due by June 30, 2027, totaling \$267,772. In addition, the Company has a non-current reclamation and closure liability provision of \$2,595,790 which has been calculated based on the current assumption that it will be incurred in 2028.

The Company's contingent liabilities were presented in Note 15(a) of the annual audited consolidated financial statements for the year ended December 31, 2025, and, other than changes caused by fluctuations in the applicable foreign exchange rates, there have been no changes during the three months ended March 31, 2026.

During the three months ended March 31, 2026, the Company used cash of \$1,708,002 in operating activities compared to \$2,958,277 during the three months ended March 31, 2025. The cash outflow during the current period decreased compared with the cash outflow in the comparable 2025 period primarily due to lower activity levels as previously discussed.

During the three months ended March 31, 2026, the Company used cash in investing activities of \$184,896 compared to \$174,659 used in investing activities in 2025. In both periods, the Company paid the annual holding payment of US\$118,000, inclusive of 18% IGTV, required under the terms of the Aceros option agreement and in the current period, the Company also entered into the Horizonte Option. Comparatively, during Q1 2025, the Company purchased a piece of equipment. Expenditures in both periods were partially offset by interest income earned, which in 2025 was higher due to the higher interest rates earned on the higher cash balances.

During the three months ended March 31, 2026, and 2025, the Company did not generate cashflows from financing activities as the Company had sufficient cash on hand from its May 2024 Offering (as herein defined) to fund its activities.

As previously discussed, the Company paused drilling in March 2025 to allow the Company time to grow and refine its pipeline of copper-gold targets through surface work which included mapping, sampling and geophysical programs, across the broader Sombrero Project land package. In addition, efforts shifted to expanding permits to support the next phase of drilling, which will allow for broader systematic testing where mineralization and alteration have been found to extend beyond the currently permitted area, and across some of the newly defined target areas. Based on current plans, the Company projects 12-month expenditures of approximately \$1.5 million to cover general corporate compliance and overhead costs, \$1.2 million for corporate communications and marketing, and \$2.8 million for project

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

related costs, which includes \$0.8 million for its property related payments, \$0.4 million for its technical team who continue to interpret data and plan future programs while also reviewing other projects for acquisition, and \$1.6 million to keep its Sombrero Project community relationships in good standing and to maintain and expand its permits. The above expenditures do not include those that will be incurred to conduct exploration activities, including a Phase 2 of drilling. Exploration budgets are driven by the size, timing and extent of the planned programs. Current plans include continued surface work and approximately 5,700 m of drilling with an estimated cost of \$4.0 million which amount would be included in a larger financing that the Company expects to seek in Q2 2026. Budgets are subject to change based on the drill permits obtained and the amount of capital raised.

The Company has incurred operating losses to date and does not generate operating revenue to support its activities; hence, it primarily relies on equity financings. As at March 31, 2026, the Company had sufficient cash on hand to discharge its financial liabilities at that date as they become due but will require additional funding to continue operations for the next twelve months and execute on its planned exploration and other activities. Although the Company has had success raising capital in the past, the Company's ability to continue as a going concern remains dependent upon its ability to continue to obtain the financing, if available, to fund exploration and maintenance of its mineral properties, the realization of future profitable production, proceeds from the disposition of its mineral interests, and/or other sources.

### 5.2 Capital resources

The Sombrero Project is in the exploration stage; as such, the Company, like virtually all junior explorers, relies on equity financings to fund its activities. The Company also has share purchase options and warrants outstanding that could be a potential source of capital for the Company.

#### Exercisable securities

<b>Expiry date</b>	<b>Security type</b>	<b>Securities outstanding</b>	<b>Exercise price</b>
January 29, 2027	Warrants	120,000	\$0.15
August 6, 2029	Options	7,795,000	\$0.50
August 13, 2029	Warrants	15,795,383	\$0.30

\*The above table excludes 20,229,929 warrants granted in connection with the May 2024 Offering which are currently out of the money and therefore expected to expire on May 16, 2026, unexercised.

#### Equity Financings

On May 16, 2024, the Company closed the \$19.37 million private placement equity financing (the "May 2024 Offering") in which it issued an aggregate of 38,750,580 units at \$0.50 per unit which included a 9.9% equity investment from Teck Resources Limited ("Teck"). In connection with the May 2024 Offering the Company entered an investor rights agreement with Teck providing them with certain rights during the two-year term of the agreement which will expire on May 16, 2026.

The net proceeds from the May 2024 Offering were intended to be, and have been, used primarily for drilling of the Ccascabamba target area at the Company's Sombrero Project, and more specifically, the Company agreed with Teck that the \$8.77 million of proceeds from their investment would be (and has been) directed towards the exploration of the Sombrero Project.

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

A summary of the proceeds and use of funds is as follows:

<b>May 2024 Offering</b>	<b>Number of common shares</b>	<b>Source/Use of Proceeds</b>
Units issued at \$0.50 per unit	38,750,580	\$ 19,375,290
Share issuance costs		(1,060,596)
Net proceeds		\$ 18,314,694
<b>Actual use of proceeds to December 31, 2025</b>		
Expenditures on Sombrero Project		(11,005,230)
Expenditures on project investigation		(156,254)
General working capital		(4,260,769)
<b>Proceeds remaining as at December 31, 2025</b>		<b>\$ 2,892,441</b>
<b>Actual use of proceeds to March 31, 2026</b>		
Expenditures on Sombrero Project		(1,002,227)
Expenditures on project investigation		(35,814)
General working capital		(852,539)
<b>Proceeds remaining as at March 31, 2026</b>		<b>\$ 1,001,861</b>

### 6. OFF-BALANCE SHEET ARRANGEMENTS

The Company does not utilize off-balance sheet arrangements. Earn-in arrangements are not viewed as off-balance sheet arrangements, and there are no other commitments held by the Company at the balance sheet date other than those discussed in section 5.1 above.

### 7. PROPOSED TRANSACTIONS

As at March 31, 2026, and as at the date of this MD&A, the Company had no proposed material asset or business acquisitions or dispositions.

### 8. RELATED PARTY TRANSACTIONS

Related party transactions, as defined by IFRS (and for clarity, not NI 61-101 which has a different definition), are those with entities over which the Company has control or significant influence, or with key management personnel, being persons 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, 2026, and 2025, is as follows:

#### 8.1 UMS Canada

Due to the Company having an ownership interest in UMS Canada it is classified as a related party. All transactions with UMS Canada during the three months ended March 31, 2026, and 2025, have occurred in the normal course of operations and are summarized in the table below. All amounts are unsecured, non-interest bearing and have no specific terms of settlement, unless otherwise noted.

	<b>Three months ended March 31,</b>	
	<b>2026</b>	<b>2025</b>
Exploration and evaluation	\$ 74,317	\$ 158,012
Project investigation	18,847	134
Marketing and investor relations	3,411	-
General and administration	171,309	211,258
<b>Total transactions for the period</b>	<b>\$ 267,884</b>	<b>\$ 369,404</b>

As at March 31, 2026, \$83,060 (December 31, 2025 - \$108,149) was included in accounts payable and accrued liabilities and \$184,435 (December 31, 2025 - \$169,205) in prepaid expenses, deposits and other relating to transactions with UMS Canada. Including the initial deposit of \$150,000 advanced to UMS Canada for working capital purposes, the Company had a net deposit balance of \$251,375 with UMS Canada as at March 31, 2026.

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

### 8.2 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, the CEO, and five, effective September 15, 2025, onwards, are non-executive independent directors:

	Three months ended March 31,	
	2026	2025
Salaries and other employee benefit provided to executives	\$ 213,215	\$ 214,315
Fees paid to non-executive independent directors	22,402	37,995
Share-based payments	6,496	118,792
<b>Total for the period</b>	<b>\$ 242,113</b>	<b>\$ 371,102</b>

As at March 31, 2026, the Company had an outstanding accounts payable balance with key management personnel of \$160,503 (December 31, 2025 - \$170,715) which is primarily related to accrued short-term incentive compensation awarded in relation to key corporate objectives achieved in 2025. Payment of these awards is deferred until the Company has raised a minimum of \$7 million.

### 9. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the financial statements in conformity 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.

In preparing the Company's financial statements, the Company applied the significant accounting estimates and judgments disclosed in Note 3 of the audited consolidated financial statements for the year ended December 31, 2025.

### 10. CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

The accounting policies followed in the 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, 2025, as disclosed in Note 3 therein, with the exception of those amended standards discussed below.

On May 30, 2024, the IASB issued Amendments IFRS 9 and IFRS 7 which clarify the date of initial recognition or derecognition of financial liabilities, including financial liabilities that are settled in cash using an electronic payment system. The amendments also introduce additional disclosure requirements to enhance transparency regarding investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features. These amendments are effective for annual periods beginning on or after January 1, 2026. The adoption of the new standard did not have an impact on the financial statements of the Company.

#### Standards issued but not yet effective

On April 9, 2024, the IASB issued a new standard, IFRS 18 Presentation and Disclosure in Financial Statements, to improve the reporting of financial performance. IFRS 18 introduces categories and defined subtotals in the statement of profit or loss, disclosures on management-defined performance measures, and requirements to improve the aggregation and disaggregation of information in the financial statements. As a result of IFRS 18, amendments to IAS 7 were also issued to require that entities use the operating profit subtotal as the starting point for the indirect method of reporting cash flows from operating activities and also to remove presentation alternatives for interest and dividends paid and received. IFRS 18 replaces IAS 1 Presentation of Financial Statements and will be effective for annual reporting periods beginning on or after January 1, 2027, and is to be applied retrospectively, with early adoption permitted. The Company is in the process of assessing the impact of this new accounting standard on the financial statements but recognizes that it will have an impact on the presentation of its statements of loss and comprehensive loss, and cash flows. At this time, the Company has not identified any management-defined performance measures that will require disclosure.

# Coppernico Metals Inc.

## Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

### 11. FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

As at March 31, 2026, 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 these financial instruments approximate their carrying values due to their short-term nature.

The Company's financial instruments are exposed to certain financial risks including credit risk, liquidity risk and currency risk. Details of the primary risks that the Company is exposed to are laid out in Note 11 to the Company's financial statements.

### 12. OTHER REQUIRED DISCLOSURE

#### 12.1 Capital structure

The Company is authorized to issue an unlimited number of common shares without par value. As at the dates shown in the table, the Company had the following outstanding securities:

	<b>As at March 31, 2026 and the date of this MD&amp;A</b>
Common shares	177,304,848
Share purchase options	7,795,000
Share purchase warrants	36,145,312*

\*20,229,929 warrants granted in connection with the May 2024 Offering are set to expire on May 16, 2026.

#### 12.2 Disclosure controls and procedures

National Instrument 52-109 ("NI 52-109") requires that reporting issuers certify certain matters in their annual and interim filings, and specifically, non-venture issuers must establish and maintain disclosure controls and procedures ("DC&P"), and internal controls over financial reporting ("ICFR").

DC&P means controls and other procedures that are designed to provide reasonable assurance that material information required to be disclosed is duly gathered and reported to senior management in order to permit timely decisions and timely and accurate public disclosure.

ICFR means a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements and includes those policies and procedures that:

- pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the issuer;
- provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with IFRS, and that receipts and expenditures of the issuer are being made only in accordance with authorizations of management and directors of the issuer; and
- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the issuer's assets or incurring liabilities or other obligations that could have a material effect on the consolidated financial statements.

Coppernico's management is responsible for the establishment and maintenance of a system of internal control over financial reporting and as required by NI 52-109, the CEO and the CFO have caused the effectiveness of the internal controls over financial reporting to be evaluated using the framework established in 'Internal Control - Integrated Framework (COSO Framework)' published by The Committee of Sponsoring Organizations of the Treadway Commission (COSO), 2013. Based on that evaluation, management, under the supervision of the CEO and the CFO, have concluded that the design and operation of the Company's internal controls over financial reporting were effective as at December 31, 2025. There were no changes in the Company's internal controls over financial reporting in Q1 2026, that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

In designing such controls, it should be recognized that due to inherent limitations, any control, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and may not prevent or detect misstatements. Projections of any evaluations of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate. Additionally, management is required to use judgment in evaluating controls and procedures.

## **Coppernico Metals Inc.**

Management's Discussion and Analysis of Financial Condition and Results of Operations  
for the three months ended March 31, 2026 (In Canadian dollars, unless otherwise noted)

---

Additional disclosures pertaining to the Company's management information circulars, material change reports, press releases and other information are available on the SEDAR+ website at [www.sedarplus.ca](http://www.sedarplus.ca) under Coppernico Metal Inc.'s profile.

On behalf of the Board of Directors

*"Ivan Bebek"*

**Ivan Bebek**

President, Chief Executive Officer, and Director

May 14, 2026