FORM 5A

ANNUAL LISTING SUMMARY

Introduction

The requirement to file this Form 5A does not apply to NV Issuers. NV Issuers must file a Form 51-102F2 Annual Information Form.

This Annual Listing Summary must be posted on or before the day on which the Issuer's annual financial statements are to be filed under the Securities Act. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies.

General Instructions

(a) Prepare this Annual Listing Summary using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.

(b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.

(c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

Listed Issuer Name: Copper Standard Resources Inc. **Website: copperstandard.com** **Listing Statement Date: April 17, 2024** **Description(s) of listed securities(symbol/type): CSR/Common shares**
Brief Description of the Issuer's Business: Exploration-stage mining
Description of additional (unlisted) securities outstanding: **Warrants, options**
Jurisdiction of Incorporation: British Columbia
Fiscal Year End: December 31, 2023

Date of Last Shareholders' Meeting and Date of Next Shareholders' Meeting (if scheduled): June 22, 2023		
Financial Information as at: December 31, 2023		
	Current	**Previous**
Cash	**3,413,738**	**1,664,243**
Current Assets	**3,489,929**	**1,697,357**
Non-current Assets	**10,587,761**	**9,780,048**
Current Liabilities	**400,515**	**103,884**
Non-current Liabilities	**Nil**	**Nil**
Shareholders' equity	**13,677,175**	**11,373,521**
Revenue	**Nil**	**Nil**
Net Income	**(1,284,298)**	**(672,000)**
Net Cash Flow from Operations	**(708,824)**	**(367,968)**

SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in the Schedules. If the required details are included in Schedule A or B, provide specific reference to the page or note.

1. Related party transactions

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons: **See note 9 to financial statements**

(a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.

(b) A description of the transaction(s), including those for which no amount has been recorded.

(c) The recorded amount of the transactions classified by financial statement category.

(d) The amounts due to or from Related Persons and the terms and conditions relating thereto.

(e) Contractual obligations with Related Persons, separate from other contractual obligations.

(f) Contingencies involving Related Persons, separate from other contingencies.

2. Summary of securities issued and options granted during the period.

Provide the following information for the Listed Issuer's fiscal year:

(a) summary of securities issued during the period,

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
12/13/2023	Common shares	Exercise of options	233,333	$0.30	$70,000	Cash		nil
12/23/2023	Common shares	Private placement	7,766,087	$0.45	$3,494,740	Cash	30% Related party	nil
12/23/2023	Warrants	Private placement	7,766,087	$0.00 (with common shares above)	nil	Cash	30% Related party	nil

(b) summary of options granted during the period,

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant

3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

(a) description of authorized share capital including number of securities outstanding for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

Class	Amount
Common shares	38,504,587

(b) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

Type	Amount	Exercise price	Expiry date	Value in FS
Warrants	2,873,333	$0.30	09/30/2025	$168,195
Warrants	6,182,000	$0.30	04/30/2026	$413,607
Warrants	7,766,087	$0.90	12/22/2028	$1,449,323
Options	333,334	$0.30	09/18/2025	$32,016
Options	2,058,333	$0.60	09/01/2027	$249,406
Options	683,333	$0.48	12/01/2028	$410,431

(c) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

Class	Amount escrowed

4. List the names of the directors and officers and include the position(s) held and the date of appointment, as at the date this report is signed and filed.

Name	Position	Date of appointment
Andy Swarthout	Chairman	September 1, 2022
Marcel de Groot	CEO, Director	November 7, 2018
Hayley Thomasen	Director	September 1, 2020
Christian Uria	CFO	November 17, 2021
Craig Rollins	Corporate Secretary	September 1, 2022
Christian Milau	Director	September 25, 2023
Daniel O’Flaherty	Director	November 27, 2023

5. Financial Resources

a) State the business objectives that the Issuer expects to accomplish in the forthcoming 12-month period;

The Company intends to complete a drill exploration program on the Colpayoc property for which it has an option to own a 100% interest in given the terms outlined in the Company's MD&A. The Company is also investigating other projects for acquisition.

b) Describe each significant event or milestone that must occur for the business objectives in (a) to be accomplished and state the specific time period in which each event is expected to occur and the costs related to each event;

The drill program has been fully funded as of January. Drilling has begun and the 2024 program is expected to cost $3.7 million.

c) Disclose the total funds available to the Issuer and the following breakdown of those funds:

(i) the estimated consolidated working capital (deficiency) as of the most recent month end prior to filing the Listing Statement, and

$3,800,000

(ii) the total other funds, and the sources of such funds, available to be used to achieve the objectives and milestones set out in paragraphs (a) and (b); and

Nil

(iii) describe in reasonable detail and, if appropriate, using tabular form, each of the principal purposes, with approximate amounts, for which the funds available described under the preceding paragraph will be used by the Issuer.

Approximately 15% will be used on G&A and overhead (Legal, accounting, management, etc.) and 85% will be used on exploration.

6. Status of Operations

During the fiscal year, did the Listed Issuer

(a) reduce or impair its principal operating assets; NA or

(b) cease or substantively reduce its business operations with respect to its stated business objectives in the most recent Listing Statement? No

Provide details:

7. Business Activity

a) Activity for a mining or oil and gas Listed Issuer

(i) For the most recent fiscal year, did the Listed Issuer have positive cash flow, significant revenue from operations, or $50,000 in exploration or development expenditures?

Provide details.

The Company did not have positive cash flow or any revenue as it is an exploration stage mining Company with no revenue generating assets. The Company had $75,000 in exploration between its own assets and project exploration and also paid $750,000 toward exploration expenditures on the Colpayoc project, which it has an option to earn a 100% interest in.

(ii) If the response to (i) above is “no”, for the three most recent fiscal years did the Listed Issuer have an aggregate of $100,000 in exploration or development expenditures?

Provide details.

b) Activity for industry segments other than mining or oil & gas

(i) For the most recent fiscal year, did the Listed Issuer have positive cash flow, or $100,000 in revenue from operations or $100,000 in development expenditures?

Provide details.

(ii) If the response to (i) above is “no”, for the three most recent fiscal years, did the Listed Issuer have either $200,000 in operating revenues or $200,000 in expenditures directly related to the development of the business?

Provide details.

SCHEDULE A: AUDITED ANNUAL FINANCIAL STATEMENTS

SCHEDULE B: MANAGEMENT DISCUSSION AND ANALYSIS

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Annual Listing Summary.

2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.

3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).

4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated April 17, 2024.

Christian Uria
Name of Director or Senior Officer

"Christian Uria"
Signature

Chief Financial Officer
Official Capacity

Issuer Details Name of Issuer **Copper Standard Resources Inc.**	For Year Ended **2023**	Date of Report YY/MM/D **2024/04/17**
Issuer Address **3200 733 Seymour St**		
City/Province/Postal Code **Vancouver, BC, V6B 0S6**	Issuer Fax No. **N/A**	Issuer Telephone No. **778-945-3951**
Contact Name **Christian Uria**	Contact Position **CFO**	Contact Telephone No. **778-945-3951**
Contact Email Address **info@copperstandard.com**	Web Site Address **Copperstandard.com**	

Copper Standard Resources Inc. (formerly Level 14 Ventures Ltd)

CONSOLIDATED FINANCIAL STATEMENTS

For the years ended December 31, 2023 and 2022

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Copper Standard Resources Inc. (formerly Level 14 Ventures Ltd.)

Opinion

We have audited the accompanying consolidated financial statements of Copper Standard Resources Inc. (formerly Level 14 Ventures Ltd.) (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2023 and 2022, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity, and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained in our audit is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the consolidated financial statements, which indicates that the Company incurred a loss of $1,284,298 for the year ended December 31, 2023 and is expected to incur operating losses for the foreseeable future. As stated in Note 1, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year ended. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our auditor's report.

Assessment of Impairment Indicators of Deferred Acquisition Costs ("DAC")

As described in Note 5 to the consolidated financial statements, the carrying amount of the Company's DAC were $10,587,761 as of December 31, 2023. As more fully described in Notes 2 and 3 to the consolidated financial statements, management assesses DAC for indicators of impairment at each reporting period.

The principal considerations for our determination that the assessment of impairment indicators of DAC is a key audit matter is that there was judgment made by management when assessing whether there were indicators of impairment for these assets, specifically relating to the assets' carrying amount which is impacted by the Company's intent and ability to continue use of, or to advance with these assets. This in turn led to a high degree of auditor judgment, subjectivity, and effort in performing procedures to evaluate audit evidence relating to the judgments made by management in their assessment of indicators of impairment that could give rise to the requirement to prepare an estimate of the recoverable amount of the DAC.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. Our audit procedures included, among others:

- Evaluating management's assessment of impairment indicators.
- Evaluating the intent for the DAC through discussion and communication with management.
- Reviewing the Company's recent expenditure activity.
- Assessing compliance with agreement including vouching cash payments.
- Obtaining confirmation of title to ensure properties underlying the DAC asset is in good standing.

Other Information

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year ended and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Michael MacLaren.

Davidson & Company LLP

Vancouver, Canada — Chartered Professional Accountants

April 16, 2024

COPPER STANDARD RESOURCES INC. (formerly Level 14 Ventures Ltd)

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT DECEMBER 31
(Expressed in Canadian dollars)

	Note	2023 $	2022 $
ASSETS			
Current assets			
Cash		**3,413,738**	**1,664,243**
Receivables		**64,091**	**33,114**
Prepaid expenses		**12,100**	**-**
Total current assets		**3,489,929**	**1,697,357**
Non-current assets			
Exploration and evaluation asset	4	**-**	**229,657**
Deferred acquisition costs	5	**10,587,761**	**9,550,391**
Total assets		**14,077,690**	**11,477,405**
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	9	**400,515**	**103,884**
Total liabilities		**400,515**	**103,884**
SHAREHOLDERS' EQUITY			
Share capital	7	**13,795,191**	**11,751,273**
Share-based compensation reserve	7 (c)	**691,853**	**304,267**
Warrant reserve	8	**2,031,125**	**581,802**
Deficit		**(2,840,994)**	**(1,263,821)**
Total shareholders' equity		**13,677,175**	**11,373,521**
Total liabilities and shareholders' equity		**14,077,690**	**11,477,405**

Nature of operations and going concern (note 1)
Subsequent event (note 14)

Approved by the Board of Directors on April 16, 2024

"Hayley Thomasen" ***"Christian Milau"***

Director ***Director***

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

COPPER STANDARD RESOURCES INC. (formerly Level 14 Ventures Ltd)
CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
FOR THE YEARS ENDED DECEMBER 31, 2023 and 2022
(Expressed in Canadian dollars)

	Note	2023 $	2022 $
Expenses			
Exploration expenses	4	76,201	45,991
Foreign exchange (gain) loss		151,251	37,955
General and administrative	9	61,188	40,004
Impairment of exploration asset	4	229,657	-
Insurance expense		12,100	12,100
Listing and filing fees		41,868	24,504
Management fees	9	36,000	36,000
Marketing fees		120,840	61,820
Professional fees		181,749	123,370
Salaries and wages	9	50,500	40,850
Share-based compensation	7(c), 9	410,431	249,406
Gain on spinouts	6	(87,487)	-
Loss and comprehensive loss for the year		**1,284,298**	**672,000**
Loss per share			
Basic and diluted		**(0.04)**	**(0.03)**
Weighted average number of common shares outstanding (basic and diluted)		**30,730,083**	**24,950,409**

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

(Expressed in Canadian dollars)

	Note	Common shares Number	Share capital $	Warrants reserve $	Share-based compensation reserve $	Deficit $	Total $
Balance, December 31, 2021		**13,026,834**	**1,323,692**	**581,802**	**54,861**	**(591,821)**	**1,368,534**
Shares issued for private placement	7(b)	5,478,333	3,287,000	-	-	-	3,287,000
Share issuance costs	7(b)	-	(59,419)	-	-	-	(59,419)
Shares issued on asset acquisition	5, 7(b)	12,000,000	7,200,000	-	-	-	7,200,000
Share-based compensation	7(c)	-	-	-	249,406	-	249,406
Loss and comprehensive loss for the year		-	-	-	-	(672,000)	(672,000)
Balance, December 31, 2022		**30,505,167**	**11,751,273**	**581,802**	**304,267**	**(1,263,821)**	**11,373,521**
Shares issued for private placement	7(b)	7,766,087	2,005,206	1,489,534	-	-	3,494,740
Share issuance costs	7(b)	-	(54,133)	(40,211)	-	-	(94,344)
Share based compensation	7(c)	-	-	-	410,431	-	410,431
Spin-off transactions	6	-	-	-	-	(292,875)	(292,875)
Shares issued for option exercise	7(c)	233,333	92,845	-	(22,845)	-	70,000
Loss and comprehensive loss for the year		-	-	-	-	(1,284,298)	(1,284,298)
Balance, December 31, 2023		**38,504,587**	**13,795,191**	**2,031,125**	**691,853**	**(2,840,994)**	**13,677,175**

(Expressed in Canadian dollars)

	Note	2023 $	2022 $
Cash flows provided by (used in)			
Operating Activities			
Loss for the year		**(1,284,298)**	**(672,000)**
Items not affecting cash:			
Unrealized foreign exchange loss		**-**	**82,551**
Share-based compensation	7(c)	**410,431**	**249,406**
Impairment of exploration and evaluation asset	4	**229,657**	**-**
Gain on spinout	6	**(87,487)**	**-**
Changes in non-cash working capital:			
Accounts payable and accrued liabilities		**65,950**	**(19,633)**
Receivables		**(30,977)**	**(8,292)**
Prepaid expenses		**(12,100)**	**-**
		(708,824)	**(367,968)**
Financing Activities			
Issuance of share capital	7(b)	**2,005,206**	**3,287,000**
Issuance of warrants	8	**1,489,534**	**-**
Share issuance costs	7(b)	**-**	**(59,419)**
Option exercise	7(c)	**70,000**	**-**
Repayment of loan	5	**-**	**(814,820)**
		3,564,740	**2,412,761**
Investing Activities			
Cash disposed of on deconsolidation	6	**(69,051)**	**-**
Advance to Bridle Capital Ltd.	5	**-**	**(383,268)**
Acquisition of Bridle Capital Ltd.	5	**-**	**76,477**
Transaction costs on acquisition	5	**-**	**(3,000)**
Deferred acquisition costs	5	**(1,037,370)**	**(819,182)**
		(1,106,421)	**(1,128,973)**
Increase in cash for the year		**1,749,495**	**915,820**
Cash – beginning of year		**1,664,243**	**748,423**
Cash – end of year		**3,413,738**	**1,664,243**
Non-cash financing and investing activities			
Shares issued for acquisition of Bridle Capital Ltd.	5	-	7,200,000
Fair value of option exercise	7(c)	22,845	-
Share issuance costs included in accounts payable	7(b)	94,344	-
Spinout shares distributed	6	150,000	-
Costs incurred for distribution of spinout	6	142,875	-

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

1. Nature of Operations and Going Concern

Nature of operations and Going Concern

Copper Standard Resources Inc. ("Copper Standard" or the "Company") is an exploration stage mining company with an option to acquire, through its wholly-owned subsidiary Bridle Capital Ltd. ("Bridle"), 100% of the Colpayoc project in Northern Peru, which is comprised of 3 concessions totaling approximately 1,580 hectares (the "Colpayoc Property") (note 5).

Copper Standard (formerly Level 14 Ventures Ltd) was incorporated under the British Columbia *Business Corporations Act* on November 7, 2018. Copper Standard has two wholly-owned subsidiaries; Bridle and Mineros Invirtiendo en Peru SAC ("MIPE") which are consolidated with the Company in these statements. The Company is publicly traded and listed on the Canadian Securities Exchange under the symbol "CSR".

On December 22, 2023, the Company undertook a name change from "Level 14 Ventures Ltd." to "Copper Standard Resources Inc." Concurrently with the name change, the Company consolidated its issued and outstanding common shares on the basis of one post-consolidation share for every three pre-consolidation shares. Unless otherwise noted in these consolidated financial statements, all share, option, warrant and per share amounts are presented on a post-consolidation basis.

On June 7, 2023, the Company and its two formerly wholly owned subsidiaries, Green Mountain Resources Ltd. ("GMR"), which owns the Green Mountain Property located in the Province of British Columbia, and Kobe Resources Ltd. ("Kobe"), entered into an arrangement agreement with respect to a plan of arrangement (the "Arrangement") to give effect to the spin-off of GMR and Kobe. The Arrangement was approved by the shareholders of the Company on June 27, 2023 and the spin-off completed on July 5, 2023 (note 6).

These 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 business. Copper Standard is an exploration stage mining company which incurred a loss of $1,284,298 for the year ended December 31, 2023, and as at December 31, 2023 had an accumulated deficit of $2,840,994. Copper Standard is expected to incur operating losses for the foreseeable future. Copper Standard's ability to continue as a going concern is dependent upon the ability of the Company to obtain financing and generate positive cash flows from its operations. There can be no assurances that the Company will continue to obtain financing resources necessary and/or achieve positive cash flows. If the Company is unable to obtain adequate additional financing, the Company will be required to curtail operations and there would be significant uncertainty whether the Company would continue as a going concern and realize its assets and settle its liabilities and commitments in the normal course of business. These material uncertainties may cast significant doubt about the Company's ability to continue as a going concern. These Financial Statements do not include adjustments that may be necessary if the going concern principal is not appropriate.

The head office & principal address of the Company is located at Suite 3200, 733 Seymour Street, Vancouver, BC, V6B 0S6.

2. Basis of Presentation and Material Accounting Policies

Statement of compliance

These Financial Statements have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Basis of presentation

These Financial Statements have been prepared on a historical cost basis, except for any financial assets and liabilities held at fair value, as explained in the accounting policies set out below. The Financial Statements are presented in Canadian Dollars, which is the functional currency of the Company and its subsidiaries.

Consolidation of subsidiaries

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity where the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are recorded at cost and fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases. Bridle is located in Canada and holds a subsidiary located in Peru.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

Significant accounting policy information

Cash

Cash consists of cash held on demand with banks.

Exploration and evaluation assets

Acquisition costs of mineral claims are initially capitalized as exploration and evaluation assets as incurred and include cash consideration and the fair value of shares issued on the acquisition of mineral properties. Exploration and pre-extraction expenditures are expensed as incurred until such time as technical feasibility and commercial viability of the mineral properties is demonstrable, after which subsequent expenditures relating to development activities for that particular project are capitalized as incurred.

When the technical and commercial viability of a mineral resource has been demonstrated and a development decision has been made, the capitalized costs of the related property are first tested for impairment, then transferred to mining assets and will be depreciated using the units of production method on commencement of commercial production.

Exploration and evaluation assets are tested for impairment if facts or circumstances indicate that impairment exists. For the purposes of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the cash generating units or “CGUs”).

If an indicator of impairment exists, the recoverable amount of the asset or CGU is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and the value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm’s length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior periods. A reversal of an impairment loss is recognized immediately in profit or loss.

Deferred acquisition costs

Deferred acquisition costs represent cumulative costs incurred directly attributable to the uncompleted acquisition of a target company and its related net assets. Once complete, the Company will consolidate the entity, or in the event of non-completion, such costs will be written-off. The Company assesses the deferred acquisition costs for impairment indicators each reporting period, including assessment of the target company's underlying net assets.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Classification

The Company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through Other Comprehensive Income ("OCI"), or through profit or loss), and

- Those to be measured at amortized cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses are either recorded in profit or loss or OCI.

At present, the Company classifies cash and receivables as held at amortized cost.

Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVTPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Financial assets are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Subsequent measurement of financial assets depends on their classification. There are three measurement categories under which the Company classifies its debt instruments:

- Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included as finance income using the effective interest rate method.

- Fair value through OCI ("FVOCI"): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI.

- Fair value through profit or loss: Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on an instrument that is subsequently measured at FVTPL is recognized in profit or loss.

Financial liabilities

The Company classifies its financial liabilities into the following categories: financial liabilities at FVTPL and amortized cost.

A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative, or it is designated as such on initial recognition. Directly attributable transaction costs are recognized in profit or loss as incurred. The fair value changes to financial liabilities at FVTPL are recognized in profit or loss.

Other non-derivative financial liabilities are initially measured at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortized cost using the effective interest method. At present, accounts payable and accrued liabilities are measured at amortized cost.

Flow through shares

Resource expenditure deductions for income tax purposes related to exploration activities funded by flow-through share arrangements are renounced to investors under Canadian income tax legislation. Upon issuance, the Company separates the flow-through share into i) a flow-through share premium, equal to the difference between the current market price of the Company's common shares and the issue price of the flow through share (initially recognized as a liability) and ii) share capital. Upon eligible exploration expenses being incurred, the premium is then amortized pro-rata to profit or loss. Proceeds received from the issuance of flow-through shares must be expended on Canadian resource property exploration within a period of two years.

Income (loss) per share

Basic income (loss) per share is computed by dividing net income (loss) by the weighted average number of common shares outstanding during the period. The computation of diluted income (loss) per share assumes the conversion, exercise or contingent issuance of securities only when such conversion, exercise or issuance would have a dilutive effect on income (loss) per share. The assumed proceeds upon the exercise of stock options and warrants are assumed to be used to purchase common shares at the average market price during the period. This calculation proved to be anti-dilutive for the years presented.

Income Taxes

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used are those that are substantively enacted by the end of the reporting date.

Deferred income tax is provided for temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting. The change in the net deferred income tax asset or liability is included in income except for deferred income tax relating to equity items which is recognized directly in equity. The income tax effects of differences in the periods when revenue and expenses are recognized, in accordance with Company's accounting practices, and the periods they are recognized for income tax purposes are reflected as deferred income tax assets or liabilities. Deferred income tax assets and liabilities are measured using the substantively enacted statutory income tax rates which are expected to apply to taxable income in the years in which the assets are realized or the liabilities settled. A valuation allowance is recorded against any deferred tax asset if it is not probable to be utilized against future taxable profit.

Deferred income tax assets and liabilities are offset only if a legally enforceable right exists to offset current tax assets against liabilities and the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on the same taxable entity and are intended to be settled on a net basis.

The determination of current and deferred taxes requires interpretations of tax legislation, estimates of expected timing of reversal of deferred tax assets and liabilities, and estimates of future earnings.

Share capital and share issuance costs

Costs directly attributable to the raising of capital are charged against the related share capital. Costs related to shares not yet issued are recorded as deferred share issuance costs. These costs are deferred until the issuance of the shares to which the costs relate, at which time the costs will be charged against the related share capital or charged to profit or loss if the shares are not issued.

When the Company issues shares with a warrant attached, the Company allocates the transaction price proportionately based on the relative fair value of each instrument, being the common share and the warrant, at grant date. The fair value of warrants is determined by using the Black-Scholes option pricing model. The value assigned to the common share is recorded in share capital and the value assigned to the warrants is recorded within the reserves. If and when the warrants are exercised, the applicable original amounts of reserve for warrants are transferred to issued capital. The proceeds generated from the payment of the exercise price are also allocated to issued capital.

Share-based compensation

The fair value of the share-based compensation awards for stock options and compensation warrants is determined at the date of grant using the Black-Scholes option pricing model. The fair value of the award is charged to profit or loss (unless they are considered to be share issuance costs in which case they are booked as a reduction to share capital) and credited to the Share-based compensation reserve (within Shareholders' Equity on the Statement of Financial Position) rateably over the vesting period, after adjusting for the number of awards that are expected to vest. Expenses recognized for forfeited unvested awards are reversed. Where the terms of an equity-settled award are modified, as a minimum an expense is recognized as if the terms had not been modified over the original vesting period. In addition, an expense is recognized for any modification which increases the total fair value of the share-based payment arrangement as measured at the date of modification, over the remainder of the vesting period.

Equity-based compensation issued to non-employees for services performed is recorded at the fair value of the services performed unless this value cannot be determined reliably in which case the compensation issued is valued with reference to the fair value of the equity instruments granted. This compensation is recorded on the date the services are performed.

Foreign currency translation and transactions

The functional currency of the Company and its subsidiaries is determined based on the currency of the primary economic environment in which it operates. The functional currency of Copper Standard and all its subsidiaries is the Canadian dollar, which is the same as the presentation currency.

Foreign currency transactions are translated into the functional currency using the exchange rate prevailing at the dates of the transactions. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary and non-monetary items or on settlement of monetary items are recognized in profit or loss in the period in which they arise. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

Changes in accounting standards

The adoption of IAS 1 amendments which require material accounting policy disclosures as opposed to significant accounting policy disclosures.

3. Significant Accounting Estimates and Judgements

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

Significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty for the year ended December 31, 2023 are below:

Judgements

- In calculating the fair value of GMR and Kobe for purposes of the Arrangement (note 6) the Company used replacement cost as the valuation methodology, based on the legal, accounting and administration costs incurred to date by those entities.

- Management makes judgments related to expectation of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities.

- The functional currency of the Company is the currency of the primary economic environment in which the entity operates. Determination of functional currency may involve certain judgments to determine the primary economic environment and the Company reconsiders functional currency if there is a change in events and conditions which determine the primary economic environment.

- The Company has entered into an agreement to acquire a company holding mineral projects. The expenditures incurred on the mineral projects are being accounted for as advances toward the purchase of a company interest in accordance with IFRS 10 and capitalized to the statement of financial position. Upon attaining control of the company, the Company will consolidate it as a subsidiary. On a quarterly basis, the Company assesses the deferred acquisition costs to determine if any impairment indicators are present.

Estimates

- In calculating the fair value of the share-based compensation and warrants, management uses the Black Scholes Option Pricing Model which includes estimates related to the Company's share price volatility and expected life of the instruments.

- The fair value of the assets and liabilities purchased with Bridle Capital Ltd. on April 27, 2022 (note 5) have been estimated by management by allocating the fair value of the consideration shares which were issued in the concurrent financing.

- The assessment of indicators of impairment for the mineral properties and the related determination of the recoverable amount and write-down of the properties where applicable. To the extent that these estimates are not correct, the value of the mineral properties may differ. The assessment includes project plan evaluation, exploration rights, project economics, political instability, mineral prices and other applicable factors.

4. Exploration and Evaluation Asset

Green Mountain Property

On October 7, 2020, the Company acquired GMR at a cost of $229,657 from a related party. GMR owns the mineral rights of the Green Mountain Property, located in British Columbia, Canada. The property is subject to a net smelter returns royalty ("NSR") of 1.5% in favor of the vendor.

During the year ended December 31, 2023, as a result of the Company no longer having any planned or budgeted expenditures for further exploration, the Company identified that it had an impairment indicator with respect to the Green Mountain Property. After an impairment analysis was performed, it was determined that the Green Mountain property should be fully impaired resulting in the recording of an impairment loss of $229,657 during the year ended December 31, 2023.

Expressed in Canadian dollars unless otherwise stated

Exploration expenditures

During the years ended December 31, 2023 and 2022 the Company incurred the following exploration expenditures, which were expensed as incurred:

	Year ended December 31, 2023 $	Year ended December 31, 2022 $
Green Mountain		
Field office costs	2,849	-
Geological	-	35,031
	2,849	35,031
Project investigation costs		
Geological	41,027	10,960
El Ferrol		
Mineral claim extension	32,325	-
Total	**76,201**	**45,991**

5. Deferred Acquisition Costs

	Deferred acquisition costs $
Balance as of December 31, 2021	-
Fair value allocated per Bridle acquisition	8,731,210
Paid to optionors per agreements	68,643
Advances to Colpayoc	750,538
Balance as of December 31, 2022	9,550,391
Paid to optionors per agreements	290,324
Advances to Colpayoc	747,046
Balance as of December 31, 2023	10,587,761

Bridle Acquisition

On April 27, 2022, the Company acquired a 100% interest in Bridle from vendors that included a related party (note 9) for 12,000,000 common shares of the Company valued at $7,200,000. Bridle holds an option agreement to acquire Colpayoc, which owns interests in the Jose IV, Jose V and El Ferrol properties. In addition, the Company agreed to repay a US$624,431 (C$799,084) shareholder loan held by Bridle. The Company incurred $3,000 in legal costs relating to the transaction. The properties are subject to a 2% NSR on the Jose properties and a 1% NSR on the El Ferrol property in favor of the vendors.

The acquisition was treated as an acquisition of assets and the consideration allocated to the acquired assets and liabilities based on estimated fair values at the time of acquisition. Any residual value has been allocated to deferred acquisition costs.

Expressed in Canadian dollars unless otherwise stated

Allocation of the purchase price to the estimated fair value of assets and liabilities:

Purchase price:

Common shares issued	$7,200,000
Legal costs	$3,000
Total purchase price	$7,203,000

Net assets acquired:

Cash	$76,477
Accounts receivable	$13,090
Accounts payable and accrued liabilities	($77,526)
Loan payable to Copper Standard	($741,166)
Loan payable to shareholder	($799,084)
Deferred acquisition costs	$8,731,209
Total net assets acquired	$7,203,000

At the time of the acquisition there was an outstanding shareholder loan payable held by Bridle of US$624,431($799,084) due to the vendor of Bridle. The loan payable was paid in full on June 23, 2022 for $814,820. In addition, the Company had advanced $424,317 (US$335,000) to Bridle as at December 31, 2021 and with further advances of $316,849 (US$249,500) was owed $741,166 (US$584,500) at the time of acquisition.

Colpayoc

Through the acquisition of Bridle, the Company assumed its option agreement with Colpayoc SAC to earn up to 100% of the shares of Colpayoc SAC, which holds the Jose IV and V mineral claims located in Cajamarca, Peru. In addition, the Company has an option agreement with Sociedad Minera Chetilla S.R.L. to acquire 100% of the El Ferrol mineral claims, also located in Cajamarca, Peru.

Jose IV and V

The Company may earn a 75% interest in Colpayoc upon completion of US$3,000,000 in expenditures by August 17, 2025 and a US$1,500,000 payment to the optionors . After earning the 75% interest, the Company can acquire the remaining 25% upon completion of an additional US$2,000,000 in expenditures by August 17, 2027 and a US$1,500,000 payment to the optionors. A payment of $888,815 (US$650,000) has been made to the optionors towards this agreement and $1,894,950 (US$1,432,746) (inclusive of pre-acquisition costs) towards expenditures as of December 31, 2023. These amounts are included in deferred acquisition costs.

El Ferrol

The Company may earn a 100% interest in the El Ferrol property through payments of US$250,000 to the optionors by July 7, 2024. The Company paid $243,226 (US$175,000) towards this agreement as at December 31, 2023 and is included in deferred acquisition costs.

6. Spinout of Subsidiaries

On June 7, 2023, the Company and its two wholly owned subsidiaries, GMR and Kobe entered into an Arrangement to give effect to the spin-off of GMR and Kobe. Under the terms of the Arrangement, the shareholders of CSR each received $1/10^{th}$ of a share in GMR and $1/10^{th}$ of a share in Kobe for each share they own in CSR, in addition to certain options and warrants considered to have nominal value. The Company also agreed to provide each of GMR and Kobe cash of $25,000. The Arrangement was approved by the shareholders of the Company on June 27, 2023. As a result of the Arrangement, the assets and liabilities of GMR and Kobe have been deconsolidated.

Expressed in Canadian dollars unless otherwise stated

The major classes of assets and liabilities of GMR and Kobe as at July 5, 2023, were as follows:

Assets	GMR $	Kobe $	Total $
Cash	19,050	1	19,051
Receivables	1,462	-	1,462
Total Assets	20,512	1	20,513
Liabilities			
Accrued liabilities	8,000	-	8,000
Total Liabilities	8,000	-	8,000
Net assets included in spin-off	**12,512**	**1**	**12,513**

On the date of the approval of the Arrangement, Management estimated the fair value of each of Kobe and GMR to be $75,000 by using a replacement cost model. The total of $150,000 was recorded in accumulated deficit upon recording of the Arrangement. This can be seen below:

	GMR $	Kobe $	Total $
Legal expenses	60,000	60,000	120,000
Accounting expenses	10,000	10,000	20,000
Administration expenses	5,000	5,000	10,000
Total	**75,000**	**75,000**	**150,000**

As a result of the spinoff the Company recorded a net non-cash gain of $87,487 to the statement of profit or loss. The Company also incurred legal, accounting and administration costs of $142,875 directly related to the transaction, these costs are included in the accumulated deficit.

7. Share Capital and Reserves

a) Authorized:

The Company is authorized to issue an unlimited number of common shares without par value.

b) Issued and Outstanding:

Share transactions during the year ended December 31, 2023

On December 22, 2023, the Company consolidated all outstanding common shares on the basis of 1 post-consolidation share for every 3 pre-consolidation shares. Unless otherwise noted in these Financial Statements, all share, option, warrant and per share amounts are presented on a post-consolidation basis. Concurrently with the consolidation, the Company completed the first tranche of a non-brokered private placement financing and issued 7,766,087 units at $0.45 per unit (each unit consisting of one common share of the Company and one whole warrant), for proceeds of $3,494,740. Legal and other financing costs of $94,344 were incurred in connection with the financing and the net consideration of $3,494,740 was allocated between share capital and warrants based on the relative fair values of each instrument; a total of $1,951,073 (net of $54,133 financing costs) was allocated to share capital and $1,449,323 (net of $40,211 financing costs) was allocated to the warrants (note 8).

Expressed in Canadian dollars unless otherwise stated

On December 13, 2023, the Company issued 233,333 shares to option-holders upon exercise of options at an exercise price of $0.30 each for gross proceeds of $70,000.

Share transactions during the year ended December 31, 2022

On April 27, 2022, the Company completed its acquisition of Bridle Capital Ltd (note 5 and 9) through the issuance of 12,000,000 common shares valued at $7,200,000.

In connection with the acquisition, the Company completed a non-brokered private placement financing and issued 5,478,333 common shares at a price of $0.60 per share for total gross proceeds of $3,287,000. The Company paid finder's fees of $59,419 in connection with a portion of the financing.

c) Stock Options

Pursuant to the Company's stock option plan (the "Stock Option Plan"), the Company's board of directors may, from time to time, grant directors, officers, employees and consultants non-transferable options to purchase common shares, provided that the number of common shares served for issuance will not exceed 10% of the total issued and outstanding common shares of the Company, exercisable for a period of up to 5 years from the date of the grant. The exercise price of any option granted pursuant to the Stock Option Plan shall be determined by the board of directors when granted, but shall not be less than the market price.

On December 1, 2023, the Company issued 683,333 stock options with an exercise price of $0.48. All stock options issued are under a semi-annual vesting schedule with 25% of the shares vesting every 6 months starting on June 1, 2024. The options expire five years from the grant date. The value of the options granted was $260,200 or $0.38 per option.

On September 1, 2022, the Company issued 2,058,333 stock options with an exercise price of $0.60. All stock options issued are under a semi-annual vesting schedule with 25% of the shares vesting every 6 months starting on March 1, 2023. The options expire five years from the grant date. The value of the options granted was $716,328 or $0.35 per option.

The following weighted average assumptions were used to estimate the grant date fair value using the Black Scholes model:

	December 1, 2023
Expected dividend yield	0.00%
Expected stock price volatility	108%
Risk-free interest rate	3.51%
Expected life of the options	5.00 years
Grant date fair value per option	$0.38

The following weighted average assumptions were used to estimate the grant date fair value using the Black Scholes model:

	September 1, 2022
Expected dividend yield	0.00%
Expected stock price volatility	105%
Risk-free interest rate	3.32%
Expected life of the options	5.00 years
Grant date fair value per option	$0.35

Expressed in Canadian dollars unless otherwise stated

During the year ended December 31 2023, the total share-based compensation recognized by the Company for stock options granted and vested was $410,431 (2022 - $249,406).

A continuity schedule for stock options is as follows:

	Number of Options	Weighted Average Exercise Price
Outstanding as of December 31, 2021	566,667	$0.30
Granted	2,058,333	$0.60
Outstanding as of December 31, 2022	**2,625,000**	**$0.54**
Granted	683,333	$0.48
Exercised	(233,333)	$0.30
Outstanding as of December 31, 2023	**3,075,000**	**$0.54**

As at December 31, 2023, the Company had the following options outstanding:

Number outstanding	Exercisable	Exercise Price per Share	Expiry Date	Life remaining
333,334	333,334	$0.30	September 18, 2025	1.72 years
2,058,333	1,029,166	$0.60	September 1, 2027	3.68 years
683,333	-	$0.48	December 1, 2028	4.92 years
3,075,000	1,362,500			

d) Shares in Escrow

As at December 31, 2023, the Company had no shares in escrow (December 31, 2022 – 1,660,700). Such shares were released based on a predetermined schedule from the date the Company was listed on an exchange to a maximum of 36 months after.

8. Warrants

A continuity schedule for the Company's warrants is as follows:

	Number of warrants	Weighted average price
Outstanding as of December 31, 2021	9,055,333	$0.30
Granted	-	-
Outstanding as of December 31, 2022	**9,055,333**	**$0.30**
Granted	7,766,087	$0.90
Outstanding as of December 31, 2023	**16,821,420**	**$0.58**

As at December 31, 2023 the Company had the following warrants outstanding:

Number outstanding	Exercisable	Exercise Price per Share	Expiry Date	Life remaining
2,873,333	2,873,333	$0.30	September 30, 2025	1.75 years
6,182,000	6,182,000	$0.30	April 30, 2026	2.33 years
7,766,087	7,766,087	$0.90	December 22, 2028	4.98 years

Expressed in Canadian dollars unless otherwise stated

9. Related Party Transactions

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

On November 26, 2018, the Company entered into an administrative services agreement with Pathway to pay for rent and other administrative services. On September 1, 2020, this agreement was modified to include management fees in addition to the services already provided by Pathway. During the year ended December 31, 2023, Copper Standard paid or accrued $60,000 to Pathway under the agreement (2022 - $60,000), these expenses are included under general and administrative expenses and management fees in the consolidated statement of loss and comprehensive loss. As at December 31, 2023, the Company had an accounts payable balance of $41,287 owing to Pathway (December 31, 2022 - $28,739).

At of December 31, 2023, the Company had an accounts payable balance of $89,300 (2022 - $nil) to an officer and a significant shareholder of the Company.

On April 27, 2022, the Company acquired Bridle and issued 10,000,000 common shares valued at $6,000,000 to a significant shareholder. The Company also granted a 1% NSR on the Jose IV, Jose V and El Ferrol properties, and repaid the $814,820 (US$624,431) shareholder loan of Bridle (note 5).

Compensation of key management personnel:

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

During the year ended December 31, 2023 and 2022, the Company's compensation cost for key management personnel was as follows:

	Year ended December 31, 2023 $	**Year ended December 31, 2022 $**
Salaries and Wages[1]	86,500	76,850
Share-based compensation	311,609	191,851
Total	398,109	268,701

[1]Included in Salaries and Wages are management fees relating to the Pathway agreement of $36,000 for the year ended December 31, 2023 (2022 - $36,000)

10. Segmented Information

The Company's business consists of only one reportable segment being exploration and evaluation of mineral properties. Non-current assets by country are as follows:

	December 31, 2023			**December 31, 2022**		
	Canada	Peru	Total	Canada	Peru	Total
Exploration and evaluation asset	$ -	$ -	$ -	$229,657	$ -	$ 229,657
Deferred acquisition costs	-	10,587,761	10,587,761	-	9,550,391	9,550,391
	$ -	$10,587,761	$10,587,761	$229,657	$9,550,391	$9,780,048

11. Financial Instruments

As at December 31, 2023, the Company's financial instruments consist of cash, receivables, accounts payable and accrued liabilities. The Company classifies cash and receivables as financial assets held at amortized cost. The Company classifies accounts payable and accrued liabilities as financial liabilities, and these are held at amortized cost. The fair value of all of the Company's financial instruments approximates their carrying value.

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

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.

The Company's policy for determining when a transfer occurs between levels in the fair value hierarchy is to assess the impact at the date of the event or the change in circumstances that could result in a transfer. There were no transfers between the levels during the years ended December 31, 2023 or 2022.

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

(a) Credit risk

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

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. The Company has sufficient funds as of December 31, 2023 to cover its liabilities. The Company's ability to continue to meet its liabilities when due, beyond the current cash balance, is dependent on future support of shareholders through public or private equity offerings.

(c) Market risk

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

As at December 31, 2023, the Company is exposed to currency risk through its assets and liabilities denominated in US dollars and Peruvian nuevo soles. A significant change in these exchange rates could have an effect on the Company's results of operations, financial position, or cash flows. The Company has not hedged its exposure to currency fluctuations.

Based on the balances held in foreign currencies as at December 31, 2023, and assuming all other variables remain constant, a 10% change in the value of the Canadian dollar against the US dollar and Peruvian nuevo soles would result in an increase/decrease of approximately $122,822 in assets.

The Company carries no interest-bearing debt and so is not at risk of interest rate movements at present.

Expressed in Canadian dollars unless otherwise stated

12. Capital Management

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

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

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

13. Income Tax

Reconciliation of Effective Tax Rate

The Company is subject to Canadian federal and provincial tax for the estimated assessable profit at a rate of 27%. The Company had no assessable profit for all periods disclosed.

The tax expense at statutory rates for the Company can be reconciled to the reported loss for the year as follows:

	2023 **$**	**2022** **$**
Loss before income taxes	**1,284,298**	672,000
Statutory income tax rate	**27%**	27%
Income tax recovery	**346,760**	181,440
Non-deductible expenses	**(177,148)**	(44,067)
Share issuance costs	**25,473**	16,043
Difference in foreign tax rate and impact of foreign exchange	**21,470**	(45,565)
Impact of acquisition	**(69,012)**	84,560
Tax effect of net deferred tax assets not recognized	**(149,544)**	(192,411)
Total income tax expense	**-**	-

Deferred Income Taxes

As at December 31, 2023, the Company's net unrecognized deferred income tax assets amount to $491,461 (2022 - $343,917).

The Company's unrecognized deferred income tax assets are as follows:

	2023 **$**	**2022** **$**
Non-capital losses	**475,326**	321,959
Financing costs	**31,927**	17,754
Exploration and evaluation asset	**(15,792)**	4,204
Total unrecognized deferred income tax assets	**491,461**	343,917

Expressed in Canadian dollars unless otherwise stated

In assessing the recoverability of deferred tax assets other than deferred tax assets resulting from the initial recognition of assets and liabilities that do not affect accounting or taxable profit, management considers whether it is more likely than not that some portion or all of the deferred tax assets will be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. As the Company has no operations, enough evidence is not yet available to determine if the Company will be able to recognize its deferred tax assets. None of the deferred tax assets have therefore been recognized in the Company's consolidated Statement of Financial Position.

The significant components of the Company's deductible (taxable) temporary differences are as follows:

		2023 ($)	2022 ($)	Expiry Dates
Non-capital losses:				
	2018	8,376	8,376	2038
	2019	48,390	53,419	2039
	2020	388,991	447,295	2040
	2021	302,411	308,309	2041
	2022	366,964	364,078	2042
	2023	585,583	-	
		1,700,715	1,181,477	
Financing costs		118,248	65,755	Not applicable
Exploration and evaluation asset		-	15,569	Not applicable
Unused temporary differences		**1,818,964**	**1,262,801**	

14. Subsequent Event

On January 19, 2024, the Company completed the second tranche of a non-brokered private placement financing and issued 3,388,877 units at $0.45 per unit with each unit consisting of one common share of the Company and one whole warrant exercisable at a price of $0.90 for a period of five years from the date of issue, for proceeds of $1,524,995.

Copper Standard Resources Inc. (formerly Level 14 Ventures Ltd.)

MANAGEMENT DISCUSSION AND ANALYSIS FOR THE YEAR ENDED DECEMBER 31, 2023

1) Introduction

This Management Discussion and Analysis ("MD&A") of Copper Standard Resources Inc. ("Copper Standard" or the "Company") has been prepared by management as of April 17, 2024 and should be read in conjunction with the Company's audited financial statements for the year ended December 31, 2023 and related notes thereto (the "Financial Statements"). Unless otherwise specified, all financial information has been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. All dollar amounts herein are expressed in Canadian dollars (the presentation and functional currency of the Company's financial statements) unless otherwise stated.

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

2) Corporate Profile and Overall Performance

General

Copper Standard is an exploration-stage mining company with a focus on copper and gold in the Americas. The Company has an option to acquire 100% of the Colpayoc project in Northern Peru, which is comprised of 3 concessions totaling approximately 1,580 hectares (the "Colpayoc Property"). The Colpayoc Property has a fully permitted drill program and is located in Cajamarca, just outside the world class Yanacocha gold district.

Copper Standard was incorporated under the British Columbia *Business Corporations Act* on November 7, 2018. Copper Standard has one wholly owned subsidiary, Bridle Capital Ltd ("Bridle"), which is consolidated with the Company in the Financial Statements. The Company is publicly traded and listed on the Canadian Securities Exchange (the "CSE") under the symbol "CSR". The Company has two option agreements, through its subsidiary Bridle: (1) to acquire the shares of Colpayoc SAC ("Colpayoc") which holds the Jose IV and Jose V concessions of the Colpayoc Property; and (2) to acquire El Ferrol concession of the Colpayoc Property.

Developments and Performance

In April 2024, the Company began drilling at its flagship Colpayoc Property, which consists of starting Phase I of a two-phase drill program. Phase I is expected to include approximately 16,400 feet (5,000 meters) of drilling over 18 drill holes to test the potential large copper/gold porphyry and expand the existing resource. The Company anticipates completion of the Phase I drill program by mid-2024. Phase II to be based upon Phase I results.

On January 19, 2024, Company closed the second and final tranche of a non-brokered private placement. Under the final tranche, the Company issued 3,388,877 units ("Units") at a price of $0.45 per Unit for gross proceeds of $1,524,995. On December 22, 2023, the Company closed the first tranche of the private placement, which consisted of issuing 7,766,087 Units for gross proceeds of $3,494,740 (see "5. Liquidity and Capital Resources"). Each Unit is comprised of one common share and one common share purchase warrant with each warrant entitling the holder thereof to purchase one additional share at an exercise price of $0.90 per share for a period of five years following the issuance of the Units.

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

On June 7, 2023, the Company and its two formerly wholly owned subsidiaries, Green Mountain Resources Ltd. ("GMR"), which owns the Green Mountain Property located in the Province of British Columbia, and Kobe Resources Ltd. ("Kobe"), entered into an arrangement agreement with respect to a plan of arrangement (the "Arrangement") to give effect to the spin-off of GMR and Kobe. Under the terms of the Arrangement, the shareholders of the Company each received $1/10^{th}$ of a share in GMR and $1/10^{th}$ of a share in Kobe for each share they own in the Company. The Arrangement was approved by the shareholders of the Company on June 27, 2023, and the subsidiaries were spun out as their separate respective entities on July 5, 2023.

On June 27, 2023, as a result of the Company no longer having any planned or budgeted expenditures for further exploration on the Green Mountain Property, the Company performed an impairment test on the Green Mountain Property. Further to the impairment test, management of the Company determined that a full impairment of the Green Mountain Property was appropriate. As such an impairment expense of $229,657 was recorded during the nine months ended September 30, 2023.

On April 27, 2022, the Company completed the acquisition of all outstanding shares of Bridle, a private company controlled by a related party in consideration for 36,000,000 (12,000,000 post-consolidation) shares of the Company, USD$624,431 and a 1% NSR on the property (the "Acquisition"). As noted above, Bridle holds an option to acquire a 100% interest in the Colpayoc Property.

As described in further detail in the Company's Information Circular dated December 20, 2021, further to the Acquisition, Copper Standard has now assumed Bridle's right to earn up to a 100% interest in the Colpayoc Property (see "5. Liquidity and Capital Resources").

Concurrent with the Acquisition, the Company completed a non-brokered private placement financing of 16,435,000 (5,478,333 post-consolidation) common shares at $0.20 per share ($0.60 per share post-consolidation) for gross proceeds of $3,287,000. The Company paid finder's fees of $49,500 and legal fees of $9,919 in connection with the financing.

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

3) Summary of Annual Data and Quarterly Results

The following table is a summary of the Company's financial results and position for the last three completed years:

In Canadian Dollars	**Year ended December 31, 2023 ($)**	**Year ended December 31, 2022 ($)**	**Year ended December 31, 2021 ($)**
Revenue	-	-	-
Loss from operations	1,284,298	672,000	272,523
Net Loss	1,284,298	672,000	272,523
Total Assets	14,077,690	11,477,405	1,414,524
Total non-current liabilities	-	-	-

The presentation currency of the Company has been the Canadian dollar in every year presented and financial statements have been prepared in accordance with IFRS.

The following table is a summary of the Company's financial results and position for the 8 most recently completed quarters:

	Three months ended							
In Canadian dollars unless otherwise stated	**31-Dec-23**	**30-Sep-23**	**30-Jun-23**	**31-Mar-23**	**31-Dec-22**	**30-Sep-22**	**30-Jun-22**	**31-Mar-22**
Net loss	416,170	130,381	438,944	298,803	379,379	47,894	176,496	68,231
Basic loss per share	0.01	0.00	0.02	0.01	0.01	0.00	0.01	0.01
Diluted loss per share	0.01	0.00	0.02	0.01	0.01	0.00	0.01	0.01
Weighted average shares (basic and diluted)	31,397,495	30,505,167	30,505,167	30,505,167	30,505,167	30,505,167	19,676,200	13,026,834
Total assets	14,077,690	10,702,768	10,900,010	11,283,610	11,477,405	11,616,179	11,637,214	1,352,178
Long-term liabilities	-	-	-	-	-	-	-	-

The Company had been preserving cash while searching for a suitable mining transaction for the business; the Company purchased Bridle on April 27, 2022 (see "2. Corporate Profile and Overall Performance") concurrently with a financing. The total assets balance primarily consists of the Colpayoc Property acquired and the Company's cash balance. The Company has incurred some general and administrative expenses during the periods shown, resulting in a small net loss in each period and a commensurate reduction in the total assets of the Company. The loss per share has remained reasonably consistent throughout the periods shown. The increase in loss in Q4 2022 and Q1 2023 was primarily due to stock option expense relating to the issuance in September 2022. In Q2 2023, the Company impaired 100% of its BC exploration asset, the Green Mountain Property, being a charge of $229,657 to the Statement of Loss and Comprehensive Loss, which resulted in an increase in the loss for the period and a reduction in total assets. In Q4 2023, the Company completed a financing resulting in an increase in total assets and the weighted average shares outstanding (see "5. Liquidity and Capital Resources"). Also in Q4 2023, there was an increase in loss due to a larger than usual unrealized foreign exchange loss resulting from volatile currency fluctuation in the quarter.

4) Results of Operations

Three months ended December 31, 2023 compared to the three months ended December 31, 2022

As at December 31, 2023, the Company is an exploration mining company and has no sources of revenue. Accordingly, the Company has not recorded any revenues, and depends upon share issuances to fund its expenses.

The Company incurred a net loss of $416,170 in the three months ended December 31, 2023 as compared to $379,379 in the same period in the prior year. The table below details the changes in the expenditures for the three months ended December 31, 2023 as compared to the three months ended December 31, 2022:

Expense/Other income or loss	**Change from prior year**	**Explanation for the change**
Exploration expenditures	Increase of $15,528	The increase in the expense is a result of an extension on the El Ferrol mineral claims with the Peruvian ministry of mines.
General and administrative	Increase of $12,917	The increase in the expense is a result of additional administrative costs relating to the Company changing its name and spinning out its subsidiaries.
Insurance expense	No change	Materially consistent in both periods.
Listing and filing fees	Increase of $3,458	The increase in the expense is a result of additional filing fees relating to the Company's financing and name/address change.
Management fees	No change	Materially consistent in both periods.
Marketing fees	Increase of $840	Materially consistent in both periods.
Professional fees	Decrease of $23,967	The decrease in the expense is a result of an increased audit fee in the prior year resulting from additional complexity relating to the Bridle acquisition.
Salaries and wages	Increase of $7,000	The increase in the expense is attributed to additional fees paid as a result of increased hours worked during the period.
Foreign exchange loss	Increase of $135,564	The increase in foreign exchange loss is attributable to the effect of exchange rate fluctuations on the Company's foreign currency and operations.
Share-based compensation	Decrease of $114,549	The decrease in share-based compensation is a result of stock options granted on September 1, 2022, these options vest semi-annually and have a higher weighting earlier on in their vesting schedule as there are more unvested options outstanding which have an expense recorded in the period.

Cash flows

In the three months ended December 31, 2023, the Company's cash balance increased by $3,150,885 (2022 – decreased by $268,586). This change is as a result of: incurring $326,587 (2022 – $189,258) in cash operating expenses, an inflow of $113,783 (2022 – $66,127) relating to timing differences with respect to non-cash working capital, an inflow of $3,494,740 relating to the issuance of 7,766,087 shares, an inflow of $70,000 resulting from the exercise of options and deferred acquisition costs of $201,051 (2022 - $145,455).

Year ended December 31, 2023 compared to year ended December 31, 2022

As at December 31, 2023, the Company is an exploration mining company and has no sources of revenue. Accordingly, the Company has not recorded any revenues, and depends upon share issuances to fund its expenses.

The Company incurred a net loss of $1,284,298 in the year ended December 31, 2023 as compared to $672,000 in the prior year. The table below details the changes in the expenditures for the year ended December 31, 2023 as compared to the year ended December 31, 2022:

Expense/Other income or loss	**Change from prior year**	**Explanation for the change**
Exploration expenditures	Increase of $30,210	The increase in the expense is a result of an extension on the El Ferrol mineral claims with the Peruvian ministry of mines.
General and administrative	Increase of $21,184	The increase in the expense is a result of additional administrative costs relating to the Company changing its name and spinning out its subsidiaries.
Insurance expense	No change	Materially consistent in both periods.
Listing and filing fees	Increase of $17,364	The increase in the expense is a result of additional filing fees relating to the Company's name change and December financing.
Management fees	No change	Materially consistent in both periods.
Marketing fees	Increase of $59,020	The increase is a result of marketing efforts for the Company including brand development and website/development maintenance.
Professional fees	Increase of $58,379	The increase in the expense is a result of increased accounting fees as well as additional professional fees related to the spinout of the Company's subsidiaries (see "2. Corporate Profile and Overall Performance").
Salaries and wages	Increase of $9,650	The increase in the expense is attributable to increased fees paid to the CFO as a result of additional hours worked on the spinouts and financing during the year.
Foreign exchange loss	Increase of $113,296	The increase in foreign exchange loss is attributable to the effect of exchange rate fluctuations on the Company's foreign currency and operations.
Share-based compensation	Increase of $161,025	The increase in share-based compensation is a result of stock options granted on December 1, 2023 and September 1, 2022, these options vest semi-annually and have a higher weighting earlier on in their vesting schedule as there are more unvested options. As there was only four months of the September issuance recognized in the prior year compared to a full year in the current year.
Impairment of exploration asset	Increase of $229,657	The increase is a result of the Company impairing its interest in the Green Mountain Property by 100%, the property was disposed of as a result of the Arrangement (see "2. Corporate Profile and Overall Performance").
Gain on spinouts	Increase of $87,487	The increase is a result of the spinout of the Company's subsidiaries (see "2. Corporate Profile and Overall Performance").

Cash flows

In the year ended December 31, 2023, the Company's cash balance increased by $1,749,495 (2022 – $915,820). This change is as a result of: incurring $731,697 (2022 – $340,043) in cash operating expenses, an inflow of $22,873 (2022 – outflow of $27,925) relating to timing differences with respect to non-cash working capital, an inflow of $3,494,740 relating to the issuance of 7,766,087 shares (2022 - $3,227,581 for 5,478,333 shares), an inflow of $70,000 resulting from the exercise of stock options, a cash disposition relating to the Arrangement of $69,051, and deferred acquisition costs of $1,037,370 (2022 – $819,182).

In addition, in the prior period, the Company paid Bridle's shareholder loan of $814,820, converted Bridle's cash advance of $383,268 to an intercompany loan, received $76,477 in the acquisition of Bridle Capital Ltd. and incurred $3,000 in transaction costs relating to Bridle.

5) Liquidity and Capital Resources

As at December 31, 2023, the Company had a cash balance of $3,413,738 (December 31, 2022 - $1,664,243) and a working capital surplus of $3,089,414 (December 31, 2022 – $1,593,473).

On January 19, 2024, the Company completed the second tranche of a non-brokered private placement financing and issued 3,388,877 units at $0.45 per unit (each unit consisting of one common share of the Company and one whole warrant), for proceeds of $1,524,995.

On December 22, 2023, the Company completed the first tranche of the non-brokered private placement financing and issued 7,766,087 units at $0.45 per unit (each unit consisting of one common share of the Company and one whole warrant), for proceeds of $3,494,740. Legal and other financing costs of $94,344 were incurred in connection with the financing.

On December 1, 2023, the Company issued 683,333 stock options with an exercise price of $0.48. All stock options issued are under a semi-annual vesting schedule with 25% of the shares vesting every 6 months starting on May 1, 2024. The options expire five years from the grant date. The value of the options granted was $260,200 or $0.38 per option.

On September 1, 2022, the Company issued 2,058,333 stock options with an exercise price of $0.60. All stock options issued are under a semi-annual vesting schedule with 25% of the shares vesting every 6 months starting on March 1, 2023. The options expire five years from the grant date. The value of the options granted was $716,328 or $0.35 per option.

On April 27, 2022, the Company completed a non-brokered private placement financing of 5,478,333 common shares at $0.60 per share for gross proceeds of $3,287,000. The Company paid finder's fees of $49,500 and legal fees of $9,919 in connection with the financing.

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

On April 29, 2021, Bridle entered into a binding letter agreement with the owners (the "Optionors") of the "Francisco Jose IV" and "Francisco Jose V" mineral concessions (the "Francisco Concessions"), which form part of the Colpayoc Property and consist of approximately 680.9 hectares of mineral concessions located in Cajamarca, Peru. Payments by Bridle to the owners of the Francisco Concessions under the binding letter agreement included US$50,000 payable on signing of the Letter Agreement ("LA"), US$250,000 on completion of satisfactory due diligence, and US$200,000 upon registering, in Peru, a copy of the definitive earn-in and shareholders agreement (the “Jose Agreement”), all of which amounts were paid.

On July 1, 2021, Bridle, through its Peruvian subsidiary, superseded the LA by entering into an agreement (the “Jose Agreement”) to acquire up to 100% of the shares of Colpayoc S.A.C., which owns the “Francisco Jose IV” and “Francisco Jose V”, in two stages - the first stage, if earned, will entitle Bridle to 75% of the shares of Colpayoc S.A.C. (“Stage 1”) and the second stage, if earned, will entitle Bridle to the remaining 25% of the shares of Colpayoc S.A.C. (“Stage 2”, together with Stage 1, the “Earn-In Right”). The Jose Agreement provides that, in order to retain the Earn-In Right Bridle will pay US$150,000 to the optionors upon the earlier of (i) August 17, 2023 (the date all permits, permissions, licences and agreements required by Peruvian law were obtained, including exploration, drilling and environmental permits and community agreements required to fulfill exploration expenditure requirements), and (ii) July 1, 2022. This amount was paid on August 22, 2023 after a delay due to force majeure in accordance with the Jose Agreement.

Pursuant to the Jose Agreement, Bridle can acquire the shares of Colpayoc S.A.C. by making the following cash payments and exploration expenditures: Stage 1 (75%) by making cash payments of US$1,500,000 before August 17, 2025 and incurring US$3,000,000 in exploration expenditures, of which US$1,000,000 must be spent by August 17, 2024 and US$1,000,000 must be spent by August 17, 2025; and Stage 2 (25%) by making cash payments of US$1,500,000 before August 17, 2027 and incurring exploration expenditures of US$1,000,000 by August 17, 2026 and US$1,000,000 by August 17, 2027.

In addition, upon acquisition of the earned interest, the optionors shall be granted, on a pro-rata basis, an aggregate two percent (2%) net smelter returns royalty (the “Jose Royalty”) from production on the Francisco Concessions. The Peruvian subsidiary of Bridle is entitled to (but not required to) buy back some or all of the Jose Royalty within one year of the commencement of commercial production by making aggregate payments to the holders of the Jose Royalty (on a pro-rata basis) as follows:

- US$1,000,000 for each 0.5% of the Jose Royalty for up to 1.0% of the Jose Royalty;
- US$1,500,000 for the next 0.5% of the Jose Royalty, and
- US$2,000,000 for the remaining 0.5% of the Jose Royalty.

On July 24, 2021, Bridle entered into a definitive earn-in agreement (the “El Ferrol Agreement”), whereby through its Peruvian subsidiary, it can acquire a 100% interest in the “El Ferrol No. 18” mineral concession (which forms part of the Colpayoc Property and consists of approximately 900 hectares located in Cajamarca, Peru) by making an aggregate payment of US$250,000 in the following amounts on or before the following dates:

- US$50,000 (paid) following the date of registering the El Ferrol Agreement (the “Effective Date”);
- US$50,000 (paid) one (1) years from the Effective Date;
- US$75,000 (paid) two (2) years from the Effective Date; and
- US$75,000 three (3) years from the Effective Date.

In addition, upon acquisition of the earned interest, the owner of the “El Ferrol No. 18” concession shall be granted a one percent (1%) net smelter returns royalty (the “El Ferrol Royalty”) on production from the “El Ferrol No. 18” concession. The Peruvian subsidiary is entitled to (but not required to) buy back all the El Ferrol Royalty within nine years after acquisition by making a payment of US$500,000 to the owner of the “El Ferrol No. 18” concession.

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

6) Transactions with related parties

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

On November 26, 2018, the Company entered into an administrative services agreement with Pathway to pay for rent and other administrative services. On September 1, 2020, this agreement was modified to include management fees in addition to the services already provided by Pathway. During the year ended December 31, 2023, Copper Standard paid or accrued $60,000 respectively to Pathway under the agreement (2022 - $60,000), these expenses are included under general and administrative expenses and management fees in the consolidated statement of loss and comprehensive loss. As at December 31, 2023, the Company had an accounts payable balance of $41,287 owing to Pathway (December 31, 2022 - $28,739).

On April 27, 2022, the Company acquired Bridle and issued 30,000,000 (10,000,000 post-consolidation) common shares valued at $6,000,000 to a significant shareholder. The Company also granted a 1% NSR on the Jose IV, Jose V and El Ferrol properties, and repaid the $814,820 (US$624,431) shareholder loan of Bridle.

Compensation of key management personnel:

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

During the year ended December 31, 2023 and 2022, the Company's compensation cost for key management personnel was as follows:

	Year ended December 31, 2023 $	**Year ended December 31, 2022 $**
Salaries and Wages[1]	86,500	76,850
Share-based compensation	311,609	191,851
Total	398,109	268,701

[1]Included in Salaries and Wages are management fees relating to the Pathway agreement of $36,000 for the year ended December 31, 2023 (2022 - $36,000)

7) Disclosure of Data for Outstanding Common Shares, Stock Options and Warrants

As of the date of this MD&A, there were 41,893,464 common shares of the Company issued and outstanding. In addition, the Company had 3,075,000 stock options and 20,210,297 share purchase warrants outstanding. The fully diluted outstanding share count at the date of this MD&A is 65,178,761.

8) Significant judgements and estimates

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

The Company's significant accounting judgments and estimates applied in the Financial Statements are as follows:

Judgements

- In calculating the fair value of GMR and Kobe for purposes of the Arrangement the Company used replacement cost as the valuation methodology, based on the legal, accounting and administration costs incurred to date by those entities.

- Management makes judgments related to expectation of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities.

- The functional currency of the Company is the currency of the primary economic environment in which the entity operates. Determination of functional currency may involve certain judgments to determine the primary economic environment and the Company reconsiders functional currency if there is a change in events and conditions which determine the primary economic environment.

- The Company has entered into an agreement to acquire a company holding mineral projects. The expenditures incurred on the mineral projects are being accounted for as advances toward the purchase of a company interest in accordance with IFRS 10 and capitalized to the statement of financial position. Upon attaining control of the company, the Company will consolidate it as a subsidiary. On a quarterly basis, the Company assesses the deferred acquisition costs to determine if any impairment indicators are present.

Estimates

- In calculating the fair value of the share-based compensation and warrants, management uses the Black Scholes Option Pricing Model which includes estimates related to the Company's share price volatility and expected life of the instruments.

- The fair value of the assets and liabilities purchased with Bridle on April 27, 2022 have been estimated by management by allocating the fair value of the consideration shares which were issued in the concurrent financing.

- The assessment of indicators of impairment for the mineral properties and the related determination of the recoverable amount and write-down of the properties where applicable. To the extent that these estimates are not correct, the value of the mineral properties may differ. The assessment includes project plan evaluation, exploration rights, project economics, political instability, mineral prices and other applicable factors.

9) Changes in accounting standards

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

10) Financial Instruments

As at December 31, 2023, the Company's financial instruments consist of cash, receivables, accrued liabilities and accounts payable. The Company classifies cash and receivables as financial assets held at amortized cost. The Company classifies accounts payable and accrued liabilities as financial liabilities, and these are held at amortized cost. The fair value of all of the Company's financial instruments approximates their carrying value.

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

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.

The Company's policy for determining when a transfer occurs between levels in the fair value hierarchy is to assess the impact at the date of the event or the change in circumstances that could result in a transfer. There were no transfers between the levels during the years ended December 31, 2023 or as of the date of this MD&A.

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

(a) Credit risk

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

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. The Company has sufficient funds as of December 31, 2023 to cover its liabilities. The Company's ability to continue to meet its liabilities when due, beyond the current cash balance, is dependent on future support of shareholders through public or private equity offerings.

(c) Market risk

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

As at December 31, 2023, the Company is exposed to currency risk through its assets and liabilities denominated in US dollars and Peruvian nuevo soles. A significant change in these exchange rates could have an effect on the Company's results of operations, financial position, or cash flows. The Company has not hedged its exposure to currency fluctuations.

Based on the balances held in foreign currencies as at December 31, 2023, and assuming all other variables remain constant, a 10% change in the value of the Canadian dollar against the US dollar and Peruvian nuevo soles would result in an increase/decrease of approximately $122,822 in assets.

The Company carries no interest-bearing debt and so is not at risk of interest rate movements at present.

Capital Management

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

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

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

11) Forward looking statements

All statements, other than statements of historical fact, made by the Company that address activities, events or developments that the Company expects or anticipates will or may occur in the future are forward-looking statements, including, but not limited to, statements preceded by, followed by or that include words such as "may", "will", "would", "could", "should", "believes", "estimates", "projects", "potential", "expects", "plans", "intends", "anticipates", "targeted", "continues", "forecasts", "designed", "goal", or the negative of those words or other similar or comparable words. Readers are cautioned that these statements which describe the Company's plans, objectives, and budgets may differ materially from actual results and as such should not be unduly relied upon by investors. Forward-looking statements contained in this MD&A speak only as to the date of this MD&A, or such other date as may be specified herein, and are expressly qualified in their entirety by this cautionary statement.

12) Other Risks to Copper Standard

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