



## **Code of Ethics and Business Conduct**

Edge Copper Corporation (the “Company”) is committed to maintaining the highest standards of ethics and business conduct. This Code of Ethics and Business Conduct (the “Code”) applies to all directors, officers, employees, and consultants of the Company and its subsidiaries. It is designed to promote honest and ethical behavior, compliance with applicable laws, and accountability.

### **I. Compliance with Laws, Rules and Regulations**

All Company personnel must comply with all applicable laws, rules, and regulations of the jurisdictions in which the Company operates.

### **II. Conflicts of Interest**

Employees and directors must avoid situations where personal interests conflict, or appear to conflict, with the interests of the Company. Any potential conflicts must be promptly disclosed to the appropriate supervisor or the Board of Directors.

### **III. Confidentiality**

Company personnel must maintain the confidentiality of non-public information entrusted to them, except when disclosure is authorized or legally mandated. Company personnel shall not discuss confidential information with or in the presence of any unauthorized persons, including family members and friends. Company personnel also shall not use confidential information for illegitimate business purposes or for personal gain.

### **IV. Insider Trading**

Company personnel who have access to material non-public information about the Company (or any other company with which the Company does business) are prohibited from using such information to trade in the Company’s securities or share with others to trade (known as “tipping”).

“Material non-public information” is information that a reasonable investor would consider important in making an investment decision and that has not been widely disseminated to the public. Trading while in possession of material non-public information is a violation of securities laws and can result in civil and criminal penalties.

Company personnel and representatives must comply with applicable securities laws and the Company’s Insider Trading Policy.

## **V. Disclosure and Communication**

The Company is dedicated to ensuring that all public disclosures — including regulatory filings, press releases, investor presentations, and other communications — are full, fair, accurate, timely, and understandable in accordance with applicable securities laws and regulations. To help fulfill this commitment, the Company has established a Disclosure Committee, which is responsible for reviewing and overseeing the accuracy and completeness of the Company’s external communications. This includes reviewing draft press releases, regulatory filings, earnings releases, and other material public disclosures before they are issued. The Disclosure Committee works with other members of the team to ensure that information disclosed to the public is not misleading and does not omit material facts. The Company’s Disclosure Committee consists of the CEO, President and the CFO.

Only authorized spokespersons may communicate with the media, investors, or analysts on behalf of the Company. Employees who become aware of any potential misstatement or omission in a public disclosure, or who receive an external inquiry regarding the Company’s performance, strategy, or financial position, must immediately refer the matter to the Disclosure Committee.

## **VI. Protection and Proper Use of Company Assets**

All employees should protect the Company’s assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on profitability. Company personnel shall not use Company property or resources for any personal benefit or the personal benefit of anyone else.

## **VII. Fair Dealing**

Each employee should endeavor to deal fairly with customers, suppliers, competitors, and colleagues. The Company prohibits bribes and kickbacks to any representative of government, labor union, supplier or other business partner in order to obtain a contract, some other commercial benefit or government action. The Company also prohibits Company representatives from accepting any bribe, kickback or improper payment from anyone. No one

should take unfair advantage through manipulation, concealment, abuse of privileged information, or misrepresentation.

### **VIII. Corporate Opportunities**

Employees and directors are prohibited from taking for themselves personally opportunities that are discovered using Company property, information, or position.

### **IX. Reporting and Accountability**

Any violation of this Code should be reported to a supervisor, the CEO, or the Chair of the Audit Committee. Reports will be handled confidentially and retaliation against those who report violations in good faith will not be tolerated.

### **X. Administration and Waivers**

The Board of Directors is responsible for the administration of this Code. Any waiver for executive officers or directors may be made only by the Board or a designated committee and will be disclosed as required by law.

### **XI. Violation**

If it is determined that Company personnel or a representative has violated the Code, the Company will take appropriate action including, but not limited to, disciplinary action, up to and including termination of employment or contract. The Company will take the necessary corrective action reasonably calculated to address and to correct the alleged violation.

### **XII. Acknowledgment**

All employees, officers, contractors, consultants, and directors will be required to sign an acknowledgment confirming that they have read and understood this Code and agree to comply with its provisions.

Approved by the Board of Directors  
*September 16, 2025*