Edge Copper Corporation

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

INTRODUCTION

This management's discussion and analysis ("MD&A") of Edge Copper Corporation ("Edge Copper" or the "Company") for the three months ended March 31, 2026, takes into account information up to and including May 6, 2026, the date of this report. This MD&A should be read in conjunction with the condensed consolidated interim financial statement (the "financial statements") for the three month ended March 31, 2026 and the audited consolidated financial statements (the "Financial Statements") for the years ended December 31, 2025, prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Effective January 1, 2026, the Company changed its presentation currency from Canadian dollars ("CAD") to United States dollars ("USD") to better reflect its business activities which are primarily carried out in the United States. The Company has applied this change retrospectively in accordance with IAS 21 *The Effects of Changes in Foreign Exchange Rates,* and as such, all comparative figures have been restated accordingly. Unless otherwise indicated, all financial information presented in this MD&A is expressed in USD.

The financial statements referred to above are available on the Company's website at www.edgecopper.com and on the SEDAR+ website at www.sedarplus.ca.

FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking information which deals with intentions, beliefs, expectations and future results as they pertain to the Company and the Company's industry. This forward-looking information also includes information regarding the financial condition and business of the Company, as they exist at the date of this MD&A. Forward-looking information is often, but not always, identified by the use of words such as "seeks", "believes", "plans", "expects", "intends", "estimates", "anticipates", "objective", "strategy" and statements that an event or result "may", "will", "should", "could" or "might" occur or be achieved and other similar expressions. This forward-looking information includes, without limitation, information about the Company's opportunities, strategies, competition, expected activities and expenditures as the Company pursues its business plan, the adequacy of the Company's available cash resources and other statements about future events or results.

Forward-looking information is information about the future and is inherently uncertain, and actual achievements of the Company or other future events or conditions may differ materially from those reflected in the forward-looking statements due to a variety of risks, uncertainties and other factors, such as business and economic risks and uncertainties, including, without limitation, those referred to under the heading "Risks and Uncertainties." The forward-looking information is based on a number of assumptions, including assumptions regarding general market conditions, the availability of financing for proposed transactions and programs on reasonable terms, the ability of outside service providers to deliver services in a satisfactory and timely manner, prevailing commodity prices and exchange rates and prevailing regulatory, tax and environmental laws and regulations. The Company's forward-looking information is based on the beliefs, expectations and opinions of the management of the Company on the date the information is provided. For the reasons set forth above, investors should not place undue reliance on forward-looking information.

The Company undertakes no obligation to reissue or update any forward-looking statements or information as a result of new information or events after the date hereof except as may be required by law. All forward-looking statements and information herein are qualified by this cautionary statement.

This MD&A includes many cautionary statements, including those stated under the heading "Risks and Uncertainties." Readers should read these cautionary statements as applicable to all related forward-looking information wherever it appears in this MD&A.

DESCRIPTION OF BUSINESS

The Company was incorporated on April 1, 2010 under the Business Corporation Act of British Columbia and is listed on the TSX Venture Exchange ("TSXV").

On October 30, 2025, the Company changed its name to Edge Copper Corporation in connection with the acquisition of the Zonia Copper Project ("Zonia") in Arizona (the "Transaction"). Zonia is a past-producing SX-EW heap leach operation located in Arizona's historic Walnut Grove mining district.

Concurrent with the completion of the Transaction, Edge Copper effected a three-for-one consolidation of its issued and outstanding shares. The share consolidation has been applied retrospectively and accordingly, all common shares, warrants, stock options and per-share amounts have been adjusted to reflect the share consolidation. On November 3, 2025, Edge Copper's common shares commenced trading on the TSXV under the symbol "EDCU" (formerly "PLA").

Following the completion of the Transaction, the Company's primary focus is the advancement of its 100%-owned Zonia Copper Project in Arizona, United States.

BUSINESS HIGHLIGHTS

Drill Program Commences

In January 2026, the Company commenced an approximate 53,000-foot drill program at its 100%-owned Zonia Copper Project in Arizona, with two diamond drill rigs mobilized to site. The program is expected to run over approximately six months and includes 78 planned drill holes.

The drilling program is primarily focused on upgrading existing mineral resources to higher confidence categories, expanding the current resource expansion and geotechnical work. Results from the drill program are expected to support an updated mineral resource estimate in Q4 2026.

Preliminary Economic Assessment ("PEA") Results

On March 12, 2026, the Company announced positive results from a NI 43-101 PEA on its Zonia Copper Project. The technical report can be found on SEDAR+ at www.sedarplus.ca.

Highlights from the PEA are as follows:

	Units	Amount
Base-case Economics ($4.60/lb Cu)		
After-tax NPV (8%)	US$M	$488
After-tax IRR	%	23.4%
Total Free Cash Flow	US$M	$985
Spot-case Economics ($5.98/lb Cu)		
After-tax NPV (8%)	US$M	$1,073
After-tax IRR	%	40.9%
Total Free Cash Flow	US$M	$1,828
Total Copper Cathode Production	M lbs	784
Average Annual Copper Cathode Production	M lbs	76
Mine life	Yrs	10
C1 Cash Cost(1)	US$/lb	$2.15
AISC(1)	US$/lb	$2.38
AIC(1)	US$/lb	$2.47
Total Initial Capital (incl. contingency)	US$M	$524

(1) Non-IFRS financial measure. See NON-IFRS FINANCIAL MEASURES section below for more information.

Mineral Resource Update

In conjunction with the PEA, the Company updated the Zonia Mineral Resource ("2026 Zonia MRE") . The 2026 Zonia MRE has an effective date of January 30, 2026, and therefore does not include data from the current drill program underway. The 2026 Zonia MRE updated various inputs such as the cut-off grade, resource classification criteria and metal prices. As a result, indicated tons increased 73% and the inferred tons increased by 37%, when compared to Zonia's previous 2024 Mineral Resource (per the "*NI 43-101 Resource Estimate for the Zonia Project 2024 Update*" Technical Report with an amended effective date of November 8, 2024".)

Classification	Tons (Mtons)	Grade (Cu %)	Contained Metal (Cu Mlb)
Indicated	194	0.25	964
Inferred	86	0.20	341

Notes:
- Mineral Resources are reported in situ, using the CIM (2014) Definition Standards, and have an effective date of January 30, 2026.
- The QP for the estimate is Mr. David K. Thomas, P.Geo., of DKT Geosolutions Inc.
- Mineral Resource estimates for Zonia were constrained within a pit shell with pit slope angles of up to 50°.
- A long-term Cu price of US$5.00/lb copper, and an NSR cut-off value of US$5.00/ton. Other inputs include grade variable metallurgical recoveries for oxide, transition, and sulphide domains, respectively; base mining cost of US$1.95/ton; processing and general and administrative costs of US$5.00/ton; off-site costs of US$0.05/lb of Cu.

FINANCIAL HIGHLIGHTS

Exercise of warrants by CEO

During the three months ended March 31, 2026, the Company strengthened its financial position through the early exercise of warrants by its Chair and Chief Executive Officer. A total of 6,500,000 warrants were exercised at a price of C$0.60 per warrant, generating gross proceeds of C$3.9 million for the Company. The warrants were originally issued in connection with the Company's October 2025 financing related to the acquisition of the Zonia Copper Project.

Filing of Base Shelf Prospectus

On April 8, 2026, the Company obtained a receipt for its final short form base shelf prospectus filed with the securities regulatory authorities in each of the provinces of Canada (other than Quebec). The filing of the base shelf prospectus is expected to provide flexibility for the Company to finance ongoing exploration and development of Zonia.

SELECTED QUARTERLY INFORMATION

The Company's selected quarterly information for the three months ended March 31, 2026, and December 31, 2025 are as follows:

	March 31, 2026	**December 31, 2025**
	$	$
Net loss for the period	(5,028,124)	(1,865,573)
Basic loss per share	(0.04)	(0.02)
Diluted loss per share	(0.04)	(0.02)
Total current assets	7,035,832	8,032,669
Total assets	25,607,289	26,327,684
Total current liabilities	2,923,927	1,523,677
Total liabilities	2,953,790	1,557,616

Net loss for the three months ended March 31, 2026 increased to $5.0 million from $1.9 million in the previous quarter. The increase was mainly due to the commencement of the drill program in January 2026. Exploration and evaluation expenditures were $4.3 million for the three months ended March 31, 2026 compared to $0.8 million for the Q4 2025.

The Company's total assets decreased by $0.7 million to $25.6 million as at March 31, 2026 from December 31, 2025. The decrease was primarily attributable to a decrease in cash of $0.8 million in Q1 2026.

The Company's total liabilities increased by $1.4 million to $3.0 million at at March 31, 2026 when compared to December 31, 2025. The increase was attributable to higher accounts payable associated with the ramp up of drilling activities.

SUMMARY OF QUARTERLY FINANCIAL RESULTS

The Company's quarterly financial information for its eight most recently complete quarters are as follows:

	Mar 31, 2026 Q1	Dec 31, 2025 Q4	Sep 30, 2025 Q3	Jun 30, 2025 Q2	Mar 31, 2025 Q1	Dec 31, 2024 Q4	Sep 30, 2024 Q3	Jun 30, 2024 Q2
	$	$	$	$	$	$	$	$
(Loss) income for the period	(5,028,124)	(1,865,573)	(301,571)	5,226,317	55,272	(39,824)	(14,484)	(354)
Comprehensive (loss) income for the period	(5,060,279)	(1,780,611)	(160,778)	5,795,914	56,515	(28,177)	6,096	20,004
Basic (loss) income per share	(0.04)	(0.02)	(0.00)	0.20	0.00	(0.00)	(0.00)	(0.00)
Diluted (loss) income per share	(0.04)	(0.02)	(0.00)	0.20	0.00	(0.00)	(0.00)	(0.00)

The Company's quarterly results for its eight most recent quarters have fluctuated due to several non-recurring items, including the sale of the NSR in Q2 2025, the acquisition of the Zonia Copper Project and the Concurrent Financing in Q4 2025 and the commencement of the drill program in the Q1 2026. The timing and impact of these non-recurring items varied from quarter to quarter.

RESULTS OF OPERATIONS

For the three months ended March 31, 2026 and 2025 ("Q1"):

	2026	2025
Expenses	$	$
Exploration and evaluation expenditures	4,293,060	-
Filing fees and transfer agent	40,460	4,440
General and administration	62,653	3,658
Investor relations	9,320	4,220
Professional fees	129,513	24,632
Salaries and benefits	215,423	-
Directors' fees	47,708	-
Travel	59,338	-
Depreciation and accretion	20,422	-
Share-based payments	2,125	5,931
	(4,880,022)	(42,881)
Other income (expenses)		
Royalty income	-	100,000
Interest income	18,922	-
Foreign exchange loss	(58,692)	(1,847)
Net (loss) income before income taxes	(4,919,792)	55,272
Income tax expense	(108,332)	-
Net (loss) income for the period	(5,028,124)	55,272
Other comprehensive income (loss)		
Item that may be reclassified to income or loss:		
Foreign currency translation adjustment	(32,155)	1,243
Comprehensive (loss) income for the period	(5,060,279)	56,515

For the three months ended March 31, 2026, the Company incurred net loss of $5,028,124 compared to net income of $55,272 in Q1 2025. Following the acquisition of the Zonia Copper Project in Q4 2025, the Company commenced a 53,000-foot drill program in January 2026, conducted environmental baseline studies, and built-up site infrastructure, which contributed to higher expenditures across all operational areas.

Details of variances for the three months ended March 31, 2026 and 2025 are as follows:

- Exploration and evaluation ("E&E") expenditures totaled $4,293,060 compared to $nil in Q1 2025, during which the Company did not hold any E&E assets. Expenditures in Q1 2026 were primarily related to drilling costs, permitting and environmental work, and the preparation and filing of the PEA report.

- Filing and transfer agent fees increased to $40,460 from $4,440 in the prior-year period, as a result of increased regulatory filings, including the filing of the base shelf prospectus and the Zonia PEA.

- General and administrative expenses were $62,652, compared to $3,658 in prior year quarter. The higher costs are largely from increased operational and corporate activities, expanded IT and system-related expenses, and enhancements to internal controls following the Zonia Transaction.

- Professional fees were $129,513, compared to $24,632 in Q1 2025. The increase was driven by additional legal, audit, accounting and tax advisory services incurred to support the operational activity associated with the Zonia Transaction.

- Salaries and benefits totaled $215,423, compared to $nil in the prior-year quarter, reflecting commencement of management compensation following completion of the Zonia Transaction in October 2025.

- Directors' fees of $47,708, compared to $nil in Q1 2025, reflecting the commencement of director compensation following the closing of the Zonia Transaction.

- Travel expenses were $59,338, compared to $nil in Q1 2025, primarily related to site visits to the Zonia Copper Project.

- Income tax expense for Q1 2026 totaled $108,332, reflecting an adjustment to the provision for Mexican income taxes arising from a gain on the sale of an NSR recognized in the second quarter of 2025. The taxes were filed and paid in March 2026 in the amount of $800,000.

Other Comprehensive Income (Loss)

Other comprehensive income (loss) relates to foreign currency revaluations at each reporting date arising from fluctuations among the Canadian Dollar, Mexican Peso and US Dollar. These foreign currency translation adjustments include the impact of foreign exchange on intercompany loans, the retranslation of which is treated as equity until the foreign operation is disposed of, as well as the translation of the foreign operation from its functional currency to US Dollar. For the three months ended March 31, 2026 and 2025, the impact of foreign currency translation differences resulted in comprehensive loss of $32,155 and comprehensive income of $1,243, respectively.

LIQUIDITY, CAPITAL RESOURCES AND GOING CONCERN

The Company's objective in managing liquidity risk is to ensure that it has sufficient cash resources to meet its obligations as they become due. The Company monitors its liquidity position through budgets, cash flow forecasting and ongoing assessment of anticipated expenditures.

As at March 31, 2026, the Company had cash of $6,715,406 (December 31, 2025 - $7,548,780) and working capital of $4,111,905 (December 31, 2025 - $6,508,992). Following the acquisition of the Zonia Copper Project, the Company commenced advancing Zonia, including a 53,000-foot drill program that was started in January 2026. As the Company does not currently generate revenue, it remains dependent on external funding, primarily equity financings, to fund its exploration and evaluation activities and ongoing operations. There can be no assurance that such financing will be available when required or on acceptable terms. These conditions create material uncertainties that may cast doubt on the Company's ability to continue as a going concern.

On April 8, 2026, the Company obtained a receipt for its final short form base shelf prospectus filed with the securities regulatory authorities in each of the provinces of Canada, excluding Quebec. The Company may issue and sell up to, in the aggregate, C$65 million (or the equivalent in United States dollars or other currencies) of Securities to the public in each of the provinces of Canada, other than Quebec, during the 25-month period following the issuance of the receipt.

OFF-BALANCE SHEET ARRANGEMENTS

The Company did not have off balance sheet arrangements as at the report date of this MD&A.

OUTSTANDING SHARE DATA

As at the date of this MD&A, the Company's securities are as follows:

Share capital

127,713,389 common shares issued and outstanding

Warrants

The following warrants were outstanding as at May 6, 2026:

Number of Warrants	Exercise Price CAD$	Expiry Date	Weighted average remaining life (year)
905,222	$1.08	July 18, 2026	0.22
366,205	$1.28	February 24, 2028	1.82
21,833,325	$0.60	April 30, 2027	1.00
23,104,752	$0.67		0.99

Stock options

The Company's outstanding and exercisable stock options as at May 6, 2026 were as follows:

# of Options Outstanding	Expiry Date	Exercise Price CAD$	Weighted average remaining life (year)	# of Options Exercisable	Exercise Price CAD$
1,029,805	January 30, 2027	$1.60	0.76	1,029,805	$1.60
848,809	January 30, 2027	$0.40	0.76	848,809	$0.40
2,065,080	August 23, 2029	$0.15	3.32	658,730	$0.15
3,943,694		$0.58	2.10	2,537,344	$0.82

Restricted and deferred share units

On April 16, 2026, the Company granted 3,404,598 restricted share units ("RSUs") to officers and 362,320 deferred share units ("DSUs") to directors in connection with management and Board compensation. The RSUs vest in equal tranches over three years, with one-third vesting on each of the first, second and third anniversaries of the grant date. As at the date of this MD&A, all of the RSUs and DSUs granted on April 16, 2026 were outstanding.

RELATED PARTY TRANSACTIONS

Compensation of Key Management

Key management includes the Company's directors and officers. Their remuneration for the three months ended March 31, 2026 and 2025 is as follows:

	Three months ended March 31,	
	2026	2025
	$	$
Salaries and benefits(i)	375,362	-
Directors' fees	47,708	-
Professional fees	-	7,317
Share-based payments	2,062	5,473
Total	425,132	12,790

(i) The amount includes those costs allocated to E&E expenditures.

As at March 31, 2026, amounts owed to related parties included in accounts payable and accrued liabilities consisted of $47,708 in directors' fees (December 31, 2025 - $162,911 related to salaries and benefits and directors' fees).

CRITICAL ACCOUNTING ESTIMATES

The preparation of the Financial Statements requires management to make certain judgments, estimates and assumptions that impact the Company's reported financial position. Judgement and estimates are based on historical experience and expectation of future events within reasonable circumstances. Actual outcomes could differ from these estimates. Revisions to these estimates are recognized in the period in which the estimates are revised and in future periods affected. A detailed summary of the Company's critical accounting estimates is included in Note 2 to the condensed interim financial statements for the three months ended March 31, 2026.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value

At March 31, 2026, the carrying values of cash, amounts receivable, accounts payable and accrued liabilities and lease liabilities-current portion approximate their fair values due to the short-term maturity of these financial instruments.

The Company classifies its financial instruments into three levels of the fair value hierarchy according to the relative reliability of the inputs used to measure the fair values. The fair value hierarchy is as follows:

Level 1- unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2- quoted prices in inactive markets or inputs are observable directly/indirectly for the asset or liability; and
Level 3- inputs that are unobservable as there are little or no market activities.

Risk management

The Company is exposed to financial instrument related risks arising from its normal operations. The Company manages and mitigates these risk exposures as follows:

Foreign currency risk

The presentation currency of the Company is the US dollar. The carrying amounts of financial assets and liabilities denominated in currencies other than the US dollar are subject to fluctuations in the foreign currency exchange rates. Gains and losses due to these fluctuations are included in the profit and loss of the period. The Company has no hedging against its currency risk exposure.

At March 31, 2026 and December 31, 2025, the Company was exposed to currency risk through the following assets and liabilities denominated in Canadian dollars ("CAD"):

		March 31, 2026		December 31, 2025
Cash	CAD	8,076,271	CAD	4,623,656
Accounts payable and accrued liabilities		(550,067)		(476,972)
	CAD	7,526,204	CAD	4,146,684

At March 31, 2026 and December 31, 2025, the Company was exposed to currency risk through the following asset in Mexican pesos ("MXN"):

		March 31, 2026		December 31, 2025
Cash	MXN	91,144	MXN	10,664

A 10% change of the US dollar against the Canadian dollar at March 31, 2026 would have increased or decreased the comprehensive loss by $490,853 (December 31, 2025 – $306,678). A 10% change of the US dollar against the MXN at March 31, 2026 would have increased or decreased the comprehensive loss by $461 (December 31, 2025 – $54). This analysis assumes that all other variables, in particular interest rates, remain consistent.

Credit risk

Credit risk arises from cash held with financial institutions and exposure on amounts receivable. The Company mitigates this risk by maintaining balances with high-credit quality financial institutions and monitoring institutional exposure. As at March 31, 2026, the Company's maximum exposure to credit risk was the carrying value of its cash and amounts receivable.

Commodity Price risk

Commodity prices are influenced by global consumption, supply and demand, political and economic conditions. Ongoing geopolitical tensions in the Persian Gulf region, surging fuel costs and uncertain monetary policies have contributed to increased volatility in commodity prices. This volatility may present challenges to the Company's business plan for the development of the Zonia Copper Project.

Capital Management

The Company's objectives in managing capital are to prudently allocate capital to advance Zonia in a measured and disciplined manner, while maintaining adequate liquidity, preserving financial flexibility, and optimizing its capital structure at an acceptable level of risk. In assessing its capital structure, the Company considers shareholders' equity and cash and make adjustments in response to changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may issue equity or debt, acquire or dispose of assets, or adjust cash holdings. No changes were made to the Company's capital management objectives, policies or procedures for the three months ended March 31, 2026.

NON-IFRS FINANCIAL MEASURES

This MD&A contains certain non-IFRS financial measures, including C1 cash costs, AISC and AIC. The Company believes that these measures, together with measures determined in accordance with IFRS, provide investors with an improved ability to evaluate the underlying performance or expected performance of the Company. Non-IFRS measures do not have any standardized meaning prescribed under IFRS, and therefore they may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

Non-IFRS financial measures used in this MD&A are defined below:

C1 Cash Cost: C1 cash cost include cash costs related to mine operations, processing and general and administrative costs.

All-in Sustaining Costs ("AISC"): AISC includes C1 cash costs plus sustaining capital.

All-in Costs ("AIC"): AIC includes AISC plus deferred stripping and exploration.

RISKS AND UNCERTAINTIES

An investment in the Company's common shares is highly speculative and subject to a number of risks and uncertainties. Only investors who can bear the risk of the loss of their entire investment should participate. Prospective investors should carefully review the risks described below together with other information filed with the Canadian securities regulators before investing in the Company's common shares. The risks described below are not exhaustive, and additional risks that the Company currently considers immaterial may become significant factors affecting its business. If any of these risks materialize, or if other unforeseen risks arise, the Company's business, operating results and financial condition could be materially adversely affected and investors may lose part or all of their investment.

The Company has limited history of generating operating revenue.

Edge Copper has been an exploration company with a limited history of revenue, except for revenue generated from the sale of an NSR royalty in April 2025. Advancement of the Zonia Copper Project is contingent upon achieving satisfactory results from further exploration, geological and technical studies. Exploration and development of natural resources involve a high degree of risk and few properties explored are ultimately developed into producing assets. There can be no assurance that the Company's exploration activities will result in the discovery of commercially viable mineral deposits.

Mineral reserve and mineral resource figures for the Company's Zonia Copper Project are estimates only and subject to revision as new information becomes available.

To execute its growth strategy and develop the Zonia Copper Project, it is essential that Edge Copper successfully convert mineral resources into mineral reserves, expand its mineral resource base by adding new mineral resources from areas of identified mineralized potential and undertake successful exploration activities or acquire additional mineral resources. The estimation of mineral resources involves inherent uncertainties that are beyond the Company's control. The Company has no mineral reserves.

The price of and demand for copper will have a significant impact on the Company's business and future prospects.

The Company's profitability and long-term viability depend largely on copper prices and demand, which are influenced by factors beyond the Company's control, including global supply and demand; changes in investment and consumption patterns, expectations regarding interest rates and inflation, and fluctuations in the value of the U.S. dollar and other currencies. There can be no assurance that copper price will remain at current levels or that future prices will be favourable for development or production of the Zonia Copper Project.

The Company is subject to various exploration, development and operating risks.

Mining operations are inherently dangerous and involve a high degree of risk. The Company's operations are subject to risks typically encountered in the exploration, development and production of copper, including unexpected geological conditions, pit wall failures and other hazards associated with drilling and material removal. Such events may result in damage to mine facilities, property and exploration equipment, harm to the environment or personal injuries. The occurrence of any of these events could lead to prolonged interruptions to the Company's operations.

The Company's operations are dependent on obtaining and maintaining permits from relevant government authorities.

Prior to any exploration and development activities at the Zonia Copper Project, the Company must secure the necessary permits from the appropriate regulatory authorities. There can be no assurance that delays will not occur in obtaining permit renewals, additional permits for changes to operations, or permits required under new legislation, any of which could adversely affect the Company's activities and timeline.

The Company's mining, processing, development and exploration activities depend on the reliability of adequate infrastructure.

Reliable access to roads, bridges, power sources and water supply is critical to managing capital and operating costs. Unusual or infrequent weather events, sabotage, or government or other interference with the maintenance or provision of such infrastructure could adversely affect the Company's operations and financial results.

The Company's development of the Zonia Copper Project is subject to various laws and regulations.

The Company's mineral exploration activities are governed by a range of laws and regulations relating to prospecting, development, production, taxation, labour standards and occupational health, mine safety and environmental protection. Compliance with these requirements may impose significant obligations on the Company, and changes to existing regulations or the introduction of new regulations could have a material adverse effect on the Company's operations.

The Company may face increasing public concern regarding the perceived effects of mining activities on the environment and on host communities.

The Company's relationships with host communities will be critical to the success of its operations on advancing the Zonia Copper Project. Growing public concern about the environmental and social impacts of mining activities may lead to opposition to the Company's operations at the mine site, which may require the Company to enter into agreements with community groups or local governments. Such circumstances may result in increased costs and considerable delays in the development of the Zonia Copper Project.

The Company may require additional financing which may not be available or on favourable terms.

The exploration and development of the Zonia Copper Project as well as the construction of mining facilities and commencement of mining operations may require substantial additional funding. There can be no assurance that such financing will be available when required or on acceptable terms. Any financing through the issuance of equity securities could result in a material increase in the number of the Company's issued and outstanding shares, which may adversely affect the market price of its shares.

The Company is dependent on key management personnel and faces intense competition for qualified professionals.

The Company's ability to manage its operating, development, exploration and financing activities depends largely on the efforts of key management and executive personnel. The Company competes for qualified personnel, and there can be no assurance that it will be able to attract and retain such personnel. The loss of the services of one or more key management personnel or the failure to attract and retain such individuals. These circumstances could have a material adverse effect on the Company's ability to manage and grow its business.

The Company will face evolving regulatory obligations as a public company.

The Company is subject to changing corporate governance and public disclosure requirements that may increase compliance costs and the risk of non-compliance. The Company must comply with evolving rules and regulations issued by governmental and self-regulated bodies, including Canadian securities regulators, the TSX Venture Exchange and the International Accounting Standards Board, all of which continue to expand in scope and complexity, resulting in additional regulatory requirements.