



**WORLD COPPER LTD.**

**ANNUAL INFORMATION FORM**

For the Financial Year Ended December 31, 2023

TSX.V: WCU

OTCQB: WCUFF

FSE: 7LY0

DATED May 15, 2024

**TABLE OF CONTENTS**

TERMS OF REFERENCE .....	3
CAUTION REGARDING FORWARD-LOOKING STATEMENTS.....	4
CAUTIONARY NOTE TO U.S. INVESTORS CONCERNING ESTIMATES OF MINERAL RESERVES AND MINERAL RESOURCES.....	5
GLOSSARY OF TERMS .....	6
CORPORATE STRUCTURE .....	10
GENERAL DEVELOPMENT OF THE BUSINESS.....	11
OUR BUSINESS .....	19
RISK FACTORS .....	23
MINERAL PROJECTS .....	29
DIVIDENDS AND DISTRIBUTIONS .....	45
DESCRIPTION OF CAPITAL.....	45
MARKET FOR SECURITIES .....	47
ESCROWED SECURITIES AND SECURITIES SUBJECT TO CONTRACTUAL RESTRICTION ON TRANSFER .....	48
DIRECTORS AND OFFICERS .....	48
PROMOTERS.....	52
LEGAL PROCEEDINGS AND REGULATORY ACTIONS .....	52
INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS.....	52
TRANSFER AGENT AND REGISTRAR.....	53
MATERIAL CONTRACTS .....	53
INTERESTS OF EXPERTS .....	53
ADDITIONAL INFORMATION.....	54

## TERMS OF REFERENCE

In this Annual Information Form (the "AIF" or "Annual Information Form"), unless the context otherwise dictates, references to the "Company", "World Copper", "we" and "our" refer to World Copper Ltd. For an explanation of the capitalized terms and expressions and certain defined terms, please refer to the section of this Annual Information Form titled "*Glossary of Terms*".

The information contained in this AIF is current as of December 31, 2023 with subsequent events disclosed to May 15, 2024.

### Financial Statements

This AIF should be read in conjunction with the Company's consolidated financial statements and management's discussion and analysis for the years ended December 31, 2023 and 2022 available under the Company's profile on SEDAR+ at [www.sedarplus.com](http://www.sedarplus.com). The financial statements and management's discussion and analysis were prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board.

### Documents Incorporated by Reference

The information contained in the Escalones Report is incorporated by reference as part of this AIF. The Escalones Report (as filed on May 29, 2023) is available under the Company's profile on SEDAR+ at [www.sedarplus.com](http://www.sedarplus.com).

The information contained in the Zonia Report is incorporated by reference as part of this AIF. The Zonia Report (as filed on April 5, 2023) is available under the Company's profile on SEDAR+ at [www.sedarplus.com](http://www.sedarplus.com).

**In accordance with NI 43-101, the Company has two material mineral properties, the Escalones Property and the Zonia Property. Unless otherwise indicated, the Company has prepared the technical information in this AIF ("Technical Information") based on information contained in the Escalones Report and the Zonia Report. For readers to fully understand the Technical Information they should read the Escalones Report and the Zonia Report in their entirety, including all qualifications, assumptions and exclusions that relate to the technical information set out in this AIF. The Escalones Report and the Zonia Report are intended to be read as a whole, and sections should not be read or relied upon out of context. The Technical Information in the Escalones Report and Zonia Report is subject to the assumptions and qualifications contained therein.**

### Currency

All references to dollars (\$) in this AIF are expressed in Canadian dollars, unless otherwise indicated. References to "USD \$" are to United States dollars.

### Qualified Person

All scientific and technical information relating to the Company's mineral projects contained in this AIF has been reviewed and approved by John Drobe, P. Geo., who by reason of education, affiliation with a professional association (as defined in NI 43-101) and past relevant work experience, fulfills the requirements of a "qualified person" as defined in NI 43-101. Mr. Drobe is not independent of the Company as he is the Chief Geologist of the Company.

## Classification of Mineral Reserves and Mineral Resources

In this AIF and as required by NI 43-101, the definitions, if any, of proven and probable mineral reserves and measured, indicated and inferred mineral resources are those used by Canadian provincial securities regulatory authorities and conform to the definitions set out in the CIM Definition Standards.

### CAUTION REGARDING FORWARD-LOOKING STATEMENTS

This AIF contains forward-looking statements and forward-looking information (collectively, "**forward-looking statements**") within the meaning of applicable Canadian and U.S. securities legislation. All statements, other than statements of historical fact, included herein including, without limitation, statements with respect to the timing of future activities of the Company, the Company's anticipated business plans, financial and business prospects and financial outlooks are forward-looking statements that involve various risks and uncertainties and reflect management's expectations regarding future plans and intentions, growth, results of operations, performance and business prospects and opportunities. Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are typically identified by words such as: "believes", "expects", "anticipates", "intends", "estimates", "plans", "may", "should", "would", "will", "potential", "scheduled" or variations of such words and phrases and similar expressions, which, by their nature, refer to future events or results that may, could, would, might or will occur or be taken or achieved. In making the forward-looking statements in this Annual Information Form and any documents incorporated by reference, the Company has applied several material assumptions, including without limitation:

- the Company's experience and perceptions of historical trends, current conditions and expected future developments;
- certain assumptions regarding future prices of gold, silver, copper and other base metals;
- expectations regarding the legislative and regulatory environments of the jurisdictions where the Company carries on business or has operations;
- the timely receipt of any necessary permits, licenses and regulatory approvals in connection with the future development of the Company's projects;
- the availability of financing on suitable terms for the development, construction and continued operation of the Company's projects;
- no unusual geological or technical problems occurring and no significant events occurring outside of the normal course of business for the Company;
- the Company's ability to comply with environmental, health and safety laws; and
- other factors that are believed to be reasonable in the circumstances.

However, the foregoing list is inherently imprecise, although generally indicative of relative market positions, market shares and performance characteristics. While management is not aware of any misstatements regarding any industry data presented herein, mineral exploration involves risks and uncertainties and industry data is subject to change based on various factors.

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to differ materially from any future

results, performance or achievements expressed or implied by the forward-looking information. Although the Company has attempted to identify important risks and factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors and risks that cause actions, events or results not to be as anticipated, estimated or intended.

The forward-looking statements contained herein, and the documents incorporated by reference herein, are expressly qualified by this cautionary statement. These factors should be considered carefully and prospective or existing investors should not place undue reliance on any forward-looking information contained in them. Unless otherwise noted, the forward-looking statements contained in this Annual Information Form speak only as of the date hereof, and, except as required by applicable law, the Company does not undertake any obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of unanticipated events. New factors emerge from time to time, and it is not possible to predict all such factors and to assess in advance the impact of each such factor on the business of the Company, or the extent to which any factor or combination of factors may cause actual results to differ from those contained in any forward-looking statement. Additional risks and more information on the risks identified above are described in detail in this Annual Information Form under the heading "*Risk Factors*".

#### **CAUTIONARY NOTE TO U.S. INVESTORS CONCERNING ESTIMATES OF MINERAL RESERVES AND MINERAL RESOURCES**

The Company prepares its disclosure in accordance with the requirements of securities laws in effect in Canada, which differ from the requirements of U.S. securities laws. All mineral resource and mineral reserve estimates contained in this AIF or in documents referenced in this AIF have been prepared in accordance with NI 43-101 and the CIM Definition Standards. NI 43-101 is a rule developed by the Canadian Securities Administrators, which established standards for all public disclosure an issuer makes of scientific and technical information concerning mineral projects. The terms "mineral reserve", "proven mineral reserve" and "probable mineral reserve" are Canadian mining terms as defined in accordance with NI 43-101 and the CIM Definition Standards. The Securities Exchange Commission ("**SEC**") has adopted final rules, effective February 25, 2019, to replace the former SEC Industry Guide 7 with new mining disclosure rules under subpart 1300 of Regulation S-K of the U.S. Securities Act (the "**SEC Modernization Rules**"). The SEC Modernization Rules replace the historical property disclosure requirements included in the former SEC Industry Guide 7. As a result of the adoption of the SEC Modernization Rules, the SEC now recognizes estimates of "measured mineral resources", "indicated mineral resources" and "inferred mineral resources". In addition, the SEC has amended its definitions of "proven mineral reserves" and "probable mineral reserves" to be substantially similar to international standards. The SEC Modernization Rules became mandatory for U.S. reporting companies beginning with the first fiscal year commencing on or after January 1, 2021. Investors are specifically cautioned that there are also significant differences in the definitions under the SEC Modernization Rules and the CIM Definition Standards. Accordingly, there is no assurance any mineral reserves or mineral resources that the Company may report as "proven mineral reserves", "probable mineral reserves", "measured mineral resources", "indicated mineral resources" and "inferred mineral resources" or other measures under NI 43-101 would be the same had the Company prepared the reserve or resource estimates under the standards adopted under the SEC Modernization Rules. For the above reasons, information contained or incorporated by reference in this AIF containing descriptions of our mineral reserve and mineral resource estimates is not comparable to similar information made public by U.S. companies subject to reporting and disclosure requirements of the SEC or under the SEC Modernization Rules.

## GLOSSARY OF TERMS

The following is a glossary of certain terms used in this Annual Information Form. Words importing the singular, where the context requires, include the plural and vice versa and words importing any gender include all genders. Certain additional terms are defined within the body of this Annual Information Form and in such cases will have the meanings ascribed thereto.

"**8893**" means 1188893 B.C. Ltd. (formerly World Copper Ltd.), a former wholly-owned subsidiary of the Company which completed the Short Form Amalgamation with the Company effective April 30, 2021.

"**Allante**" means Allante Resources Ltd., as World Copper was previously constituted prior to the completion of the Reverse Takeover.

"**Arrangement**" means the arrangement pursuant to the provisions of Part 9, Division 5 of the BCBCA and on the terms and conditions set forth in the Arrangement Agreement and Plan of Arrangement, whereby World Copper and Cardero combined their respective businesses through the amalgamation of Cardero with Subco.

"**Arrangement Agreement**" means the arrangement agreement dated as of September 17, 2021, as amended, among World Copper, Cardero and Subco with respect to the Arrangement, a copy of which has been filed on SEDAR+ under the profile of the Company.

"**Artemis**" means Artemis Mining SpA.

"**BCBCA**" means the *Business Corporations Act* (British Columbia) S.B.C. 2002 c.57, as amended, including the regulations promulgated thereunder.

"**Board**" or "**Board of Directors**" means the board of directors of World Copper.

"**Capital Pool Company**" or "**CPC**" means a corporation: (a) that has been incorporated or organized in a jurisdiction in Canada; (b) that has filed and obtained a receipt for a preliminary CPC prospectus from one or more of the securities regulatory authorities in compliance with the policies of the TSXV applicable to CPCs; and (c) in regard to which the completion of a qualifying transaction, as defined in the policies of the TSXV, has not yet occurred.

"**Cardero**" means Cardero Resource Corp., a company incorporated under the BCBCA.

"**CIM**" means the Canadian Institute of Mining, Metallurgy and Petroleum.

"**CIM Definition Standards**" means *CIM Definition Standards on Mineral Resources and Mineral Reserves*, adopted by the CIM Council on May 19, 2014, as amended.

"**Common Shares**" means the common shares without par value in the capital of the Company.

"**Consolidation**" means the consolidation of the issued and outstanding Common Shares on the basis of one (1) new post-Consolidation Common Share for every three (3) pre-Consolidation Common Shares, effective June 18, 2021.

"**Computershare**" means Computershare Investor Services Inc.

"**CPC Escrow Agreement**" means the escrow agreement on Exchange Form 2F made as of July 31, 2006 among Allante, Pacific Corporate Trust Company and certain shareholders of Allante, as modified by the

escrow assumption agreement among Pacific Corporate Trust Company, Olympia Trust Company and Allante made as of May 17, 2008 and the escrow assumption agreement among Allante, Olympia Trust Company and Computershare made as of February 29, 2012, and the escrow assumption agreement among the Company, Computershare and Endeavor made as of March 23, 2023.

"**Cristal Option**" means the option to acquire a 100% interest in the Cristal Property granted under the Cristal Option Agreement, subject to certain net smelter return royalties.

"**Cristal Option Agreement**" means a unilateral option to purchase mining concessions agreement dated effective August 4, 2017 made between Patrick James Burns and Artemis, pursuant to which the Cristal Option was granted to Artemis.

"**Cristal Property**" means the three mineral exploitation concessions (Cristal 1, 1 to 30, Cristal 3, 1 to 30 and Cristal 15, 1 to 30) that comprise the Cristal copper porphyry project located in northern Chile, near the Bolivian-Chilean border.

"**Endeavor**" means Endeavor Trust Corporation.

"**ENRG**" means New Energy Metals Corp., formerly, Darien Resource Development Corp., a company existing under the BCBCA.

"**ENRG Chile**" means New Energy Metals SpA, a wholly-owned Chilean subsidiary of ENRG.

"**ERC**" means Escalones Resource Corp., a wholly-owned subsidiary of Gold Springs.

"**Escalones Exploitation Concessions**" means 19 exploitation concessions that cover 4,689 hectares that are the subject of Escalones Option Agreement, which together with the Escalones Exploration Concessions comprise the Escalones Property.

"**Escalones Exploration Concessions**" means 40 exploration concessions that cover 11,500 hectares staked by TMI Chile, which together with the Escalones Exploitation Concessions comprise the Escalones Property.

"**Escalones Option Agreement**" means the option agreement with respect to the Escalones Exploitation Concessions dated February 26, 2004, made between Compania Minera Productora, a predecessor of TMI Chile, and Juan Luis Boezio Sepúlveda, as amended on December 27, 2005, June 21, 2007, June 24, 2009, June 27, 2013, June 18, 2015, December 15, 2015, June 23, 2017, June 27, 2019, June 24, 2020, May 24, 2021, July 22, 2022, June 29, 2023, and December 21, 2023.

"**Escalones Property**" means the Escalones copper-gold porphyry project located in the Santiago Metropolitan Region, 97 km southeast of Santiago in Central Chile, 9 km west of the Argentinian border which is comprised of the Escalones Exploration Concessions and the Escalones Exploitation Concessions.

"**Escalones Report**" means the NI 43-101 technical report dated August 9, 2022, with an effective date of February 15, 2022 prepared by J. J. Brown, P.G., Richard Schwering, P.G., Enrique Grez, P.G., Terre Lane and Dr. Todd Harvey, titled "*Amended Preliminary Economic Assessment NI 43-101 Technical Report, Escalones Copper Project, Santiago Metropolitan Region, Chile*".

"**Escalones Share Purchase Agreement**" means the share purchase agreement made as of May 31, 2019 among Wealth Minerals, 8893, ERC and Gold Springs, as amended by the first amendment to the Escalones Share Purchase Agreement dated June 27, 2019, the second amendment to the Escalones Share Purchase

Agreement dated July 31, 2019, the third amendment to the Escalones Share Purchase Agreement dated August 23, 2019, the fourth amendment to the Escalones Share Purchase Agreement dated September 20, 2019, the fifth amendment to the Escalones Share Purchase Agreement dated effective December 31, 2019, the sixth amendment to the Escalones Share Purchase Agreement dated effective March 27, 2020, the seventh amendment to the Escalones Share Purchase Agreement dated effective June 30, 2020 and the eighth amendment to the Escalones Share Purchase Agreement dated effective December 18, 2020.

"**Gold Springs**" means Gold Springs Resource Corp., formerly TriMetals Mining Inc., a company existing under the BCBCA.

"**Joint Venture**" means the joint venture that may be formed between ENRG Chile and Wealth Copper Chile SpA upon the exercise of the Cristal Option in full.

"**NI 14-101**" means National Instrument 14-101 *Definitions* of the Canadian Securities Administrators, and the companion policies and forms thereto, as amended from time to time.

"**NI 43-101**" means National Instrument 43-101 *Standards of Disclosure for Mineral Projects* of the Canadian Securities Administrators, and the companion policies and forms thereto, as amended from time to time.

"**NI 51-102**" means National Instrument 51-102 *Continuous Disclosure Obligations* of the Canadian Securities Administrators, and the companion policies and forms thereto, as amended from time to time.

"**Plan of Arrangement**" means the plan of arrangement pursuant to the provisions of Part 9, Division 5 of the BCBCA whereby Cardero amalgamated with Subco.

"**Reverse Takeover**" means the reverse takeover of Allante by 8893 pursuant to the Share Exchange Agreement, which constituted a qualifying transaction of Allante pursuant to Policy 2.4 of the TSXV, and which transaction closed on January 15, 2021.

"**Securities Transfer Agreement**" means the securities transfer agreement dated October 22, 2021 among the Company, Wealth Minerals, ERC and Gold Springs.

"**SERNAGEOMIN**" means the National Geology and Mining Service of Chile.

"**Share Exchange Agreement**" means the share exchange agreement dated as of February 28, 2020 among the Company, 8893 and the shareholders of 8893 party thereto, a copy of which has been filed on SEDAR+ under the profile of the Company, as amended by the first amendment to the Share Exchange Agreement dated April 30, 2020, the second amendment to the Share Exchange Agreement dated September 15, 2020 and the third amendment to the Share Exchange Agreement dated November 13, 2020.

"**Short Form Amalgamation**" means the short form vertical amalgamation World Copper completed with 8893 on April 30, 2021, as more particularly described herein.

"**Special Warrant**" means the special warrant represented by the Special Warrant Certificate.

"**Special Warrant Certificate**" means the special warrant certificate, originally issued by World Copper to ERC pursuant to the Escalones Share Purchase Agreement as part of the Reverse Takeover, which entitles the holder to acquire, without payment of any additional consideration, additional Common Shares to maintain the holder's pro rata ownership interest in the Company equal to 30% (on a fully-diluted basis) in respect of dilution resulting upon the exercise of certain common share purchase warrants of the Company



outstanding as of the closing of Reverse Takeover, exercisable for up to 6,667,427 Common Shares (on a post-Consolidation basis) as of the date of this AIF.

"**Subco**" means 1302172 B.C. Ltd.

"**TMI Chile**" means TriMetals Mining Chile SCM, an indirect wholly-owned subsidiary of the Company.

"**TSXV**" means the TSX Venture Exchange.

"**Value Securities Escrow Agreement**" means the escrow agreement in Exchange Form 5D among the Company, Computershare and certain shareholders of the Company.

"**Wealth Minerals**" means Wealth Minerals Ltd., a company existing under the BCBCA.

"**World Copper Financing**" means the non-brokered private placement by World Copper consisting of three tranches, whereby the Company issued an aggregate of 16,223,921 units for gross proceeds of \$6,489,568.50.

"**Zonia Property**" means the Zonia copper oxide project located in the Walnut Grove Mining District, Yavapai County, Arizona, consisting of 261 mineral claims and additional surface rights, all totaling 4,279.55 acres.

"**Zonia Report**" means the NI 43-101 technical report dated December 20, 2022, with an effective date of September 1, 2022, prepared by Jeff Choquette, P.E., J. J. Brown, P.G., SME-RM, Richard Schwering, P.G., SME-RM, titled "*National Instrument 43-101 Technical Report: Updated Mineral Resource Estimate for the Zonia Copper Project Yavapai County, Arizona USA*".

## CORPORATE STRUCTURE

### Name, Address and Incorporation

World Copper's full corporate name is "World Copper Ltd.". World Copper was incorporated on June 16, 2006 under the BCBCA, under the name "Precision Enterprises Inc."

On December 18, 2013, "Precision Enterprises Inc." changed its name to "Allante Resources Ltd."

On January 15, 2021, 8893 completed the Reverse Takeover of Allante, pursuant to which Allante acquired all of the issued and outstanding shares of 8893. In connection with the Reverse Takeover, Allante changed its name from "Allante Resources Ltd." to "World Copper Ltd.". For additional details regarding the Reverse Takeover, please refer to the Filing Statement and Notice of Change of Corporate Structure dated January 18, 2021 filed under World Copper's profile on SEDAR+; see also "General Development of the Business – The Reverse Takeover" below.

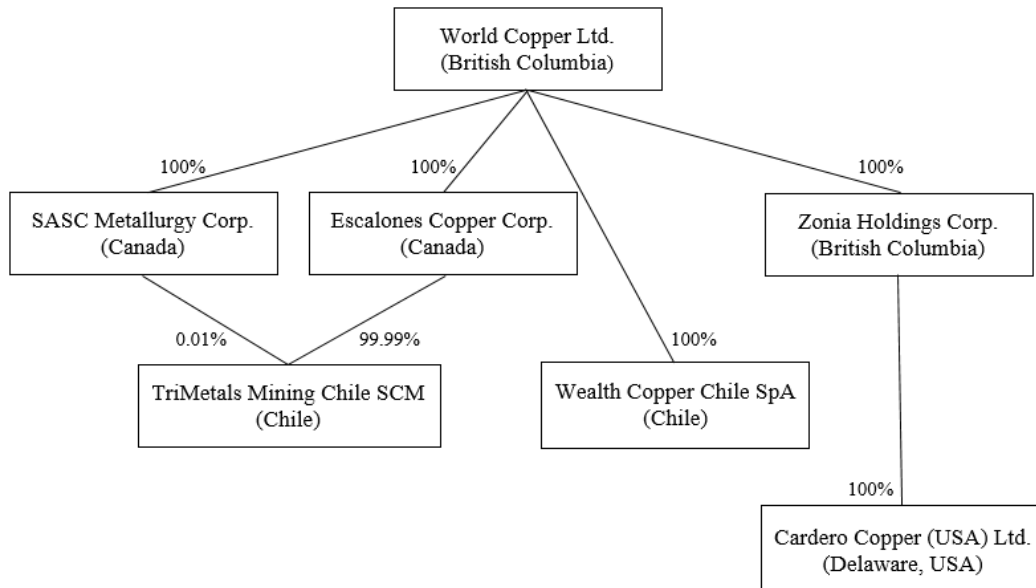
On April 30, 2021, World Copper completed the Short Form Amalgamation with its wholly-owned subsidiary, 8893. The Short Form Amalgamation was undertaken to simplify World Copper's corporate structure and to obtain certain administrative and financial reporting efficiencies. No securities were issued in connection with the Short Form Amalgamation.

Effective June 18, 2021, World Copper consolidated its issued and outstanding Common Shares on the basis of (1) post-Consolidation Common Share for every three (3) pre-Consolidation Common Shares.

World Copper's registered office is located at 320 Granville Street, Suite 880, Vancouver, British Columbia, V6C 1S9. World Copper's head office is located at 200 Burrard Street, Suite 1570, Vancouver, British Columbia, V6C 3L6. World Copper is a reporting issuer in British Columbia, Alberta and Ontario and the Common Shares are listed on the TSXV under the symbol "WCU".

### Intercorporate Relationships

The following diagram describes the inter-corporate relationships among the Company and its subsidiaries as at the date of this AIF:



## GENERAL DEVELOPMENT OF THE BUSINESS

### Three Year History

#### Financial Year Ended December 31, 2021

##### *Acquisitions, Changes to the Company's Business and Material Contracts*

On January 15, 2021, the Company completed the Reverse Takeover and acquired 100% of the issued and outstanding common shares of 8893 from the 8893 shareholders on a 1:1 basis. As a result of the Reverse Takeover, 8893 became a wholly-owned subsidiary of the Company and the Company changed its name to "World Copper Ltd."

On January 26, 2021, the Company was transferred to Tier 2 of the TSXV and the Common Shares resumed trading under the symbol "WCU". The Company subsequently completed the Short Form Amalgamation. The amalgamated company continued under the name "World Copper Ltd.", and the amalgamated company has, as its notice of articles and articles, the notice of articles and articles of the Company.

On April 13, 2021, World Copper entered into a binding letter agreement with Cardero (the "**Letter Agreement**") whereby the Company agreed to acquire 100% of the Zonia Property by way of business combination between the Company and Cardero. Under the terms of the Letter Agreement, the Company would acquire all of the outstanding common shares of Cardero in consideration of the issuance of Common Shares to the shareholders of Cardero, such that upon the completion of the transaction, the number of Common Shares held by former shareholders of Cardero, on a non-diluted basis, would be 40% of the then issued and outstanding Common Shares with the remaining 60% held by the existing shareholders of the Company, prior to giving effect to a concurrent private placement.

Also in April, Hendrik van Alphen resigned as the Chief Executive Officer of the Company and Nolan K. Peterson was appointed as its Chief Executive Officer as of April 26, 2021. Mr. Peterson's background is in engineering and financing, with an extensive career in the mining industry focusing on project development, corporate finance and accounting, engineering, and project management.

On June 4, 2021, World Copper and Cardero entered into an amendment to the Letter Agreement to extend the deadline for the execution of the Arrangement Agreement and to provide that, among other things, upon the closing of the Arrangement, World Copper would grant to Robert Kopple, a controlling shareholder of Cardero, or an entity controlled by him or an assignee the Royalty Option (as defined below). The Royalty Option may be exercised by Mr. Kopple, or an assignee, in its sole discretion, by paying to World Copper an amount equal to approximately \$1.41 million. At the election of World Copper or Mr. Kopple, or an assignee, 100% of the 1% net smelter returns royalty can be bought-out by World Copper in Common Shares, for an approximate buy-out amount of \$3.0 million to \$3.87 million.

On June 16, 2021, World Copper announced its board of directors had approved the Consolidation, which became effective at market open on June 18, 2021. At the time of the announcement, World Copper had 132,251,980 Common Shares issued and outstanding and expected that it would have approximately 44,083,994 Common Shares issued and outstanding on a post-Consolidation basis.

On August 18, 2021, the Common Shares were approved and admitted for trading on the OTCQB Venture Market under the symbol "WCUFF".

On September 17, 2021, World Copper and Cardero entered into the Arrangement Agreement.

On October 18, 2021, the Common Shares were made eligible for book-entry and depository services of the Depository Trust Company, to facilitate electronic clearing and settlement of transfers in the United States.

On October 22, 2021, Wealth Minerals acquired 13,225,197 Common Shares and the Special Warrant from ERC. After the closing of the transaction, Wealth Minerals beneficially owned and had control and direction over an aggregate of 21,558,530 Common Shares, representing approximately 43.26% of the then issued and outstanding Common Shares.

#### *Financings, Grants and Issuances*

(i) Pre-Reverse Take Over: 8893

On January 8, 2021, 8893 completed a non-brokered private placement (the "**January Financing**") consisting of 27,031,466 pre-Consolidation units (post-Consolidation: 9,010,488 units) of 8893 ("**Offered Units**") at a price of \$0.12 per Offered Unit for aggregate gross proceeds of \$3,243,775.92. Each Offered Unit was comprised of one common share in the capital of 8893 and one common share purchase warrant ("**Offered Warrant**"). In connection with the January Financing, 8893 issued an aggregate of 1,981,182 pre-Consolidation non-transferrable finder's warrants (post-Consolidation: 660,393 finder's warrants) ("**Finder's Warrants**"). Each Offered Warrant is exercisable for one common share from the date of issuance until July 27, 2025 at a price of \$0.20 per common share (pre-Consolidation). Each Finder's Warrant is exercisable for one common share for a period of 24 months from the date of issuance at a price of \$0.20 per common share (pre-consolidation).

Pursuant to the terms of the Share Exchange Agreement and immediately prior to the closing of the Reverse Takeover, 8893 issued an aggregate of 2,666,666 pre-Consolidation common shares (post-Consolidation: 888,889 common shares) (the "**Debt Settlement Shares**") to the former President of Allante, and Simco Services Inc., a private company controlled by the former President of Allante, in full and final satisfaction of indebtedness to such creditors in the aggregate amount of \$320,000 (the "**Debt Settlement**"). The Debt Settlement Shares were exchanged for Common Shares as a part of the Reverse Takeover and were deposited into escrow with the Company's transfer agent and registrar pursuant to the terms of the CPC Escrow Agreement.

(ii) Post-Reverse Take Over: World Copper

On January 15, 2021, World Copper also issued 14,675,595 pre-Consolidation Common Shares (post-Consolidation: 4,891,864 Common Shares) and the Special Warrant to Gold Springs to maintain its 30% pro-rata interest rights pursuant to the Share Exchange Agreement.

In connection with the Reverse Takeover and pursuant to the Share Exchange Agreement, World Copper also issued 4,000,599 pre-Consolidation Common Shares (post-Consolidation: 1,333,533 Common Shares) to the former shareholders of Allante.

On August 13, 2021, World Copper announced that it had granted incentive stock options to directors, officers, employees and consultants of World Copper to purchase up to 4.4 million Common Shares, each option exercisable on or before August 13, 2022, at a price of \$0.42 per Common Share.

On September 7, 2021, World Copper announced a non-brokered private placement of up to 10,000,000 units at a price of \$0.40 per unit for gross proceeds of up to \$4,000,000, forming part of the World Copper Financing. Each unit would consist of one Common Share and one-half of one common share purchase warrant (each, a "**WCU Financing Unit**"). Each whole warrant would entitle the holder to acquire one

Common Share for a period of two years from the date of issuance at a price of \$0.60 per share. The expiry of the warrants may be accelerated if the closing price of the Common Shares on the TSXV is equal to or greater than \$1.00 for a minimum of twenty consecutive trading days and a notice of acceleration is provided in accordance with the terms of the warrants.

On September 29, 2021, World Copper closed the first tranche of the World Copper Financing and issued 1,647,500 units for gross proceeds of \$659,000. Each unit consisted of one Common Share and one-half of one common share purchase warrant (each, a "**WCU Financing Unit**"). Each whole warrant entitled the holder to acquire one Common Share for a period of two years from the date of issuance at a price of \$0.60 per share. The expiry of the warrants may be accelerated if the closing price of the Common Shares on the TSXV is equal to or greater than \$1.00 for a minimum of twenty consecutive trading days and a notice of acceleration is provided in accordance with the terms of the warrants.

On October 6, 2021, World Copper closed the second tranche of the World Copper Financing and issued 4,157,500 WCU Financing Units for gross proceeds of \$1,643,000. On October 20, 2021, the Company increased the size of the World Copper Financing for an additional \$2,000,000 for aggregate gross proceeds of \$6,000,000. On October 28, 2021, the Company closed its final tranche of the World Copper Financing and issued 10,468,921 WCU Financing Units for gross proceeds of \$4,187,568. In connection with the World Copper Financing, the Company paid finder's fees consisting of an aggregate of \$263,390 in cash and issued an aggregate of 656,600 non-transferable finder's warrants.

### *Exploration*

World Copper announced an exploration update on March 2, 2021 in regard to its Chilean exploration activities on the Escalones Property. The Company announced that recent studies indicated that the shallow copper-oxide mineralization at the Escalones Property could be amenable to heap leach processing, and that the unexplored Mancha Amarilla lithocap extended one kilometre south from the main Escalones deposit. Evidence indicated this southern half of the Escalones alteration system was also deeply oxidized and could contain significant soluble copper mineralization. World Copper also announced that during 2021, its focus would be to further examine this new opportunity by surface sampling and mapping of the Mancha Amarilla target, followed by drill testing. World Copper further announced that a geochemical sampling and mapping crew had been mobilized to evaluate the cluster of three distal porphyry copper targets, located eight to ten kilometres to the north of Escalones and within the 161 km<sup>2</sup> Escalones land package, and that these porphyry targets suggest significant potential, with surface alteration zones on the same scale as that of the Escalones deposit. Readers are advised to refer to the Company's March 2, 2021 news release titled "*World Copper Provides Exploration Update*", as filed on World Copper's SEDAR+ profile, for more detailed information.

On June 16, 2021, World Copper announced that it had completed its previously announced geochemical soil sampling program of the cluster of three distal porphyry copper targets, located 8 to 10 kilometres to the north of the Escalones deposit within the 161 km<sup>2</sup> Escalones Property area. The purpose of the exploration program was to sample, map and conduct geophysics on the three anomalies in order to optimize drill targets. World Copper further announced that it expected to file its Escalones environmental application with the Chilean Environmental Assessment Service in June, 2021.

On August 12, 2021, World Copper provided an update on the two-month rock sampling and mapping programme at the Escalones Property, and provided highlights from the results from the East Skarn target, the southeast, lower elevation extension of the Escalones Alto skarn, which was the initial target of early exploration at the Escalones Property focusing on high-grade copper mineralization. Several rock sampling lines were completed across the layering, as the terrain allowed, to obtain more representative samples.

Each sample line consisted of a succession of 15 metre continuous to semi-continuous (allowing for breaks in outcrop) chip samples.

On August 23, 2021, World Copper announced it had received an updated mineral resource estimate for the Escalones Property. Key highlights included an updated inferred resource estimate of 426 million tonnes at 0.367% total copper in the oxidized zone at the Escalones Property, and the 3.45 billion pounds of copper should be amenable to heap leaching with an average recovery of 71%. Other highlights of the estimate were redefining the project as a copper oxide deposit significantly enhancing its value by lowering costs of capital and operating development options compared to the previously contemplated sulphide flotation project. Readers are advised to refer to the Company's August 23, 2021 news release titled "*World Copper Reports 426 Million Tonne Oxide Copper Resource at Redefined Escalones Project*", and to the Escalones Report, as filed on World Copper's SEDAR+ profile, for more detailed information relating to the Escalones Property. Mineral resources that are not mineral reserves do not have demonstrated economic viability. Inferred mineral resources are that part of the mineral resource for which quantity and grade or quality are estimated on the basis of limited geologic evidence and sampling, which is sufficient to imply but not verify grade or quality continuity. Inferred mineral resources may not be converted to mineral reserves. It is reasonably expected, though not guaranteed, that the majority of inferred mineral resources could be upgraded to indicated mineral resources with continued exploration. See "Cautionary Note to U.S. Investors Concerning Estimate of Mineral Reserves and Mineral Resources".

On October 5, 2021, World Copper announced exploration results from the northern targets at the Escalones Property. Over a one-month period in the first half of 2021, World Copper collected 440 samples from three targets north of the main deposit at the Escalones Property as part of a rock sampling and mapping program, and the results outlined two significant porphyry copper targets and one skarn target to the northeast of the main Escalones deposit. The Rio Negro target produced five samples grading over 1% Cu and multiple samples returning over 0.5% Cu. Readers are advised to refer to the Company's October 5, 2021 news release titled "*World Copper Confirms Two Porphyry Copper Targets at Escalones Project*", as filed on World Copper's SEDAR+ profile, for more detailed information.

On October 6, 2021, the Company announced that it had filed the Escalones Report on SEDAR.

#### Financial Year Ended December 31, 2022

##### *Acquisitions, Changes to the Company's Business and Material Contracts*

On January 28, 2022, pursuant to the Arrangement Agreement, Cardero and 1302172 B.C. Ltd., a wholly-owned subsidiary of World Copper, amalgamated to continue as one corporation, "Zonia Holdings Corp.". Pursuant to the Arrangement, a total of 29,389,236 Common Shares were issued to Cardero shareholders based on an exchange ratio of 0.200795, such that after the closing of the Arrangement, former shareholders of Cardero, on a non-diluted basis, held 40% of the outstanding Common Shares, with the remaining 60% held by the existing shareholders of World Copper, before giving effect to any concurrent financing by World Copper. Upon completion of the Arrangement, the common share purchase warrants of Cardero outstanding at the completion of the Arrangement were exchanged for 0.200795 of a World Copper warrant entitling the holder to purchase one Common Share. World Copper acquired one common share of Zonia Holdings Corp., representing all of the issued and outstanding shares of Zonia Holdings Corp., in exchange for the one common share of 1302172 B.C. Ltd. held by it prior to the closing of the Arrangement. The Company now holds, indirectly, all of the assets previously held by Cardero through Zonia Holdings Corp., including the Zonia Property, which the Company (indirectly) now has a 100% interest in.

On April 19, 2022, the Company announced its Common Shares have been approved and upgraded to the OTCQX® Best Market and will continue to trade under the symbol "WCUFF". The Company's primary listing also continues to be on the TSXV under the symbol "WCU".

On April 21, 2022, the Company announced that its wholly-owned Chilean subsidiary, TMI Chile, had signed a non-binding letter of intent with Desaladora Rosario SpA ("**DESALA**") dated April 18, 2022, for the construction of a pipeline, which would provide a desalinated seawater supply alternative for the Company's Escalones Property.

On June 13, 2022, the Company announced that it had entered into a binding letter agreement made as of June 10, 2022 with Electric Royalties Ltd. ("**Electric Royalties**") for the sale and grant to Electric Royalties of: (i) a 0.5% GRR on the Zonia Property for a total of \$1.55 million in cash and 2,000,000 common shares of Electric Royalties; (ii) an option to acquire a further 0.5% GRR on the Zonia Property for an additional cash payment of \$3.0 million; and (iii) an option to acquire a 1% GRR on the Zonia Norte deposit, for a cash payment of \$3.0 million.

#### *Financings, Grants and Issuances*

On January 31, 2022, the Company granted incentive stock options to directors, officers, employees and consultants of the Company to purchase up to 4,585,000 Common Shares, pursuant to the Company's 2021 incentive stock option plan. The options are exercisable on or before February 1, 2024 at a price of \$0.91 per share.

On May 24, 2022, World Copper announced that pursuant to the Arrangement Agreement, the holder (the "**Royalty Holder**") of an option to acquire a 1% net smelter returns royalty on future production from the Zonia Property (the "**Royalty Option**") had exercised the Royalty Option by making a cash payment to World Copper of \$1,407,867. Following the exercise of the Royalty Option by the Royalty Holder, the Company bought-out the royalty by issuing 7,731,285 Common Shares (the "**Buy-Out Shares**") to the Royalty Holder at a deemed issuance price of \$0.40 per Buy-Out Share. World Copper further announced that in addition to the cash proceeds from the early exercise of the Royalty Option, a further \$2,767,297.19 from the early exercise of 5,300,705 common share purchase warrants had been received by the Company, for total proceeds of \$4,175,164.10 during the 2022 fiscal year.

On June 29, 2022, World Copper announced a \$2.5 million non-brokered private placement of up to 8,333,333 units at a price of \$0.30 per unit for gross proceeds of up to \$2,500,000. Each unit consisting of one common share and one-half of one common share purchase warrant exercisable at \$0.60 for two years from closing.

On July 21, 2022, World Copper closed a first tranche of the financing issuing 4,264,414 units for gross proceeds of \$1,279,324.20.

On August 19, 2022, World Copper granted incentive stock options to directors, officers, employees and consultants of the Company to purchase up to 5,000,000 Common Shares, pursuant to the Company's 2021 incentive stock option plan. The options are exercisable on or before August 19, 2025 at a price of \$0.31 per share.

On August 23, 2022, World Copper granted incentive stock options to an investor relations provider to purchase up to 1,000,000 Common Shares, pursuant to the Company's 2021 incentive stock option plan. The options are exercisable on or before August 23, 2025 at a price of \$0.31 per share and contain vesting provisions.

On August 31, 2022, World Copper closed a final tranche of the financing announced on June 29, 2022, issuing an additional 5,276,501 units for gross proceeds of \$1,582,950.30.

On September 6, 2022, World Copper reported closing of the Electric Royalties transaction as previously reported on May 24, 2022 whereby World Copper received CAD1.55 million in cash and 2,000,000 Electric Royalties common shares from the sale of a 0.5% GRR (gross revenue royalty) on the Zonia Property to Electric Royalties.

On September 30, 2022, World Copper granted incentive stock options to directors, officers, employees and consultants of the Company to purchase up to 4,755,000 Common Shares, pursuant to the Company's 2021 incentive stock option plan. The options are exercisable on or before September 30, 2025 at a price of \$0.27 per share.

On December 29, 2022, World Copper reported that, subject to the TSXV's acceptance, the Company intended to extend the due dates on advances from E.L. II Properties Trust, a company owned by Robert C. Kopple, a director of the Company. There are three loans aggregating USD \$1,065,265, Canadian equivalent converted at CAD1.3565, CAD1,445,031.97. World Copper arranged to extend the due dates on the three loans to February 22, 2024 and issue an aggregate 10,321,567 non-transferable bonus common share purchase warrants exercisable at CAD0.14 per share expiring on February 22, 2024.

#### *Exploration*

On February 15, 2022, the Company announced the results of the independent preliminary economic assessment for the Escalones Property. On March 22, 2022, the Company filed an NI 43-101 technical report with respect to the independent preliminary economic assessment for the Escalones Property, entitled "Preliminary Economic Assessment NI 43-101 Technical Report, Escalones Copper Project, Santiago Metropolitan Region, Chile" and is dated March 22, 2022, with an effective date of February 15, 2022. The technical report was prepared by Global Resource Engineering, with contributions from other firms, including Hard Rock Consulting, LLC.

On February 21, 2022, World Copper received approval from the Regional Environmental Committee (*Comisión de Evaluación Ambiental*) for a 5,000 metre diamond drilling programme to be carried out at the Escalones Property.

On May 2, 2022, World Copper announced it had completed an internal technical review of the exploration and development potential of the Zonia Property.

On August 11, 2022, World Copper filed the Escalones Report on SEDAR for the Escalones Copper Project, Chile.

On September 27, 2022, World Copper reported drill results from the Mancha Amarilla target at the Escalones Copper project.

#### Financial Year Ended December 31, 2023

##### *Acquisitions, Changes to the Company's Business and Material Contracts*

On January 25, 2023, World Copper reported that they entered into a Share Purchase Agreement with Wealth Minerals whereby World Copper will sell to Wealth Minerals 2,000,000 common shares of Electric Royalties at a purchase price of \$0.25 per share for the aggregate amount of \$500,000 cash, subject to the TSXV's acceptance.



On February 24, 2023, World Copper reported that pursuant to the news release dated December 29, 2022, the TSXV accepted the consolidation and extension of the due dates on advances from E.L. II Properties Trust, a company owned by Robert C. Kopple, a director of the Company (the "**Lender**"). Four loans in the aggregate amount of USD \$1,065,265 equivalent Canadian amount converted at \$1.3565, \$1,445,031.97 (the "**Loans**") have been extended to February 22, 2024. The Company has issued in aggregate 10,321,657 non-transferable bonus common share purchase warrants (each, a "**Bonus Warrant**") to the Lender. Each Bonus Warrant entitles the holder to purchase one common share in the capital of the Company at an exercise price of \$0.14 per share expiring on February 22, 2024. The Bonus Warrants were calculated based on the original loan amount of USD \$1,065,265 converted to \$1,445,031.97 based on the exchange rate on December 29, 2022. All securities issued pursuant to the Loans will be subject to a hold period of four months and one day in Canada from the date of issuance. Further, a clause has been added to the warrant certificate that restricts the exercise of warrants such that the holders' ownership would not be above 19.99%.

On March 10, 2023, World Copper reported that it had closed the sale of Electric Royalties common shares to Wealth Minerals.

On April 5, 2023, World Copper filed the Zonia Technical Report on SEDAR.

On November 17, 2023, World Copper announced that Nolan K. Peterson had resigned as Chief Executive Officer and President of the Company, while Hendrik van Alphen replaced him as Interim Chief Executive Officer and President until a permanent candidate was identified.

#### *Financings, Grants and Issuances*

On March 8, 2023, World Copper announced a non-brokered private placement of up to 6,944,444 units at a price of \$0.18 per unit for gross proceeds of up to \$1,250,000. Each unit consisted of one common share of the Company and one-half of one common share purchase warrant. Each whole warrant entitled the holder to acquire one additional share of World Copper at a price of \$0.30 for a period of two years.

On March 30, 2023, World Copper reported that it had increased the size of the financing as announced on March 8, 2023 to 8,888,889 units at \$0.18 per unit for gross proceeds of up to \$1,600,000.

On March 31, 2023, World Copper reported closing of a first tranche of the financing as reported on March 8, 2023 and March 30, 2023, issuing 7,974,344 units for gross proceeds of \$1,435,381.90. Each unit consisted of one common share and one-half of one common share purchase warrant exercisable at \$0.30 for a period of two years, expiring on March 30, 2025.

On April 20, 2023, World Copper reported an additional increase in the size of the financing as reported on March 8, 30 and 31, 2023 to up to 11,773,333 units for gross proceeds of up to \$2,119,200.

On April 27, 2023, World Copper reported closing of a second and final tranche of the financing (as initially announced on March 8 and subsequently upsized on March 30 and April 20, 2023), issuing an aggregate total of 11,306,667 units for gross proceeds of \$2,035,200.06. The final tranche issued 3,332,323 units for gross proceeds of \$599,817.94. Finder's fees issued in the final tranche were paid to Canaccord Genuity Corp. (\$756.00 and 4,200 finder's warrants).

On May 26, 2023, World Copper filed a preliminary short form base shelf prospectus with the securities regulators in the Provinces of British Columbia, Alberta and Ontario, allowing World Copper to offer for sale from time to time, for a 25-month period, Common Shares, warrants, debt securities, subscription

receipts and units in one or more series or issuances, with a total offering price, in the aggregate, of up to \$65 million.

On August 28, 2023, World Copper filed a final short form base shelf prospectus with the same offering terms.

### *Exploration*

On February 23, 2023, World Copper reported results of an updated mineral resource estimate for the Zonia Property. The updated mineral resource estimate includes 75.7 million short tons grading 0.30% total-copper (Indicated Resources) containing 450.5 million pounds of copper and 122.0 million short tons grading 0.24% total-copper (Inferred Resources) containing 575.4 million pounds of copper. Readers are advised to refer to the Company's February 23, 2023 news release titled "*World Copper Updates & Expands Resource Estimate for the Zonia Copper Oxide Deposit, Arizona*", and to the Zonia Report, as filed on World Copper's SEDAR+ profile, for more detailed information relating to the Zonia Property. Mineral resources that are not mineral reserves do not have demonstrated economic viability. Inferred mineral resources are that part of the mineral resource for which quantity and grade or quality are estimated on the basis of limited geologic evidence and sampling, which is sufficient to imply but not verify grade or quality continuity. Inferred mineral resources may not be converted to mineral reserves. It is reasonably expected, though not guaranteed, that the majority of inferred mineral resources could be upgraded to indicated mineral resources with continued exploration. See "Cautionary Note to U.S. Investors Concerning Estimate of Mineral Reserves and Mineral Resources".

### Subsequent to the Financial Year Ended December 31, 2023

#### *Acquisitions, Changes to the Company's Business and Material Contracts*

On January 22, 2024, World Copper appointed Gordon Neal as Chief Executive Officer and President, replacing Hendrik van Alphen. Mr. Neal is a distinguished professional in the metals and mining industry, with a comprehensive background in capital markets, corporate governance, finance, and investor relations.

On May 13, 2024, the Company announced the formation of a technical advisory committee, related to the progression of the development of the Zonia Property. The technical advisory committee will help to guide the development of the Zonia Property by advising World Copper on engineering studies, project execution, and strategic planning necessary for successful permitting, construction, and ramp-up of the project.

#### *Financings, Grants and Issuances*

On February 27, 2024, World Copper announced a non-brokered private placement of up to 57,142,858 units at a price of \$0.07 per unit for gross proceeds of up to \$4,000,000. Each unit was comprised of one common share and one-half of one common share purchase warrant exercisable at \$0.17 for two years from the date of issuance.

On April 12, 2024, World Copper reported closing of a first tranche of the previously announced financing, issuing 53,015,112 units for gross proceeds of \$3,711,058. Insider participation included subscriptions for 16,899,999 units in the aggregate. Finder's fees issued in the first tranche were paid to Canaccord Genuity Corp. (\$11,907 and 170,100 finder's warrants), Echelon Securities (\$4,900 and 70,000 finder's warrants), Haywood Securities Inc. (\$7,000 and 100,000 finder's warrants), RBC Dominion Securities Inc. (\$10,780), Research Capital Corporation (\$20,128.50 and 287,550 finder's warrants), Richardson Wealth (\$7,227.50 and 103,250 finder's warrants) and Viking Infrastructure Systems Limited (\$2,450 and 35,000 finder's warrants).

On April 26, 2024, World Copper announced the closing of the final tranche of the non-brokered financing of \$0.07 units, issuing an additional 16,531,957 units for proceeds of \$1,157,237. Aggregate totals from both tranches total 69,547,069 units for gross proceeds of \$4,868,294.89. No finder's fees were paid in the second tranche.

On May 13, 2024, the Company announced that pursuant to its incentive stock option plan, the Company had granted incentive stock options to directors, officers, employees and consultants of the Company to purchase 10,265,000 common shares in the capital stock of the Company. The options are exercisable on or before May 13, 2027 at a price of \$0.20 per share.

### *Exploration*

On January 23, 2024, the Company provided an update on the Escalones Property in relation to a presidential decree establishing the Sanctuary (as defined below).

The Ministry of the Environment of the Republic of Chile, proposed to the President of the Republic of Chile the creation of State Protected Areas, which include marine parks and reserves, as well as sanctuaries of nature and coastal marine protected areas. The proposal was to create five new sanctuaries of nature in Chile. Following that proposal, the President of the Republic of Chile signed decrees for the creation of these sanctuaries of nature in several locations in Chile, one of which included the upper Maipo River valley, where the Escalones Property is located (the "**Sanctuary**"). The decree was published in the official gazette on November 30, 2023 (the "**Decree**"). Management of the Company has confirmed that the Sanctuary indeed covers the area of the Escalones Property and is presently determining the full regulatory and permitting impact of the Decree on Company plans to develop the Escalones Property.

### **Significant Acquisitions**

World Copper did not make any significant acquisitions during the financial year ended December 31, 2023 that would require the Company to file a Form 51-102F4 *Business Acquisition Report* under Part 8 of NI 51-102.

### **Changes to the Company's Business**

The Company does not anticipate any material changes to the Company's business over the remainder of the year.

## **OUR BUSINESS**

### **General**

The Company is a Vancouver, British Columbia based resource company focused on the exploration and development of its copper porphyry projects.

### Principal Properties

#### *Escalones Property, Chile*

The first of World Copper's material mineral properties is the Escalones Property located within the Santiago Metropolitan Region, in Central Chile, approximately 97 km southeast of Santiago and nine km west of the border between Chile and Argentina. The information with respect to the Escalones Property provided under the heading "*Mineral Projects*" is based upon the assumptions and qualifications set out in

the Escalones Report prepared on the Escalones Property, and is qualified in its entirety by the detailed information contained in the Escalones Report. Readers are advised to refer to the Escalones Report, as filed on World Copper's SEDAR+ profile, for more detailed information relating to the Escalones Property.

#### *Zonia Property, Central Arizona, United States*

World Copper's primary material mineral property is the Zonia Property located in the Walnut Grove Mining District, Yavapai County, Arizona, United States. The Company acquired the Zonia Property in January 2022. Information with respect to the Zonia Property provided under the heading "*Mineral Projects*" is based upon the assumptions and qualifications set out in the Zonia Report prepared on the Zonia Property, and is qualified in its entirety by the detailed information contained in the Zonia Report. Readers are advised to refer to the Zonia Report, as filed on World Copper's SEDAR+ profile, for more detailed information relating to the Zonia Property.

#### Products and Operations

At present, World Copper is an exploration stage company with no producing properties and consequently has no current operating income cash flow or revenues. There is no assurance that a commercially viable mineral deposit exists on any of World Copper's properties.

#### Specialized Skills and Knowledge

All aspects of the Company's business require specialized skills and knowledge. Such skills and knowledge include the areas of geology, engineering, environmental, drilling, logistical planning and implementation of exploration and development programs, treasury, accounting and legal. The Company has been successful to date in identifying and retaining employees and contractors with such skills and knowledge.

#### Cycles

The mining business is subject to mineral price cycles. As copper is used across many industries, including construction, electric and electronic products, industrial machinery, transportation and consumer products, the price of copper is in part dependent on changes in global demand from these industries and is therefore affected by worldwide economic cycles. If the global economy stalls and commodity prices decline as a consequence, a continuing period of lower prices could significantly affect the economic potential of the Company's mining properties and any other properties the Company may acquire or have an interest in, and as a result, the Company may determine to cease work on, or drop its interest in, some or all of such properties.

In addition to commodity price cycles and recessionary periods, mining activity may also be affected by seasonal and irregular weather conditions in the areas where the Company operates.

#### Foreign Operations

As the Company's material mineral properties are located in the United States and Chile, the Company's business is dependent on foreign operations. Operating in the United States and Chile has certain risks, for more information please see "*Risk Factors – Foreign Operations*".

## *Chilean Mining Regulations*

### The Legal Framework

Mining in Chile is principally regulated by three main laws: (i) the Constitution of the Republic of Chile, Article 19, No. 24 subparagraphs 6 to 10 (the "**Constitution of Chile**"); (ii) the Organic Constitutional Law on Mining Concessions, Law 18.097 of 1982 (the "**Organic Constitutional Law**"); and (iii) the Mining Code, Law 18.248 of 1983 ("**Mining Code**") and its regulations.

### Title and Surface and Mining Rights

In Chile, mining exploration and exploitation rights or "concessions" are separate and distinct from surface ownership and title of the land on which mining concessions may be constituted.

Pursuant to Article 19, Paragraph 24 of the Constitution of Chile, the state has absolute, exclusive, inalienable and non-prescribable ownership of all mines. However, the Constitution of Chile also grants, in the same disposition, a property right to the holders of mining concessions (either exploration mining concessions or exploitation mining concessions). On the other hand, the mining concession is an *in rem* right that is independent from the ownership of the land upon which that right is established. Accordingly, there is a separation of the ownership of the mining concession (which grants the rights to explore and exploit minerals) and the surface soil property where the labours of exploration and consequent mining exploitation is intended to be executed. Should the holder of a mining concession intend to develop and build a plant in correlation with a mining project, the holder thereof will either apply for a long-term easement or a lease with the owner of the surface land for the duration of the project.

Generally, a mining concession is transferable and transmissible, which may be conducted by way of a property option agreement. Once a property option is fully exercised, the mining concession is transferred from the optionor to the optionee.

Mining concessions in Chile are awarded in a non-contentious legal proceedings, and can be of two types: exploration concessions and exploitation concessions. An exploration concession is temporary, is awarded to investigate the existence of concessible minerals and does not entitle the holder to exploit. An exploitation concession is indefinite and entitles the holder both to explore and to exploit concessible minerals (as discussed below). The Cristal Property is comprised of three exploitation concessions. The Escalones Property is comprised of 19 exploitation concessions and 40 exploration concessions.

Any local or foreign person, whether natural or juridical, can acquire or apply for mining concessions in order to carry out mining activities and operations. However, as a result of legal responsibilities, the owners of such concessions must have a company incorporated in Chile, which can be a subsidiary of the parent company duly integrated into the country. World Copper has two Chilean subsidiaries, Wealth Copper Chile SpA and TMI Chile.

The Organic Constitutional Law requires an exploration concession to be registered, after which the concession is valid for two years. During this two-year period, the holder of the exploration concession can apply to the relevant court for the exploration concession to be converted into an exploitation concession if the holder wishes to extract minerals from the claim area for commercial purposes. Alternatively, the exploration concession can be renewed on a one-time basis for an additional two-year period, but the renewal requires that the holder relinquish 50% of the claim area. Exploration concessions must be filed with a competent court and a one-time processing fee must be paid. The court will direct that a full copy of the claim be registered with the Registry of Discoveries of the Mining Titles Registrar, and that a full copy of such filing be published in the Official Mining Bulletin. The file will then be forwarded to the

SERNAGEOMIN for review. Unless SERNAGEOMIN objects, the Court will award the exploration concession requested. Upon determination, successful applicants then maintain exploration concessions through the payment of annual fees. The Court will direct that an excerpt of the award be published in the Official Mining Bulletin and filed with the Registry of Discoveries of the Mining Titles Registrar, at which point the concession is considered to be duly constituted and registered. World Copper, through its Chilean subsidiary, did not pay the 2024 annual fees of the exploration mining concessions that comprise the Escalones Property in order to focus on the exploitation mining concessions that comprise the project. While not paying the 2024 annual fees does not mean that World Copper relinquishes the exploration mining concessions, it could eventually result in an increased payment in the future or a judicial auction. World Copper currently expects that it will focus its exploration on the exploitation concessions and discontinue any exploration work on the exploration concessions.

Exploitation concessions are also maintained through the payment of annual fees. There is no limit to an exploitation concession's duration (provided that such annual fees are paid) and ownership of such concessions may be transferred or transmitted in the same manner as real estate.

For more information, please see "*Mineral Projects*".

### Environmental Considerations

All aspects of World Copper's field operations will be subject to environmental regulations and generally will require approval by appropriate regulatory authorities prior to commencement.

The applicable Chilean regulations, particularly Law No. 19.300 of the Environmental Act, establishes the assumptions under which a mining project will require an Environmental Impact Statement ("**DIA**") or an Environmental Impact Study ("**EIA**"). The determination of whether a DIA or an EIA is required depends on the environmental concerns posed by each project.

Generally, a DIA is required for minor projects where the potential harm to the environment is limited. A DIA describes the activity or project to be carried out, or the amendments to be introduced, provided under oath by the respective owner, the content of which enables the competent authority to assess whether the environmental impact conforms to current environmental standards.

Alternatively, an EIA is required for major and more environmentally perilous activities. An EIA, which involves a more complex and detailed procedure, describes in detail the characteristics of a project or activity that is intended to be carried out or modified. Background checks must be provided for the prediction, identification and interpretation of its environmental impact and it must describe the actions to be carried out in order to prevent and minimize its significant adverse effects.

At the end of the Environmental Impact Assessment System (the "**SEIA**") process, the Environmental Assessment Service (the "**SEA**") will administer an environmental qualification resolution (an "**RCA**") which will provide one of the following determinations: (i) approval of the project; (ii) approval of the project, subject to the fulfilment of certain conditions or demands; or (iii) rejection of the project. Should an RCA approve a project, the environmental authority will produce an environmental permit which lasts for five years. If the permit holder does not begin the project, the permit will expire. Environmental permits are freely transferable, provided that the relevant environmental authority is properly notified. A separate, sector-specific environmental permit from a sectoral competent authority may also be required in addition to an RCA; however, such additional permits are administered as part of the same procedure.

The cost of compliance with changes in environmental regulations has the potential to reduce the profitability of operations. Further, any failure by the Company to comply fully with all applicable laws

and regulations could have significant adverse effects on the Company, including the suspension or cessation of operations.

### Competitive Conditions

Companies operating in the mining industry must manage risks, many of which are beyond the direct control of company personnel. Among these risks are those associated with exploration, environmental damage, commodity prices, foreign exchange rates and interest rates.

The mineral exploration and mining industry is very competitive and World Copper will be required to compete for the acquisition of mineral permits, claims, leases and other mineral interests for exploration and development projects. As a result of this competition, the majority of which is with companies with greater financial resources than World Copper, World Copper may not be able to acquire or retain attractive properties in the future on terms it considers acceptable. The ability of World Copper to acquire and retain mineral properties in the future will depend on its ability to operate and develop its existing properties and also on its ability to obtain additional financing to fund further exploration activities. World Copper also competes with other mining companies for investment capital with which to fund such projects and for the recruitment and retention of qualified employees.

### Market and Marketing

World Copper's principal product under exploration is copper. It is common in areas where copper is found to identify associated metals that can either become secondary revenue streams or can be potentially developed into stand-alone deposits. There is a worldwide commodities market into which World Copper could sell and, as a result, World Copper would not be dependent on a particular purchaser with regard to the sale of any minerals or metals produced, if and when the Company reaches production on any properties. As World Copper is not yet producing, it is not marketing and has not yet developed a marketing plan or strategy.

### Employees

As of the date hereof, World Copper has no employees.

## **RISK FACTORS**

World Copper's business consists of the exploration and development of mineral projects. There are a number of inherent risks associated with resource exploration and development. Many of these risks are beyond the control of the Company. Investors should carefully consider the risk factors set out below and consider all other information contained herein and in the Company's other public filings before making an investment decision.

### **Exploration Expenditures and Activities**

Potential investors should be aware of the risks, difficulties and uncertainties inherent in mining exploration ventures. Because of the speculative nature of mining exploration, the Company can provide investors with no assurance that exploration expenditures and activities on its current properties, or any other property that the Company may acquire, will establish the existence of commercially exploitable quantities of any metal or mineral deposits. The future profitability of the Company's operations will in part be directly related to costs and success of its exploration operations, which may be affected by a number of factors. Potential problems may prevent the Company from discovering any metal or mineral deposits, and unusual or unexpected geological formations and other conditions inherent in all mining exploration activities may

result in unsuccessful exploration efforts. If the Company's exploration results do not reveal viable commercial quantities of metals or minerals, the Company may decide to reduce exploration expenditures or abandon some or all of its property interests.

Additionally, significant capital investment is required to discover commercial quantities of metals and minerals, commercialize production from any successful exploration effort and to maintain concessions and other rights through payment of applicable taxes, royalties and other fees. The commercial viability of a mining property is dependent on a number of factors, including, among others: (i) property attributes, such as the size and grade of any metals or minerals and the proximity to infrastructure; (ii) current and future commodity prices; and (iii) governmental regulations, including those relating to prices, taxes, royalties, land tenure, land use, travel restrictions, importing and exporting of metals or minerals and necessary supplies and environmental protection. The complete impact of these factors, either alone or in combination, cannot be entirely predicted and their impact may result in the Company not achieving an adequate return on invested capital.

There is no certainty that the expenditures made by the Company towards the search for and evaluation of mineral and metal deposits will result in discoveries of commercial quantities of ore.

### **Commodity Prices**

The Company and the Company's financial condition may be adversely affected by changes in commodity prices and markets. Mineral and metal prices can be volatile and are affected by numerous factors beyond the Company's control. Changes in interest and inflation rates, supply and demand, consumption patterns, currency exchange rates, market sentiment, public health crises, international investment patterns, monetary systems and political and economic conditions can result in a high degree of volatility in commodity prices. A decline in the price of minerals or metals may have a negative effect on the Company's financial condition and its ability to access sources of capital.

### **No History of Operating Revenue and Cash Flow**

The Company has no history of earnings. Development of the Company's projects will only follow upon obtaining satisfactory results of further exploration work and geological and other studies. Exploration and the development of natural resources involve a high degree of risk and few properties which are explored are ultimately developed into producing properties. There is no assurance that the Company's exploration and development activities will result in any discoveries of commercial bodies of ore. The long-term profitability of the Company's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors. Even if commercial quantities of minerals are discovered, the exploration properties may not be brought into a state of commercial production. The commercial viability of a metal or mineral deposit once discovered is also dependent on various factors, including particulars of the deposit itself, proximity to infrastructure, commodity prices, and availability of power and water to permit development.

Further, the Company is subject to many risks common to mining exploration companies, including undercapitalization, cash shortages, limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance the Company will be successful in achieving a return on shareholder's investment and the likelihood of success must be considered in light of its early-stage operations.

### **Additional Funding Requirements**

From time to time, World Copper may require additional financing in order to carry out exploration



activities and business operations. Failure to obtain such financing on a timely basis could cause the Company to forfeit its interest in certain properties, miss certain acquisition opportunities and reduce or terminate its exploration activities. There can be no assurance that debt or equity financing will be available to meet the Company's financial requirements or, if available, on terms acceptable to the Company. Further, volatility in domestic and international capital and credit markets could materially affect the Company's ability to access sufficient capital. A failure to access sufficient capital may have a material adverse effect on the Company's ability to execute its business strategy and on its business, financial condition, exploration activities and future prospects.

### **Future Sales of Common Shares**

World Copper may issue additional Common Shares in the future, which may dilute a shareholder's holdings in the Company. World Copper's articles permit the issuance of an unlimited number of Common Shares and shareholders may have no pre-emptive rights in connection with such further issuances. Further, additional Common Shares may be issued by the Company on the exercise of any outstanding warrants issued by the Company or on the exercise of options under the Company's stock option plan.

### **Litigation**

In the normal course of the Company's operations, it may become involved in, named as a party to, or be the subject of, various legal proceedings, including regulatory proceedings, tax proceedings and legal actions related to personal injuries, property damage, employment or labour rights, property tax, land rights, human rights, the environment, securities laws and contractual disputes. The outcome of outstanding, pending or future proceedings cannot be predicted with certainty and may be determined adversely to the Company and as a result, could have a material adverse effect on the Company's assets, liabilities, business, financial condition, key personnel and results of operations.

### **Public Health Crises**

Public health crises can result in volatility and disruptions in the supply and demand for commodities, global supply chains and financial markets, as well as declining trade and market sentiment and reduced mobility of people, all of which could affect commodity prices, access to capital markets, interest rates, credit ratings, credit risk and inflation. The risks to the Company of such public health crises may also include: risks to the health and safety of employees and contractors, a slowdown or temporary suspension of exploration operations, restrictions on travel and movement of personnel, increased labour and fuel costs, regulatory changes, political or economic instabilities or civil unrest. Any such limitations, restrictions and orders may have a material adverse effect on the Company's exploration activities and, ultimately, on its business and financial condition.

In addition, travel and other restrictive measures put in place by governments around the world may hinder site visits and other activities related to potential project acquisitions, which may delay the Company's ability to carry out any such future acquisitions.

The extent to which COVID-19 will or may impact the Company is uncertain and involves many factors beyond the Company's control. Although many countries have begun delivering COVID-19 vaccines, the Company cannot predict how successful the vaccines will be against COVID-19 or any of its variants, if there will be significant adverse side effects, how quickly the vaccines will be available and rolled out to the general population, the level of willingness of people to get vaccinated and how long it will take the vaccines to be effective enough for global economies to reopen and the lifting of travel restrictions.

## **Foreign Operations Risks**

Political and related legal and economic uncertainty may exist in countries where the Company may operate.

The Company's exploration and mining activities may be adversely affected by political instability and changes to government regulation relating to the mining industry. Other risks of foreign operations include political unrest, labour disputes, invalidation of governmental orders and permits, corruption, war, civil disturbances and terrorist actions, arbitrary changes in law or policies of particular countries, foreign taxation, price controls, delays in obtaining or the inability to obtain necessary governmental permits, opposition to mining from environmental or other non-governmental organizations, limitations on foreign ownership, limitations on the repatriation of earnings, import and export controls and increased financing costs. These risks may limit, delay or disrupt the Company's projects, restrict the movement of funds or result in the deprivation of contract rights or the taking of property by nationalization or expropriation without fair compensation.

The Company's material properties are located in the United States and in Chile. There can be no assurance that there will be no changes in the laws of these jurisdictions or changes in the regulatory environment for mining companies in these jurisdictions that would adversely affect the Company. It is difficult for the Company to predict the effect of any constitutional or political changes on the Company's business and operations, including with respect to the impact of the Decree, and it is also possible that future social unrest in the United States or in Chile will adversely affect the Company's operations.

The occurrence of these various factors and uncertainties cannot be accurately predicted and could have an adverse effect on the Company's operations or profitability.

## **Possible Conflicts of Interest**

Certain of the directors and officers of the Company also serve as directors or officers of other companies involved in natural resource exploration and development and, consequently, there exists the possibility for such directors and officers to be in a position of conflict.

The Company expects that any decision made by the directors and officers will be made in accordance with their duties and obligations to deal fairly and in good faith with a view to the best interests of the Company and its shareholders, but there can be no assurance in this regard. In addition, each of the directors is required to declare and refrain from voting on any matter in which such directors may have a conflict of interest or which are governed by the procedures set forth in the BCBCA and any other applicable law.

## **Regulatory**

The Company's mineral exploration operations are subject to extensive regulation, oversight and control by governmental entities. Such governmental entities may make or amend laws or regulations or intervene with respect to applicable environmental protection measures, fees, taxes, royalties or the export of commodities, from time to time and without notice to the Company. Such regulations may be changed in response to economic or political conditions, and the implementation of new regulations or the modification of existing regulations affecting mineral exploration could reduce demand for metals or minerals and increase the Company's costs, any of which may have a material adverse effect on the Company's business, financial condition, operations and future prospects. The Sanctuary covers the area of the Escalones Property, is located in an area of ecological preservation, is a zone of touristic interest and was declared a priority site for the conservation of biodiversity. Prior to the signing of the Decree and notwithstanding that the Escalones Property was located within an area of existing ecological preservation, zone of touristic

interest and priority site for the conservation of biodiversity, the SEA granted RCAs and the necessary environmental permits to TMI Chile so that World Copper was able to perform drilling and exploration activities at the Escalones Property (see "*Foreign Operations*" and "*Environmental Considerations*" for further information on Chilean mining regulations, including in respect of the SEA, RCAs and EIAs). Following the signing of the Decree: (i) the Sanctuary continues to be subject to official protection by the Ministry of the Environment of the Republic of Chile; and (ii) any proposed activity at the Escalones Property must be filed through an EIA which demonstrates that the project is compatible with the conservation objectives for the Sanctuary as specified in its currently pending management plan. It is anticipated that the Sanctuary will be recategorized as a different protected area through amendments introduced by Law No. 21.600. As a result of the foregoing, there can be no assurances that: (i) the Company will be able to obtain or maintain all of the licenses, leases, permits or other legal instruments that may be required to conduct operations that it may wish to undertake; and (ii) the management plan for the Sanctuary and its related conservation objectives will not have a negative impact on the ability of the Company to advance the Escalones Property. Regulatory changes, including the Decree and the recategorization of the Sanctuary may negatively impact the Company's operations and its ability to conduct exploration activities, which may ultimately affect the Company's profitability.

### **Reputational Risk**

Any environmental damage, loss of life, injury or damage to property caused by World Copper's operations could damage its reputation in the areas in which the Company is domiciled or carries out operations. Negative sentiment towards World Copper could result in governmental authorities declining to grant the necessary licenses or permits for the Company to operate its business and the opposition of residents in the areas where World Copper is doing business towards the Company's ongoing or future operations in the area.

### **Dividends**

World Copper has not paid any dividends on its outstanding shares. Payment of dividends in the future will be dependent on, among other things, the cash flow, results of operations and financial condition of the Company, the need for funds to finance ongoing operations and other considerations as the Board of Directors considers relevant.

### **Risks Associated with Potential Acquisitions**

The Company may seek out opportunities to acquire additional mining assets and businesses. These acquisitions may be material in size, may change the scale of the Company's business and may expose the Company to new geographic, political, operating, financial and geological risks. The Company's success in its acquisition activities depends on its ability to identify suitable acquisition targets, acquire them on acceptable terms and integrate their operations successfully with those of the Company.

Any acquisitions would be accompanied by risks, including without limitation: complications arising from the assimilation of operations or personnel, potential disruptions of the Company's business operations, the inability of management to maximize the financial and strategic position of the Company through the successful incorporation of acquired assets and businesses, additional expenses associated with amortization of acquired intangible assets, the maintenance of uniform standards, controls, procedures and policies, the impairment of relationships with employees, customers and contractors as a result of any integration of new management personnel, transactional costs associated with any acquisition and the potential unknown liabilities associated with acquired assets and businesses, including environmental and labour liabilities. In addition, the Company may need to raise additional capital to finance any such

acquisitions. There can be no assurance that the Company would be successful in overcoming these risks or any other problems encountered in connection with any such acquisitions.

### **Breach of Confidentiality**

While discussing potential business relationships or other transactions with third parties, the Company may disclose confidential information relating to the business, operations or affairs of the Company. Although confidentiality agreements are signed by third parties prior to the disclosure of any confidential information, a breach could put the Company at competitive risk and may cause significant damage to its business. The harm to the Company's business from a breach of confidentiality cannot presently be quantified, but may be material and may not be compensable in damages. There is no assurance that, in the event of a breach of confidentiality, the Company will be able to obtain equitable remedies, such as injunctive relief, from a court of competent jurisdiction in a timely manner, if at all, in order to prevent or mitigate any damage to its business that such a breach of confidentiality may cause.

### **Joint Ventures**

In the event that the Company enters into any joint ventures, the existence or occurrence of one or more of the following circumstances and events could have a material adverse impact on the Company's profitability or the viability of any interests held through joint ventures, which could have a material adverse impact on the Company's future cash flows, earnings, results of operations and financial condition: (i) failure to reach definitive agreements with joint venture partners to govern the joint venture; (ii) disagreement with joint venture partners on how to develop and operate mining projects efficiently; (iii) inability of joint venture partners to meet their obligations under the joint venture or to third parties; and (iv) litigation between joint venture partners regarding joint venture matters.

### **COVID-19 Pandemic**

The Company's business, operations and financial condition as well as the market price of the Common Shares could be materially and adversely affected by the outbreak of epidemics or pandemics or other health crises, including the outbreak of COVID-19.

To date, there have been a large number of temporary business closures, quarantines and a general reduction in consumer activity in a number of countries including Canada and the United States. The outbreak has caused companies and various international jurisdictions to impose travel, gathering and other public health restrictions. While these effects are expected to be temporary, the duration of the various disruptions to businesses locally and internationally and the related financial impact cannot be reasonably estimated at this time. Similarly, the Company cannot estimate whether, or to what extent, this pandemic and the potential financial impact may extend beyond the date hereof. Such public health crises can result in volatility and disruptions in the supply and demand for metals and minerals, global supply chains and financial markets, as well as declining trade and market sentiment and reduced mobility of people, all of which could affect commodity prices, interest rates, credit ratings, credit risk, share prices and inflation.

The risks to the Company of such public health crises also include risks to employee health and safety, a slowdown or temporary suspension of operations in geographic locations impacted by an outbreak, increased labour and fuel costs, regulatory changes, political or economic instabilities or civil unrest. The extent to which COVID-19 will or may continue to impact the Company is uncertain and these factors are beyond the Company's control; however, it is possible that COVID-19 and its related impacts may have a material adverse effect on the Company's business, results of operations and financial condition.

### **Forward-Looking Information May Prove to be Inaccurate**

Investors are cautioned not to place undue reliance on forward-looking information. By its nature, forward-looking information involves numerous assumptions, known and unknown risks and uncertainties, of both a general and specific nature, that could cause actual results to differ materially from those suggested by the forward-looking information or contribute to the possibility that predictions, forecasts or projections will prove to be materially inaccurate.

Additional information on the risks, assumptions and uncertainties are found in this Annual Information Form under the heading "*Caution Regarding Forward-Looking Statements*" above.

### **MINERAL PROJECTS**

The Company has two material properties, the Escalones Property and the Zonia Property.

The information provided below in respect of the Escalones Property is directly excerpted from the Escalones Report and is based upon the assumptions and qualifications set out therein, and any information set out below in respect of the Escalones Property is qualified by the detailed information contained in the Escalones Report. The detailed disclosure contained in the Escalones Report is hereby incorporated by reference, and the Summary section from the Escalones Report is reproduced below. The definitions of any scientific or technical terms used and any references cited within the excerpted information below are provided in the Escalones Report. All other defined terms that are not otherwise defined therein will have the definitions ascribed to them in NI 14-101 or NI 43-101. Reference should be made to the full text of the Escalones Report, which is available in its entirety on SEDAR+ at [www.sedarplus.com](http://www.sedarplus.com) under the Company's profile. Readers are cautioned that the summary of technical information in this AIF should be read in the context of the qualifying statements, procedures and accompanying discussion within the complete Escalones Report and the summary provided herein is qualified in its entirety by the Escalones Report.

The information provided below in respect of the Zonia Property is directly excerpted from the Zonia Report and is based upon the assumptions and qualifications set out therein, and any information set out below in respect of the Zonia Property is qualified by the detailed information contained in the Zonia Report. The detailed disclosure contained in the Zonia Report is hereby incorporated by reference, and the Summary section from the Zonia Report is reproduced below. The definitions of any scientific or technical terms used and any references cited within the excerpted information below are provided in the Zonia Report. All other defined terms that are not otherwise defined therein will have the definitions ascribed to them in NI 14-101 or NI 43-101. Reference should be made to the full text of the Zonia Report, which is available in its entirety on SEDAR+ at [www.sedarplus.com](http://www.sedarplus.com) under the Company's profile. Readers are cautioned that the summary of technical information in this AIF should be read in the context of the qualifying statements, procedures and accompanying discussion within the complete Zonia Report and the summary provided herein is qualified in its entirety by the Zonia Report.

### **Summary of Escalones Property**

World Copper Ltd. ("**World**" or "**World Copper**") is a TSX-V-listed copper asset development company based in Vancouver, BC, with two active projects in Chile, Escalones and Cristal, and one active project in Arizona, USA, Zonia. World Copper has retained Global Resource Engineering Ltd. ("**GRE**") to prepare a Preliminary Economic Assessment (PEA) and NI 43-101 Technical Report for the Escalones Project (the "**Project**," the "**Property**," or the "**Escalones Project**").

The Escalones Project is located 35 kilometres (km) east of El Teniente, one of the world's largest underground copper mines, and within the renowned Chilean porphyry copper belt that runs north-south in the central Andes Mountains.

Practices consistent with Canadian Institute of Mining, Metallurgy and Petroleum (CIM) (2010) were applied to the generation of this PEA. The PEA includes restatement of the Mineral Resource Estimate issued in September 2021 (HRC, 2021).

#### Property Description and Ownership

The Escalones Project is located within the Santiago Metropolitan Region, in Central Chile, approximately 97 km southeast of Santiago and nine km west of the border between Chile and Argentina. The Project covers an area of 161 square kilometres (km<sup>2</sup>), of which 1) 46 km<sup>2</sup> are covered by 19 exploitation concessions that are the subject of an option agreement between an indirect, wholly-owned subsidiary of World Copper, TriMetals Mining Chile SCM ("**TMI Chile**"), and a third-party vendor for a 100% interest in and to the concessions (the "**Escalones Option**") and 2) 115 km<sup>2</sup> are covered by 40 exploration concessions, owned by TMI Chile.

World Copper acquired the Escalones Project from Gold Springs Resource Corp., formerly TriMetals Mining Inc. (hereinafter referred to as "**TMI**") pursuant to a share purchase agreement made as of May 31, 2019, as amended, among Wealth Minerals Ltd., World Copper, Escalones Resource Corp. and TMI. As consideration, World Copper issued 25,000,000 common shares in its capital to Escalones Resource Corp., a wholly-owned subsidiary of TMI, made a cash payment in the amount of \$150,000, and granted to TMI a 1% to 2% net smelter returns (NSR) royalty on the Escalones Exploration Concessions. World Copper was also required to make additional cash payments to TMI in the aggregate of \$850,000 as follows, these payments have been made as of the date of this publication:

<b>Date</b>	<b>Cash Payment (CAD)</b>
On or before February 28, 2021	\$350,000 (PAID)
On or before January 12, 2022	\$500,000 (PAID)
<b>Total:</b>	<b>\$850,000</b>

In addition, the following payments to certain third-party property vendors are required to exercise the Escalones Option in full:

<b>Date</b>	<b>Cash Payment (USD)</b>
June 20, 2020	\$60,000 (PAID)
December 30, 2020	\$140,000 (PAID)
June 30, 2021	\$150,000 (PAID)
September 30, 2021	\$150,000 (PAID)
June 30, 2022	\$500,000* (PAID)
June 30, 2023	\$500,000
June 30, 2024	\$3,000,000
<b>Total:</b>	<b>\$4,500,000</b>

\* The timing of the original June 30, 2022 \$500,000 payment was renegotiated between the Company and the underlying property owner by paying \$515,000 in instalments on or before as follows: July 12, 2022 - \$200,000; September 30, 2022 - \$150,000 and November 30, 2022 - \$165,000. All payments have been made.<sup>1</sup>

The Escalones Exploitation Concessions are subject to a 1% to 2% net smelter returns (NSR) royalty from the sale of products from the Escalones Exploitation Concessions. Further, TMI Chile has agreed to grant to ERC a 1% to 2% NSR royalty payable on production from the Escalones Exploration Concessions. Each of the NSR royalties may be purchased back from the royalty holder pursuant to the terms of each royalty agreement.

Drill-defined mineralization within the Project area occurs beneath a high-standing, north-south ridge between Quebrada Escalones and Quebrada Argüelles, at elevations ranging from 3,400 metres above sea level (masl) in the west, up to approximately 4,077 masl on the ridge. Surface alteration and mineralization covers about 1.5 km east-west and 3 km north-south. The central intrusive complex is mostly buried beneath a glacial till-covered plateau called the "Meseta" at 3,800 masl and flanked by lower skarns on west (originally called "**Escalones Bajo**"), and higher skarn along the ridge crest to the east (originally called "**Escalones Alto**").

### Geology and Mineralization

The Escalones Property lies within the Miocene to Pliocene age Pelambres-El Teniente Porphyry copper belt, which hosts the world's largest underground copper mine at El Teniente, as well as other large copper deposits at Los Bronces-Andina, Pelambres (Katsura, 2006) and Bajo La Alumbrera in Argentina. Copper mineralization at Escalones occurs in two forms: (1) as skarn and lithologically controlled mineralization hosted by altered sandstone/shale and intrusive dikes and sills and (2) as porphyry-style disseminated and stockwork mineralization hosted by an underlying intrusive granodiorite-diorite stock. Rock geochemistry from surface and drill core shows anomalous levels of gold, silver, and molybdenum that are spatially associated with the copper mineralization. This spatial relationship may also be due to separate pulses of mineralization or zoning within a much larger porphyry system.

Porphyry mineralization is associated with moderate to intense potassic alteration (as secondary biotite) in the granodiorite and adjacent hornfelsed sandstone. The metasomatic replacement or skarn-type mineralization is hosted by calcareous, feldspathic sediments, which form an open, upright, north-trending fold cored by the intrusive porphyry system. High-grade copper was historically mined (15 tonnes at 12% copper (Cu) (Katsura, 2006) at Escalones from exposures of magnetite-chalcopyrite skarn at Escalones Alto and prospects along Escalones Bajo. Previous drilling has demonstrated that high-grade magnetite skarn extends to the east and south from outcroppings at Escalones Alto and changes to calcsilicate dominated assemblages down-dip.

Skarn mineralization peripheral to the porphyry along the upper eastern margin (Escalones Alto) comprises mostly magnetite, garnet, and pyroxene skarn developed within sandstone, carbonate, and calcareous shale near contacts with intrusive rocks, with coarse copper oxides and carbonate near surface, transitioning to chalcopyrite-pyrite at depth. Finer disseminated and fracture-controlled mineralization occurs within biotite hornfels with quartz stockwork in steeply east-dipping hornfelsed calcareous shale and fine

---

<sup>1</sup> World Copper has subsequently renegotiated the option payments, and the remaining outstanding payments due to the vendors to exercise the Escalones Option in full are as follows:

- (i) USD \$218,000 on or before December 31, 2024;
- (ii) USD \$800,000 on or before June 30, 2025;
- (iii) USD \$800,000 on or before December 31, 2025;
- (iv) USD \$800,000 on or before June 30, 2026; and
- (v) USD \$800,000 on or before December 31, 2026 (which includes an additional USD \$350,000 fee for deferred interest).

sandstone and, to a lesser extent, within altered andesite sills and dikes. Magnetite skarn generally hosts the better mineralization, especially in the upper oxidized portions. Grades are highest close to the contact of the reactive sedimentary rocks with the central intrusive complex.

Supergene weathering and mobilization of copper has developed a stratification subparallel to the current surface topography of enriched copper-gold-silver grades to roughly 300 metres below surface in both porphyry and skarn zones. The mineral zonation is clearly seen in core where upper portions are completely altered to clay with iron and copper oxides, transitioning down to mostly weakly altered rock with oxides primarily in fractures and faults, with the oxides diminishing with depth to where sulphides are preserved in fractures. The skarn is as deeply weathered and oxidized in places as the sedimentary and intrusive units with similar copper oxide minerals. However, the oxide-sulphide boundary is more complex within the skarn and controlled more by host lithology, with the coarse sulphides only partially converted to secondary minerals and extending closer to the surface, especially within calcareous units. Within thicker limestone beds, copper occurs mainly as fracture-controlled malachite or is confined to porphyry sills and dikes. The oxidation extends along sandstone and intrusive units well below the limestone on the east flank, indicating acidic oxidizing fluids migrated down and east from the ridge.

### Status of Exploration

Drilling exploration at Escalones includes a total of 24,939 metres in 53 diamond drill holes. Between 1998 and 2011, a total of 1,556 surface samples were collected, comprising channel and chip samples across outcrops and road cuts. Most of the current Property has been mapped at a scale of about 1:100,000 (only northeast corner remains unmapped in places), and the area of drilling has been mapped at about 1:2000 scale.

Self-potential (SP), Induced Potential (IP), magnetic and Z-Axis Tipper Electromagnetic (ZTEM) geophysical surveys produced several anomalies that generally correlated poorly with drilling. ZTEM conductivity data suggests that there may be additional primary and/or secondary sulphide mineralization located in a broad zone extending for several kilometres south of the Meseta, paralleling the Argüelles valley. Interpretation of magnetic data shows anomalies that appear to be related to extensions of the skarn mineralization for several kilometres to the northeast, east, and southeast of Escalones Alto, towards the Rio Argüelles.

World Copper has not carried out further drilling on the project since the acquisition of the Project due to a combination of permitting, and seasonal (weather/climate) constraints. Since May 2019, World Copper has conducted desktop studies compiling and validating, to the extent possible, all historical digital surface sampling and drill data of the previous operators. During the data review, it was discovered that 23 of the 53 drill holes were missing core photos, so the core was photographed again. The geological, geochemical, and geophysical datasets have been integrated using GIS software. Geological plans and cross sections were redrawn at 100 metre intervals across the area of the historical drilling, and geophysical sections were drawn along collection lines where possible.

In January 2020, World Copper acquired ASTER imagery from PhotoSat of Vancouver, Canada, with the main objective of evaluating multiple colour anomalies across the concessions and comparing them with the main anomaly hosting the resource estimate. This work helped delineate the distal exploration targets and plans for future surface sampling.

In March and April of 2021, World Copper conducted rock sampling and mapping over the Escalones extension targets (see news release dated March 2, 2021) and northern targets. A total of 336 samples were collected from the Mancha Amarilla lithocap and East Skarn, with the objective of delimiting surface mineralization and alteration to help direct the drilling planned for the end of the year. The East Skarn



comprises gossanous, highly mineralized sandstone and porphyry sills. The area was covered with semi-continuous 15-metre chip samples across bedding to evaluate the continuity of mineralization.

At the northern targets, 440 samples were collected and resulted in outlining two significant porphyry copper targets: Rio Negro and Argüelles Este. The field work confirmed the large ASTER anomalies are intense quartz-sericite, argillic and gossanous alteration of porphyritic and granitic intrusions, as well as skarn in volcanic and sedimentary units. The western-most anomaly, Rio Negro, is the most obvious target, with strong copper mineralization at surface and will be the priority drill target. Argüelles Este is large and more deeply weathered and needs more sampling to determine the best area for initial drilling.

### Metallurgy

The completed test work data does not include any column leach tests; as a result, estimating the performance of the proposed heap leach is a challenge. The current data provides good insight into the acid solubility of the mineralized materials through acid bottle roll leach tests, but column tests are required to accurately estimate the scale factors required to derive the ultimate heap leach copper extractions.

Acid bottle roll tests showed copper extractions ranging from 78% to 96% for P<sub>80</sub> 50 µm (micron) ground samples and from 80% to 90% for P<sub>80</sub> 1.8-millimetre (mm) crushed samples. Sequential copper assays, completed on 75-micron material, indicate that the "oxide" samples had a weighted average copper extraction of 81% (acid and cyanide soluble). Although the data set is not very large, there is an indication that increasing sulfide grade negatively impacts the acid copper extraction, as would be expected.

Based on the data provided and the GRE Qualified Person's (QP) experience, GRE QP Dr. Harvey has recommended using an estimated copper extraction of 72.5% for finely crushed material placed on the heap leach. The annual extraction of fresh material placed on the heap has been scaled at 75%, 20% and 5% of the ultimate copper extraction for year 1, year 2, and year 3, respectively. An acid consumption of 15 kilograms per tonne (kg/tonne) has been used in the evaluation.

A comprehensive metallurgical test program is recommended to continue the evaluation of the potential for heap leach treatment. This program should include bottle roll leach tests in conjunction with column leach tests. The variables that should be examined including grade, resource spatial distribution, mineralogy, and particle size. Additionally, these tests should include both conventional acid leaching and bioleaching.

Escalones appears to be a typical Chilean copper deposit in that there are both hypogene and supergene zones. With these deposits, the transition zone between primary sulfide minerals (hypogene) and oxides (supergene) often represents the greatest metallurgical challenge. Within a bioleach environment, the potential exists to achieve improved copper extractions of the associated secondary copper sulphides.

### Mineral Resource Estimate

The mineral resource estimate for the Escalones Property was completed by Richard A. Schwering P.G., Society for Mining, Metallurgy and Exploration (SME)-Registered Member (RM), with Hard Rock Consulting, LLC (HRC) and originally published in the Mineral Resource Estimate NI 43-101 Technical Report dated September 2021 (HRC, 2021). Mr. Schwering is a Qualified Person as defined by NI 43-101 and is independent of World Copper, Ltd. Mr. Schwering estimated the mineral resource for the Project based on wireframe modeling and to a maximum search distance of 300 metres using an inverse distance to the 2.5 power interpolant. Geostatistics and mineral resource estimation were done with Leapfrog EDGE®. Three-dimensional wireframes and model visualization was done with Leapfrog Geo® software, and the mineral resources were constrained with a Lerchs-Grossman pit optimization. The metal of interest at the Project is copper. The mineral resources estimate reported here was prepared in a manner consistent

with the "CIM Estimation of Mineral Resources & Mineral Reserves Best Practice Guidelines" adopted by CIM Council on November 29, 2019. The mineral resources are classified as Measured, Indicated, and Inferred in accordance with "CIM Definition Standards for Mineral Resources and Mineral Reserves", prepared by the CIM Standing Committee on Reserve Definitions and adopted by CIM Council on May 10, 2014. Classification of the resources reflects the relative confidence of the grade estimates. The effective date of the mineral resource estimate reported herein is June 25, 2021.

Mineral resources that are not mineral reserves do not have demonstrated economic viability. Inferred mineral resources are that part of the mineral resource for which quantity and grade or quality are estimated based on limited geologic evidence and sampling, which is sufficient to imply but not verify grade or quality continuity. Inferred mineral resources may not be converted to mineral reserves. It is reasonably expected, though not guaranteed, that the majority of Inferred mineral resources could be upgraded to Indicated mineral resources with continued exploration.

Resources are reported within an optimized pit shell and meet the test of reasonable prospects for economic extraction. A 0.13% Cu cutoff was chosen for reporting the mineral resource. The cutoff grade was calculated based on the following assumptions: a long-term copper price of US\$3.50/pound (lb) Cu, assumed combined operating ore costs of US\$6.50/tonne (process, general and administrative, mining, and taxes), refining & shipping costs of US\$0.25/lb of Cu, metallurgical recoveries of 71% for copper, and a 1% to 2% net smelter returns royalty. The metal prices used in the cutoff represent a 15% increase over the three-year historical average as of June 30, 2021. Table 14-10 lists the cost and other parameters used in the cutoff calculation (all dollar amounts in US dollars). Table 1-1 shows the Mineral Resource Estimate for the Escalones Project.

**Table 1-1: Oxide Mineral Resource Statement for the Escalones Project, June 25, 2021**

<b>Class</b>	<b>Density (tonne/m<sup>3</sup>)</b>	<b>Tonnes x 1,000</b>	<b>Grade Total (Cu%)</b>	<b>Metal Content X 1,000 (lb Cu)</b>
Inferred	2.69	426,198	0.367	3,446,982

**Notes:**

- (1) Mineral resources that are not mineral reserves do not have demonstrated economic viability. Inferred mineral resources are that part of the mineral resource for which quantity and grade or quality are estimated on the basis of limited geologic evidence and sampling, which is sufficient to imply but not verify grade or quality continuity. Inferred mineral resources may not be converted to mineral reserves. It is reasonably expected, though not guaranteed, that the majority of inferred mineral resources could be upgraded to indicated mineral resources with continued exploration.
- (2) Mineral resources are reported at a 0.13% CuT cutoff. The cutoff is calculated based on a long-term copper price of US\$3.50/lb; assumed combined operating ore costs of US\$6.50/tonne (process, general and administrative and mining taxes); refining & transportation costs of US\$0.25/lb of Cu; metallurgical recoveries of 71% for copper and a 1% to 2% net smelter returns royalty.
- (3) Mineral resources are captured within an optimized pit shell and meet the test of reasonable prospects for economic extraction by open pit. The optimization used the same mining costs of US\$2.50/tonne mined and a 50° pit slope.
- (4) Rounding may result in apparent differences when summing tonnes, grade and contained metal content.

**Mining Methods**

Mine plans for the resource area were designed and planned using conventional open pit mining method. The open pit area is suitable for phased designs. Ms. Lane of GRE used a triple bench format consisting of triple 10-metre vertical benches with a horizontal 13-metre catch bench every three vertical benches. Haul roads were designed with a minimum width of 34 metres and a maximum gradient of 10%. Haul ramps and roads have been designed to accommodate two-way traffic using 227-tonne haul trucks, water diversion

ditches, and safety berms. Minor sections were narrowed to a single lane of 17 metres and a maximum slope of 15%.

Ms. Lane of GRE examined the economics of varying the cutoff grade. Cutoff grades of 0.13%, 0.15%, 0.17%, 0.19%, and 0.21% were evaluated. Ms. Lane of GRE selected the 0.17% cutoff grade for the base case. The resulting in-pit resources include 365.8 million tonnes of mineralized leachable material, 335.6 million tonnes of rock waste, 73.1 million tonnes of till waste, and 3,098.1 million lbs of contained copper at a grade of 0.384%.

A preliminary mining schedule was generated from the base case pit resource estimate. Ms. Lane of GRE used the following assumptions to generate the schedule:

- Mining Production Rate: 50,000 tonnes per day (tpd)
- Mine Operating Days per Week: 7
- Mine Operating Weeks per Year: 52
- Mine Operating Shifts per Day: 2
- Mine Operating Hours per Shift: 12

All facilities needed for the project, including administrative offices, warehouse, ammonium nitrate/fuel oil (ANFO) storage, equipment shop, fuel station, plant, leach pad, and waste storage, will need to be constructed. Ms. Lane of GRE developed conceptual layouts for the project.

#### Recovery Methods

The process for the Escalones project is comprised of conventional sulfuric acid heap leaching followed by solvent extraction and electrowinning to produce cathode copper. Figure 17.1 shows the conceptual flowsheet. The project employs open pit mining with a conventional heap leach system on a 365 day per year 24 hour per day basis. The target production rate is 50,000 tonnes per day of mineralized material producing an average of 52,000 annual tonnes of Grade-A copper cathode (115 million pounds). The estimated average copper extraction from the mineralized material is 72.5%, with 75% recovery of the recoverable copper during the first year, 20% during the second year, and 5% thereafter.

Run of mine (ROM) material would be trucked to a primary jaw crusher located reasonably close to the proposed open pit. The primary crushed material would then be conveyed to a secondary crushing circuit and delivered to the heap via a series of overland conveyors. A tripper conveyor located adjacent to the heap leach would transfer the crushed material to a series of grasshopper conveyors and ultimately to a stacking conveyor for placement on the heap.

The heap leach would consist of a suitable area lined with a solution containment system, typically a linear low-density polyethylene (LLDPE) liner with a rock over liner of sized material to facilitate drainage. Within this over liner would be placed drainage pipes to conduct the leach solution to the centralized collection ponds. The crushed material would be stacked in lifts on the lined pad by means of a slewing stacking conveyor. The lifts are targeted at 10 metres (32 feet) in height with a total heap height of 100 metres (328 feet). Once a suitable area has been stacked (cell), the cell would be irrigated with dilute sulfuric acid solution. Stacking would continue to advance, and each area irrigated with acid solution for a set period of time (primary leach cycle). The solution leaches copper from the heap materials and is transported to the copper recovery circuit as pregnant leach solution (PLS).

This PLS would be processed directly in the solvent extraction plant (SX), diverted to a dedicated pond, or recirculated to the heap. The SX circuit consists of a series of extraction stages and a stripping stage using a conventional mixer/settler arrangement. The loaded organic from the extraction stage would be transferred to the stripper vessel, producing a rich electrolyte solution for subsequent electrowinning. The copper-depleted raffinate from the extraction circuit would be recycled to the raffinate pond. Prior to electrowinning, the rich electrolyte would be purified to remove entrained organic through column flotation and filtration. The depleted "raffinate" solution would report to the heap leach raffinate pond/tank and be recirculated back to the heap after having the reagent levels adjusted (free acid).

The electrowinning (EW) circuit consists of a series of electrowinning cells equipped with cathodes and anodes. The copper depleted lean electrolyte would report back to the SX stripping circuit. The plated copper cathodes would be striped using a mechanized striping system after being washed. Grade-A copper cathodes would then be sampled and bundled for shipment.

The heap leach is typically designed to have multiple lifts stacked in sequence. Each new lift is placed on top of the last lift until the heap reaches its ultimate height. Heap leaches often utilize 10 or more lifts to reach an ultimate height of 100 to 150 metres (328 feet to 492 feet). The configuration of the heap leach is heavily dependent on the permeability characteristics of the material, the terrain available, and the geotechnical aspects of the site.

#### Capital and Operating Costs

The capital cost estimate has been prepared for the PEA under the assumption of processing of open pit mined material at a rate of 50,000 tpd. Project costs were estimated using cost data from Infomine (2021) and experience of senior staff. The estimate assumes that the project will be operated by the owner with leased equipment.

The capital costs are summarized in Table 1-2.

**Table 1-2: Escalones Copper Project Capital Cost Summary**

<b>Item</b>	<b>Total</b>
Royalty Buyback	\$3.0
Process	\$379.5
Infrastructure	\$114.9
G&A	\$7.4
Sustaining	\$0.5
Contingency	\$125.6
<b>Total</b>	<b>\$630.9</b>

The operating costs assume owner operation. Operating costs are summarized in **Table 1-3**.

**Table 1-3: Escalones Copper Project Operating Cost Summary**

<b>Item</b>	<b>Total Operating Cost (millions)</b>	<b>Unit Operating Cost</b>	<b>Unit</b>
Mining	1,445.7	\$1.87	\$/tonne mined
Processing	1,239.8	\$3.39	\$/tonne processed
G&A	206.0	\$0.56	\$/tonne processed
Closure	64.5	\$0.18	\$/tonne processed
<b>Total</b>	<b>2,956.1</b>	<b>\$8.08</b>	<b>\$/tonne processed</b>

Economics

Readers are advised that Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability under National Instrument 43-101. This PEA is preliminary in nature and includes inferred Mineral Resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as Mineral Reserves under CIM Definition Standards. Readers are advised that there is no certainty that the results projected in this preliminary economic assessment will be realized.

A multi scenario analysis method was used to analyze the economic performance of the project by varying the cutoff grade, plant and heap leach locations, and method of procuring mobile production and support equipment.

Ms. Lane of GRE evaluated the following options:

- Cutoff grades of 0.13%, 0.15%, 0.17%, 0.19%, and 0.21% copper
- Two plant and heap leach locations: near the project immediately south of the Maipo River and approximately 65 km down valley in the Pangal and Cachapoal River valleys near west of the town of Rancagua
- Three mobile equipment procurement options: owner purchase of all equipment, owner lease of all equipment, and owner purchase of a base number of pieces of equipment with use of contractor equipment and labor for years with peak requirements.

After analyzing the economic results of all cases considered, Ms. Lane of GRE selected the 0.17% copper cutoff with the heap leach and plant located near the project and the mobile equipment leased by the owner as the base case as it results in the best overall economics.

Ms. Lane of GRE performed an economic analysis of the project by building an economic model based on the following assumptions:

- Copper price of \$3.60/lb, based on using a weighted average of the 3-year trailing average copper price and the 2-year futures price, calculated as: 60% x 3-year trailing average price of \$3.25/lb + 40% x 2-year futures price of \$4.15/lb.
- Overall copper recovery of 72.5%
- Leach recovery delay as follows: 75% recovered during the first year on the heap, 20% recovered in the second year on the heap, and 5% recovered during the third year on the heap

- Copper 100% payable
- \$80/tonne cathode premium
- \$30/tonne transportation charges
- \$3 million cost up front to purchase back existing NSR royalties under buyback provisions
- All costs input to the model are in US dollars. No exchange rate was applied.
- Sales and use taxes are not included in the model
- Chilean taxes, depreciation, amortization were included

Table 1-4 presents the key economic results for the project.

**Table 1-4: Escalones Copper Project Key Economic Results**

<b>Economic Measure</b>	<b>Value</b>
After Tax NPV @5% (millions)	\$1,937
After Tax NPV @ 8% (millions)	\$1,500
After-Tax IRR	46.2%
Initial Capital (millions)	\$438
Payback Period (year)	2.18
All-in Sustaining Cost (\$/lb Cu Produced)	\$1.42
C1 Cash Cost (\$/lb Cu Produced)	\$1.19
Capital Intensity (Years 1 – 5)	\$7,756
Capital Intensity (Life of Mine)	\$8,416

Capital Intensity: Initial Capital USD/Avg ktpa Cu production

The project economics shown in the PEA are favorable, providing positive Net Present Value (NPV) values at varying copper prices, capital costs, and operating costs. The PEA is preliminary in nature and includes Inferred Mineral Resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as Mineral Reserves under CIM Definition Standards. Readers are advised that there is no certainty that the results projected in this preliminary economic assessment will be realized.

#### Recommendations

The QPs recommend the following Phase 1 items and budget (inclusive of contingency) to complete additional exploration and metallurgical test work for the Escalones Copper project (Table 1-5).

**Table 1-5: Escalones Copper Project Estimated Costs to Complete the Phase 1 Work Programme**

<b>Exploration Cost Area</b>	<b>Total</b>
Exploration Drilling	\$3,000,000
Metallurgical Testing	\$400,000
Camp Costs	\$400,000
Road and Pad Construction	\$500,000
Geotechnical Testing	\$50,000
Hydrological Testing	\$50,000
Permitting	\$500,000
<b>Total</b>	<b>\$4,900,000</b>

A comprehensive metallurgical test programme is recommended to fully evaluate the potential of heap leach treatment. This programme should include bottle roll leach tests in conjunction with column leach tests. The variables that should be examined include grade, resource spatial distribution, mineralogy, and particle size. Additionally, these tests should include both conventional acid leaching and bioleaching.

For exploration, the QPs recommend a drilling programme on the order of 5,000 to 10,000 metres to outline additional resources to the west, south, and east flanks of the main deposit.

A Phase 2 programme would be contingent upon positive results from the Phase 1 programme, and the scope of the Phase 2 programme are conditioned on the results of the Phase 1 programme. For the purposes of conceptual level planning, it is assumed that a Phase 2 programme would consist of a nominal \$25M program that would include an expanded exploration drill program to upgrade resources to reserves and engineering and economics studies that would result in a Pre-feasibility Study.

The QPs recommend further engineering evaluation of different projects sizes and the optimization of mine plans.

The QPs recommend the evaluation and incorporation of existing and/or future technologies to improve sustainability and reduce environmental impacts of the Project.

Baseline studies, some of which were initiated by TMI, are recommended to support the preparation of permitting documents. Baseline studies should include fauna and flora, archeology, human component, paleontology and landscape.

Development of other preliminary engineering studies that will support early preparation of a DIA are recommended. The following studies should be conducted to support infrastructure designs:

- Seismic study
- Hydrology and hydrogeology
- Geomorphology and geological risk
- Geotechnical studies

- Condemnation drilling

The QPs recommend additional evaluation of the potential for potentially acid generating (PAG) material, metal leaching, and groundwater mobilization of contaminants.

The QPs recommends that World Copper conduct an early social perception study on the local communities to determine their perception/expectations about the future project. This will help identify and define any actions needed to be taken into account to obtain local community support for the project.

## **Summary of Zonia Property**

### Introduction

World Copper Ltd. ("World Copper") is an oxide copper focused exploration and development company engaged in the acquisition, exploration and development of North and South American mineral properties. World Copper has retained Hard Rock Consulting ("HRC") to prepare an updated mineral resource estimate and subsequent technical report for the Zonia Copper Project (the "Zonia Project" or "Project"), a historically productive oxide copper project located in the Walnut Grove Mining District of Yavapai County, Arizona, USA.

This report presents the results of the updated mineral resource estimate and associated work completed by HRC and is intended to fulfill the reporting Standards of Disclosure for Mineral Projects according to Canadian National Instrument 43-101 ("NI 43-101"). This report was prepared in accordance with the requirements and guidelines set forth in Companion Policy 43-101CP and Form 43-101F1 (June 2011). The mineral resource estimate presented herein is classified according to Canadian Institute of Mining, Metallurgy and Petroleum ("CIM") Definition Standards for Mineral Resources and Mineral Reserves, prepared by the CIM Standing Committee on Reserve Definitions and adopted by the CIM Council on May 10, 2014. The mineral resource estimate reported herein is based on all available technical data and information as of September 1, 2022.

### Property Description and Ownership

The Zonia Project is located approximately midway between Kirkland Junction and Walnut Grove, Arizona, within Sections 11, 12, 13, and 14, T11N, R4W, Gila and Salt River Meridians. The approximate geographic center of the property is 34°18'30"N and 112°37'45"W. Topographically, the Project is situated between French Gulch and Placerita Gulch in the northernmost Weaver Mountains. The Project area is comprised of 96 patented and 185 unpatented mineral claims with a combined surface area of 3712.7 acres, and an additional 566.85 acres of surface rights acquired from the State of Arizona, for a total surface area of 4,279.55 acres.

World Copper owns 100% of the Zonia Project via a 2021 business combination with Cardero Resource Corp. ("Cardero"). The merger was completed in February 2022, at which time All Cardero's right, title, and interest in the 291 patented and unpatented claims that comprise the Project area were acquired by World Copper. World Copper maintains legal, public access to the Project area via Zonia Road, which extends to the south from South Wagoner Road roughly 1 mile east of Kirkland Junction (State Highway 89).

### Geology and Mineralization

The Zonia Project is located within the Central Volcanic Belt of central Arizona, a unified region of stratigraphically complex, highly deformed and metamorphosed basement rocks of Proterozoic age (1.8-



1.6 Ga). Strata of the Central Volcanic Belt belong to the Yavapai Supergroup, which includes the older, more mafic rocks of the Prescott-Jerome volcanic belts to the northwest, and the younger, more felsic rocks of the New River-Cave Creek-Mazatzal Mountains-Diamond Butte volcanic belts to the southeast. The Zonia Project area is underlain by volcanic stratigraphy of the Bradshaw Group of the greater Prescott volcanic belt. Within the Project area, the Bradshaw group is represented by greenschist-grade metavolcanic and metasedimentary rocks and weakly to highly deformed granitic intrusive rocks.

World Copper presently considers mineralization at Zonia to be the product of a porphyry copper system, which is the conceptual deposit model on which current plans for future exploration are based. Copper mineralization occurs primarily within quartz-sericite schist, the protolith of which is presumed to be argillically altered quartz monzonite porphyry. Mineralization also occurs within undeformed to moderately foliated quartz monzonite porphyry, along contacts between the porphyry and various felsic units, and occasionally along contacts between the felsic units and mafic units. The latter occurrence is considered a late-stage effect of supergene, mobilized copper reacting with the more calcic mafic units.

Copper mineralization as it occurs in the present-day Zonia Project area is thought to represent the ultimate result of the following sequence of discrete, dynamic events:

- Deposition of disseminated pyrite-chalcopyrite sulfides in a subvolcanic porphyry setting, slightly post-dating intrusion of unit Qmp, approximately 1.75 Ga;
- Regional-scale vertical deformation imposed by the voluminous intrusion of the granitic batholiths around the greenstone belts, with greenschist facies metamorphism related to the Yavapai Orogeny from 1.75 to 1.69 Ga, followed by exhumation;
- Oxidation, mobilization, and supergene enrichment of primary copper sulfides along foliation and fracture plane controls, followed by burial; and
- Second exhumation and oxidation of the supergene-enriched sulfides and remobilization of the copper oxide minerals into structural anomalies, resulting in in-situ and transported copper oxides throughout the various lithologic units within the Project area.

Ore minerals primarily consist of chrysocolla, black copper oxides (tenorite, melaconite, pitch), cuprite, native copper, malachite and azurite.

Current interpretation proposes that regional deformation related to the Yavapai Orogeny sheared the originally disseminated and blebby pyrite-chalcopyrite mineralized horizons into folia-form mineralization, parallel to schistosity, and ranging from vertical to a dip of ~45°. Subsequent oxidation-remobilization of the copper from chalcopyrite (~35% Cu) followed the foliation down-dip to the groundwater table, where copper then reprecipitated as enriched sulfide minerals, primarily secondary chalcocite (~78% Cu). This chalcocite blanket was then itself oxidized during a second lowering of the water table and copper further mobilized into reactive units below.

### Status of Exploration

Since 1910, at least 13 different operators have completed approximately 171,945 feet (52,409 meters) of drilling in a total of 613 drillholes throughout the Zonia Project area. The high-density drilling covers a strike length of 7,500 feet, a depth of approximately 600 feet below the current topography of the property and defines the current resource estimate. During the same time frame, the Project has been subject to a variety of other exploration activities, including chip and trench surface sampling and geologic mapping.

### Mineral Resource Estimate

The mineral resource estimate for the Zonia Property was completed by Richard A. Schwering P.G., SMERM, with HRC. Mr. Schwering is a Qualified Person as defined by NI 43-101 and is independent of World Copper, Ltd., the vendor of the property. Mr. Schwering estimated the mineral resource for the Project based on wireframe modeling and to a maximum search distance of 960 feet using an ordinary kriging interpolant. Geostatistics and mineral resource estimation were done with Leapfrog EDGE®. Three-dimensional wireframes and model visualization was done with Leapfrog Geo® software, and the mineral resources were constrained with a Lerch-Grossman pit optimization. The metal of interest at the Project is copper. The mineral resource estimate reported here was prepared in a manner consistent with the “CIM Estimation of Mineral Resources & Mineral Reserves Best Practice Guidelines” adopted by CIM Council on November 29, 2019. The mineral resources are classified as Measured, Indicated, and Inferred in accordance with “CIM Definition Standards for Mineral Resources and Mineral Reserves,” prepared by the CIM Standing Committee on Reserve Definitions and adopted by CIM Council on May 10, 2014. Classification of the mineral resource reflects the relative confidence of the grade estimates. The effective date of the mineral resource estimate reported herein is September 1, 2022.

A variable copper cut-off was chosen for reporting the mineral resource based on the oxidation model. The cut-off grade for blocks was calculated based on the following assumptions: a long-term copper price of US\$3.60/lb., assumed combined operating ore costs of US\$6.25/ton (low grade re-handle, process, and general and administrative costs), refining & shipping costs of US\$0.15/lb. of copper, and copper metallurgical recoveries of 73% for blocks coded as oxide and 70% for blocks coded as transition. The operating costs were determined based on the QPs industry knowledge and prior experience with similar sized projects.

Mineral resources that are not mineral reserves do not have demonstrated economic viability and may be materially affected by modifying factors including but not restricted to mining, processing, metallurgical, infrastructure, economic, marketing, legal, environmental, social and governmental factors. Inferred mineral resources are that part of the mineral resource for which quantity and grade or quality are estimated based on limited geologic evidence and sampling, which is sufficient to imply but not verify grade or quality continuity. Inferred mineral resources may not be converted to mineral reserves. It is reasonably expected, though not guaranteed, that the majority of Inferred mineral resources could be upgraded to Indicated mineral resources with continued exploration. Table 1-1 shows the Mineral Resource Statement for the Zonia Project by oxidation state.

**Table 1-1 Mineral Resource Statement for the Zonia Project**

Classification (Oxidation State)	Copper Cut-off (%)	Short Tons (Million)	Grade (CuT %)	Cu. Lbs. (Million)
Indicated (Oxide)	0.125	71.3	0.30	425.1
Indicated (Transition)	0.130	4.4	0.29	25.4
<b>Total Indicated</b>	<b>Variable</b>	<b>75.7</b>	<b>0.30</b>	<b>450.5</b>
Inferred (Oxide)	0.125	100.1	0.23	463.7
Inferred (Transition)	0.130	21.9	0.25	111.7
<b>Total Inferred</b>	<b>Variable</b>	<b>122.0</b>	<b>0.24</b>	<b>575.4</b>

- 1.) The effective date of the 2022 Mineral Resource Estimate is September 1, 2022. The QP for the estimate is Richard A. Schwering P.G., RM-SME, of Hard Rock Consulting, LLC
- 2.) Mineral resources that are not mineral reserves do not have demonstrated economic viability. Inferred mineral resources are that part of the mineral resource for which quantity and grade or quality are estimated on the basis of limited geologic evidence and sampling, which is sufficient to imply but not verify grade or quality continuity. Inferred mineral resources may not be converted to mineral reserves. It is reasonably expected, though not guaranteed, that the majority of inferred mineral resources could be upgraded to indicated mineral resources with continued exploration.
- 3.) Mineral resources are reported using a variable total-copper cut-off. The cut-off grade for blocks was calculated based on the following assumptions: a long-term copper price of US\$3.60/lb., assumed combined operating ore costs of US\$6.25/ton (low grade re-handle, process, and general and administrative costs), refining & shipping costs of US\$0.15/lb. of copper, and copper metallurgical recoveries of 73% for blocks coded as oxide and 70% for blocks coded as transition.
- 4.) Mineral resources are captured within an optimized pit shell and meet the test of reasonable prospects for economic extraction by open pit. The optimization used mining costs of US\$2.00/t mined, processing and G&A costs of \$4.75/t processed and a 45° pit slope.
- 5.) Mineral resource tonnage and contained metal have been rounded to reflect the accuracy of the estimate, and numbers may not add due to rounding.

### Conclusions and Recommendations

HRC considers World Copper's interpretation of the Zonia deposit as a porphyry copper deposit both reasonable and appropriate based on evidence available to date. While previous authors have presented compelling arguments for alternate interpretations, namely the VMS deposit model, the QP finds definitive supporting evidence (such as massive, banded sulfide deposition, rhyolite domes within the volcanic stratigraphy, and chlorite pipes in close proximity) for such an interpretation lacking, while supporting evidence for the porphyry copper model is relatively abundant. The primary guides to exploration in either case are structure, alteration, and oxide copper mineralization, and the current deposit model should be refined and/or modified based on the results of future surface and drilling exploration designed with these guides in mind.

Based on observations and conversation with World Copper personnel during the QP site visit, in conjunction with the results of QP's review and evaluation of current and historic geologic interpretations, historical sample handling, analytical procedures, and QA/QC, the QP recommends the following:

- An in-house effort to compile, organize, prioritize, digitize, and validate presently unavailable hard-copy historic data and documents.
- Comprehensive QA/QC analytical protocols and procedures should be applied during all future drilling or surface sampling programs, including formal and consistently applied acceptance/rejection tests. Each round of QA/QC analysis should be documented, and reports should include a discussion of the results and any corrective actions taken.

- Retained samples presently stored on-site should be properly inventoried and catalogued, including all existing drill core samples, pulp rejects, sonic and RC drill cuttings, and RC chip boards. Moving the core samples presently stored in the open-air shop building to a secure onsite storage facility or container should be considered a matter of high priority.

A significant amount of metallurgical test work has been conducted on the Zonia deposit. The results of the work are generally good, exhibiting relatively good copper extractions with moderate acid consumptions. The scope of the testing has been preliminary in nature and further work should be conducted in the following areas as the Project advances:

- Additional drillholes may be required to allow a better sample representation of the deposit to be developed. These samples would provide a higher degree of confidence for copper extraction across the entire deposit. Additional samples should be collected towards the upper northeast portion of the mineral resource pit shell as past studies have not included drilling from this area. Although this area has not been tested, the geology and mineralization is similar in this area to the rest of the deposit so no major differences in metallurgical properties are anticipated.
- Crushing options with respect to leach effectiveness, and of power and liner wear factors. The original test work shows a trend of increased copper extraction with reduced crush size, but that benefit is reduced if leach times are extended. The cost benefit analysis of coarser crush sizes should be investigated. Larger diameter drill core or surface trench sampling would need to be utilized to provide nominal 150-mm material.
- Large format column testing to evaluate the effect of full lift height on solution percolation and copper extraction.
- Lock-cycle testing with SX to determine acid balance and SX parameters.
- Evaluate saturation levels of the PLS grade on copper dissolution kinetics. Further evaluate cure dosages and cure times.
- Mineralogical studies and confirmation of various mineralization type densities should be completed.

Efforts to locate the missing documentation for the drilling completed by Copper Mesa and Redstone Resources should be continued. In addition to relocating missing documentation, a drill program with the primary purpose of geologic characterization is recommended. The new core drilling should infill areas of the deposit on roughly 300 foot spacing from existing, and appropriately oriented drilling core completed by Copper Mesa and Redstone Resources. The geologic characterization drilling campaign should be oriented perpendicular to the mineralization and completely intersect the oxide and transition zones into the primary sulfide copper mineralization. The QP estimates the geologic characterization drilling could be completed with 15 to 20 core drillholes at an average depth of 750 feet. The data captured should include:

- Geologic information (lithology, alteration, mineralization, oxidation, structure)
- Geotechnical information
- Copper analysis including sequential leaching
- Density
- Metallurgy

Once the geologic characterization drilling is complete and information is accurately and consistently logged, core photos from the Copper Mesa and Redstone Resource drilling can be used to re-log lithologic, oxidation, alteration, and mineralization. The end result should be a consistent geologic dataset along the strike length and depth of the Project, which can be used to refine the geologic model.

### Recommended Work Plan and Budget

In order to advance the Zonia Project, HRC recommends that World Copper initiate a drilling campaign designed to support completion of a Preliminary Economic Assessment ("PEA"). The drilling program will necessarily include both infill and exploration drilling with the intent of expanding and better defining known mineralization, and it should include infill drilling sufficient to refine the geological characterization of the deposit (deposit model). A carefully designed drilling program will allow for collection of the variety of data needed to support the PEA, including samples for both geotechnical and metallurgical test work. The anticipated cost of HRC's recommended scope of work, including completion of the PEA, is presented in Table 2-1.

**Table 1-2 Estimated Cost for Recommended Scope of Work**

<b>Task</b>	<b>Estimated Cost</b>
<b>Drilling</b>	
Resource expansion (Northeast extension)	\$ 1,000,000.00
Geologic infill	\$ 500,000.00
<b>Preliminary Economic Assessment</b>	
Metallurgical testing	\$ 50,000.00
Study and reporting	\$ 150,000.00
<b>Total Estimate Cost</b>	<b>\$ 1,700,000.00</b>

## **DIVIDENDS AND DISTRIBUTIONS**

The Company has not paid dividends or made distributions on its Common Shares during the past three financial years and through the date of this AIF. The Company has no present intention of paying dividends in the near future. It will pay dividends when, as and if declared by the Board. The Company expects to pay dividends only out of retained earnings in the event that it does not require its retained earnings for operations and reserves. There are no restrictions in the Company's articles of incorporation or bylaws that prevent it from declaring dividends. The Company has no shares with preferential dividend and distribution rights authorized or outstanding.

## **DESCRIPTION OF CAPITAL**

### **Common Shares**

The authorized capital of World Copper consists of an unlimited number of Common Shares without par value. As of the date of this AIF there are a total of 194,554,067 Common Shares issued and outstanding.

The holders of Common Shares are entitled to vote at all meetings of shareholders, to receive dividends if, as and when declared by the directors and to participate ratably in any distribution of property or assets upon the liquidation, winding-up or other dissolution of World Copper. The Common Shares carry no pre-emptive rights, conversion or exchange rights, redemption, retraction, repurchase, sinking fund or purchase

fund provisions. There are no provisions requiring the holder of Common Shares to contribute additional capital and no restrictions on the issuance of additional securities by World Copper.

### **Common Share Purchase Warrants**

As of the date of this AIF, there are 61,091,509 common share purchase warrants outstanding to acquire up to 61,091,509 Common Shares at exercise prices ranging from \$0.17 to \$0.60 per share and expiring on dates ranging from July 21, 2024 to April 26, 2026. For more information, please see "*Market for Securities – Prior Sales*" and "*General Development of the Business – Three-Year History – Subsequent Events*".

The common share purchase warrants are governed by the terms and conditions set out in the certificates representing same. The certificates representing the common share purchase warrants also provide for the customary conversion rights adjustments upon the occurrence of certain liquidity events. The holders of common shares issued upon the execution of the common share purchase warrants have all of the same rights of the holders of common shares as detailed above.

### **Special Warrant**

The Special Warrant was first issued to ERC as an anti-dilution right to enable ERC to maintain its percentage shareholding interest in World Copper. The Special Warrant entitles the holder thereof to acquire additional Common Shares to maintain its *pro rata* ownership interest equal to 30% (on a fully-diluted basis) in respect of dilution resulting upon the exercise of any such common share purchase warrants which were outstanding as of January 15, 2021, without payment of any additional consideration therefore. On October 22, 2021, Wealth Minerals acquired the Special Warrant pursuant to the Securities Transfer Agreement, and at the time, the Special Warrant was exercisable for a maximum of up to 8,148,901 Common Shares upon the deemed exercise thereof. As of the date of this AIF a balance of 6,384,400 potential Common Shares remain exercisable under the Special Warrant.

### **Incentive Stock Options**

The Company has a "rolling" stock option plan pursuant to which up to a maximum of 10% of the issued and outstanding Common Shares may be reserved for issuance pursuant to the exercise of incentive stock options. On May 14, 2021, shareholders approved the Company's stock option plan. As of the date of this AIF, the maximum number of Common Shares that may be reserved for issuance under the stock option plan is 19,455,407.

As of the date of this AIF, there are a total of 17,220,000 stock options issued and outstanding. Stock options are exercisable by the holders thereof to acquire Common Shares at a future date. The terms and conditions attached to the stock options grants are determined by the Board. The Board has the power and discretionary authority to determine the terms and conditions of the stock options grants, including the individuals who will receive the stock options grants, the number of stock options subject to each grant, the exercise price of the stock options, the limitations or restrictions on vesting of stock options, acceleration of vesting of stock options, the form of consideration payable on settlement of stock options and the timing of the stock options grants. The Board also has the power to establish procedures for payment of withholding tax obligations with cash. The Company's Compensation Committee assists the Board in administering the Company's stock option plan and makes recommendations as to the grant of options.

## MARKET FOR SECURITIES

### Trading Price and Volume

The Common Shares are listed on the TSXV under the symbol "WCU". The following table sets out the price range and trading volume of the Common Shares for the period from January 1, 2023, to December 31, 2023, as reported by the TSXV:

Month	High	Low	Volume
January 2023	\$0.24	\$0.15	1,654,112
February 2023	\$0.215	\$0.155	1,176,592
March 2023	\$0.22	\$0.145	2,232,315
April 2023	\$0.22	\$0.17	1,155,716
May 2023	\$0.185	\$0.15	736,819
June 2023	\$0.165	\$0.145	458,839
July 2023	\$0.16	\$0.135	747,559
August 2023	\$0.16	\$0.11	880,060
September 2023	\$0.15	\$0.12	997,740
October 2023	\$0.125	\$0.095	943,322
November 2023	\$0.105	\$0.055	1,815,882
December 2023	\$0.095	\$0.07	1,607,274

### Prior Sales

The following table sets out the prior sales of outstanding securities of the Company not listed or quoted on a marketplace for the period from January 1, 2023 to December 31, 2023:

Type of Security	Date of Issue	Number of Securities	Issuance or Exercise Price Per Security
Bonus Warrants <sup>(1)</sup>	February 22, 2023	10,321,657	\$0.14
Units <sup>(2)</sup>	March 31, 2023	7,974,344	\$0.18
Finder's Warrants <sup>(3)</sup>	March 31, 2023	32,297	\$0.30
Units <sup>(2)</sup>	April 27, 2023	3,332,323	\$0.18
Finder's Warrants <sup>(3)</sup>	April 27, 2023	4,200	\$0.30

Notes:

(1) Each non-transferable Bonus Warrant exercisable for one Common Share at a price of \$0.14 per Common Share until February 22, 2024.

(2) Each unit consisted of one Common Share and one-half of one Common Share purchase warrant, each whole warrant exercisable for one Common Share at a price of \$0.30 per Common Share a period of two years from the date of issuance.

(3) Each non-transferable finder's warrant exercisable for one Common Share at a price of \$0.30 per Common Share for a period of two years from the date of issuance.

### **ESCROWED SECURITIES AND SECURITIES SUBJECT TO CONTRACTUAL RESTRICTION ON TRANSFER**

There are no securities of World Copper currently held in escrow or otherwise subject to a contractual restriction on transfer.

Common Shares issued to the Principals (as such term is defined in the policies of the TSXV) of the Company pursuant to the Share Exchange Agreement were made subject to escrow restrictions pursuant to, and will be released from escrow in accordance with, the Value Securities Escrow Agreement.

Additionally, certain Common Shares are subject to escrow restrictions pursuant to, and will be released from escrow in accordance with, the CPC Escrow Agreement.

The following table sets out the securities of the Company that, to the knowledge of the Company, were held in escrow as at December 31, 2023:

<b>Designation of class</b>	<b>Number of securities held in escrow</b>	<b>Percentage of class</b>
Common Shares	3,483,777 <sup>(1)(2)(3)(4)</sup>	1.79%
Warrants	85,000 <sup>(1)</sup>	0.14%
Special Warrants	1 <sup>(1)</sup>	100%

Notes:

(1) Endeavor Trust Corporation is escrow agent for securities escrowed pursuant to the Value Securities Escrow Agreement, with 10% of such escrowed securities released on January 21, 2021, and further tranches of 15% to be released every 6 months thereafter.

(2) Of the 3,483,777 Common Shares held in escrow, 3,308,778 Common Shares are held pursuant to the Value Securities Escrow Agreement.

(3) Endeavor Trust Corporation was escrow agent for the securities escrowed pursuant to the CPC Escrow Agreement, with 10% of such escrowed securities released on January 21, 2021, and further tranches of 15% released every 6 months thereafter.

(4) Of the 3,308,780 Common Shares held in escrow, 174,999 Common Shares were held pursuant to the CPC Escrow Agreement.

### **DIRECTORS AND OFFICERS**

#### **Name, Occupation and Security Holding**

The name, municipality of residence and principal occupation for the past 5 years of each of the Company's directors and officers (as of the date of this AIF) are as follows. The term of office for each director named below will expire at the next annual meeting of shareholders of the Company.



<b>Name, Province or State, and Country of Residence</b>	<b>Position Held</b>	<b>Date of Appointment as a Director or Officer</b>	<b>Principal Occupation During Last Five Years<sup>(1)</sup></b>	<b>Common Shares Beneficially Owned or Controlled<sup>(1)</sup></b>
Gordon Neal <i>British Columbia, Canada</i>	Chief Executive Officer, President and Director	January 16, 2024  April 24, 2024	Corporate executive; current and former director and officer of several companies, primarily in the mineral exploration industry	1,714,285
Sead Hamzagic <i>British Columbia, Canada</i>	Chief Financial Officer	January 15, 2021	Current and former director and CFO of several companies	649,797 <sup>(2)</sup>
Hendrik van Alphen <sup>(3)(4)</sup> <i>British Columbia, Canada</i>	Chairman and Director	April 20, 2021  January 15, 2021	Businessman; current and former director and officer of several companies, primarily in the mineral exploration industry	3,919,351
Keith Henderson <sup>(5)</sup> <i>British Columbia, Canada</i>	Director	April 24, 2024	Mining Executive; President, CEO and director of Latin Metals Inc. since June 2015;. President, CEO and director of Velocity Minerals Ltd. since July 21, 2017	144
Jonathan Lotz <sup>(4)</sup> <i>British Columbia, Canada</i>	Director	April 24, 2024	Lawyer; Principal of Lotz & Company	1,500,000
Timothy McCutcheon <sup>(3)(4)(5)</sup> <i>British Columbia, Canada</i>	Director	February 12, 2021	Corporate mining executive and capital markets professional	400,000
Robert Kopple <sup>(3)(5)</sup> <i>California, United States</i>	Director	January 28, 2022	Attorney and co-founder of Kopple, Klinger & Elbaz, LLP; and director and former director of several companies	29,190,409 <sup>(6)</sup>

Name, Province or State, and Country of Residence	Position Held	Date of Appointment as a Director or Officer	Principal Occupation During Last Five Years <sup>(1)</sup>	Common Shares Beneficially Owned or Controlled <sup>(1)</sup>
Marla Ritchie <i>British Columbia, Canada</i>	Corporate Secretary	January 15, 2021	Current and former corporate secretary of several companies, primarily in the mineral exploration industry	Nil

**Notes:**

(1) The information as to principal occupation and number of Common Shares beneficially owned or controlled, not being within the knowledge of the Company, has been furnished by the respective directors and executive officers themselves. Unless otherwise indicated, such shares are held directly.

(2) Of the 649,797 Common Shares, 509,638 Common Shares are owned by Hazmagic Holdings Inc.

(3) Denotes a member of the Company's Nominating and Corporate Governance Committee.

(4) Denotes a member of the Company's Compensation Committee.

(5) Denotes a member of the Company's Audit Committee.

(6) Of the 29,190,409 Common Shares, (i) 135,139 Common Shares are held directly, (ii) 1,211,682 Common Shares are owned by EL II Properties Trust; (iii) 18,325,518 Common Shares are owned by KF Business Ventures, LP; and (iv) 9,518,070 Common Shares are owned by the Kopple Family Limited Partnership.

The directors and executive officers of the Company, as a group, beneficially own, or exercise control or direction over, an aggregate of approximately 37,373,986 Common Shares (representing approximately 19.21% of the issued and outstanding Common Shares as of the date hereof) and an aggregate of approximately 10,915,001 common share purchase warrants (representing approximately 17.87% of the issued and outstanding common share purchase warrants as of the date hereof).

The information as to the Common Shares beneficially owned, directly or indirectly or over which control or direction is exercised, is based upon information furnished to the Company by each of the individuals listed above.

**Cease Trade Orders, Bankruptcies, Penalties or Sanctions**

Except as set forth below, to the knowledge of management of the Company:

- (a) no director or executive officer is, or within the ten years prior to the date hereof has been, a director, chief executive officer or chief financial officer of any other issuer that, while that person was acting in that capacity: (i) was the subject of a cease trade order, an order similar to a cease trade order or an order that denied the relevant issuer access to any exemption under securities legislation for a period of more than 30 consecutive days; or (ii) was subject to a cease trade order, an order similar to a cease trade order or an order that denied the relevant issuer access to any exemptions under securities legislation that was issued after the director or officer ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer;
- (b) no director, executive officer or any shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company, or a personal holding company of any such person: (i) is, or within the ten years prior to the date hereof has been, a director or executive officer that, while that person was acting in that capacity, or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy

or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or (ii) has, within the 10 years preceding the date of this Annual Information Form, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or being subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold the assets of the individual; and

- (c) no director, executive officer or any shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company, within the last 10 years, has: (i) been subject to any penalties or sanctions imposed by a court relating to Canadian securities legislation or by a Canadian securities regulatory authority or has entered into a settlement agreement with the Canadian securities regulatory authority; or (ii) been subject to any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

Hendrik van Alphen, the Chairman and a director of the Company and Robert C. Kopple, a director of the Company, are also directors of Gelum Resources Ltd ("**Gelum**"). On September 4, 2018, a failure-to-file cease trade order was issued against Gelum by the British Columbia Securities Commission for failing to file audited annual financial statements, management's discussion and analysis and certification of annual filings for the financial year ended April 30, 2018. The cease trade order was revoked on August 6, 2019.

The foregoing, not being within the knowledge of World Copper, has been furnished by the respective directors, executive officers, and shareholders holding a sufficient number of World Copper's securities to affect materially the control of the Company.

### **Conflicts of Interest**

The directors of the Company are required by law to act honestly and in good faith with a view to the best interests of the Company and to disclose any interests which they may have in any project or opportunity of the Company. If a conflict of interest arises at a meeting of the Board, any director in a conflict will disclose his interest and abstain from voting on such matter. In determining whether or not the Company will participate in any project or opportunity, that director will primarily consider the degree of risk to which the Company may be exposed and its financial position at that time.

To the Company's knowledge and other than disclosed herein, there are no known existing or potential conflicts of interest among the Company, its promoters, directors and officers or other members of management of the Company or of any proposed promoter, director, officer or other member of management as a result of their outside business interests, except that certain of the Company's directors and officers serve as directors and officers of other companies and therefore it is possible that a conflict may arise between their duties to the Company and their duties as a director or officer of such other companies.

The directors and officers of the Company are aware of the existence of laws governing accountability of directors and officers for corporate opportunity and requiring disclosures by directors of conflicts of interest and the Company will rely upon such laws in respect of any directors' and officers' conflicts of interest or in respect of any breaches of duty by any of its directors or officers. In accordance with the BCBCA, such directors or officers will disclose all such conflicts and they will govern themselves in respect thereof to the best of their ability in accordance with the obligations imposed upon them by law.

## PROMOTERS

A "Promoter" is defined in the *Securities Act* (British Columbia) as a "person who (a) alone or in concert with other persons directly or indirectly takes the initiative of founding, organizing or substantially reorganizing the business of the issuer; or (b) in connection with the founding, organization or substantial reorganization of the business of the Company, directly or indirectly receives, in consideration of services or property or both, 10% or more of a class of the Company's own securities or 10% or more of the proceeds from the sale of a class of the Company's own securities of a particular issue.

Other than the directors and officers of World Copper following the Reverse Takeover, no person should be considered a promoter within the two most recently completed financial years and to the date of this AIF. Please refer to "*Directors and Officers*" for further information regarding the voting and equity securities held by the directors and officers.

## LEGAL PROCEEDINGS AND REGULATORY ACTIONS

### Legal Proceedings

The Company is not and was not during the most recently completed financial year, engaged in any legal proceedings and none of its property is or was during that period the subject of any legal proceedings. The Company does not know of any such legal proceedings which are contemplated.

### Regulatory Proceedings

During the most recently completed financial year and during the current financial year, the Company is not and has not been the subject of any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority, any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor, or entered into any settlement agreements before a court relating to securities legislation or with a securities regulatory authority.

## INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Other than as described below or elsewhere in this AIF, no (i) director or officer of World Copper, (ii) insider of World Copper; or (iii) Associate or Affiliate of any Person described in (i) or (ii), has had any material interest, direct or indirect, in any transaction within the three most recently completed financial years or during the current financial year prior to the date of this AIF that has materially affected us or is reasonably expected to materially affect the Company.

Robert Kopple, a current director of the Company, held approximately 62.46% of Cardero's common shares prior to the Arrangement. Mr. Kopple was not a director of World Copper at the time the Arrangement Agreement was entered into. Please refer to "*Financial Year Ended December 31, 2021*" and "*Subsequent to the Financial Year Ended December 31, 2021*" for more information regarding the Arrangement.

Pursuant to the Escalones Share Purchase Agreement, World Copper was required to make an aggregate of \$1,000,000 in cash payments to ERC, a former principal securityholder of World Copper (which amount has already been paid as of the date of this AIF). Prior to the closing of the share purchase transaction contemplated by the Escalones Share Purchase Agreement, ERC was not an Insider of World Copper or 8893.

Patrick James Burns, a former director of World Copper, is the vendor of the Cristal Property under the

Cristal Option Agreement. Mr. Burns was not a director or officer of World Copper or 8893 at the time the assignment and assumption agreement made effective March 27, 2019 between 8893 and ENRG was entered into. As of the date hereof, World Copper made option earn-in payments to Mr. Burns in the aggregate amount of USD\$150,000. In addition, Wealth Minerals, who owned 100% of 8893 at the time the Cristal Assignment Agreement was entered into, issued 50,000 common shares of Wealth Minerals with a fair value of \$18,500 in cash.

As of December 31, 2023, amounts due by World Copper to Wealth Minerals, a principal security holder of World Copper, either directly or indirectly through their respective subsidiaries, is equal to an aggregate amount of \$112,450 as a result of amounts paid by Wealth Minerals on behalf of 8893 in connection with the Cristal Property and certain general and administrative expenses.

One of the members of the Board, Jonathan Lotz, is the principal of the law firm Lotz & Company, which provides legal services to World Copper.

World Copper rents office space from Marval Office Management Ltd., a company owned by Marla Ritchie and Hendrik van Alphen, and paid rent of \$118,447 during the year ended December 31, 2023, and \$29,255 during the three month period ended March 31, 2024.

#### **TRANSFER AGENT AND REGISTRAR**

The transfer agent and registrar for the Common Shares is Endeavor Trust Corporation at its office located at Suite 702, 777 Hornby Street, Vancouver, BC, V6Z 1S4.

#### **MATERIAL CONTRACTS**

Except for contracts entered into in the ordinary course of business, no material contracts have been entered into by the Company within the most recently completed financial year, or before the most recently completed financial year and which are still material and in effect.

For more information, please see "*General Development of the Business – Three Year History*".

#### **INTERESTS OF EXPERTS**

##### **Names of Experts**

There is no person or company whose profession or business gives authority to a statement made by such person or company and who is named as having prepared or certified a statement, report or valuation described or included in a filing, or referred to in a filing, made under NI 51-102 by the Company during, or related to, the Company's most recently completed financial year other than as set out below.

The scientific and technical information in this Annual Information Form regarding the Escalones Property is excerpted from the Escalones Report, prepared by J. J. Brown, P.G., Richard Schwering, P.G., Enrique Grez, P.G., Terre Lane and Dr. Todd Harvey of Global Resource Engineering, Ltd. and Hard Rock Consulting, LLC.

The scientific and technical information in this Annual Information Form regarding the Zonia Property is excerpted from the Zonia Report, prepared by Jeff Choquette, P.E., J.J. Brown, P.G. and Richard Schwering, P.G. of Hard Rock Consulting, LLC.

Smythe LLP, Chartered Professional Accountants, prepared the auditor's report for the audited annual

financial statements of World Copper for the years ended December 31, 2023 and December 31, 2022.

### **Interests of Experts**

To the knowledge of World Copper, none of the experts above or their respective associates or affiliates, beneficially owns, directly or indirectly, any securities of World Copper, has received or will receive any direct or indirect interests in the property of World Copper or is expected to be elected, appointed or employed as a director, officer or employee of World Copper or any Associate or Affiliate thereof.

Smythe LLP, Chartered Professional Accountants, as auditor of the Company, has confirmed that they are independent with respect to the Company within the meaning of the Code of Professional Conduct of the Chartered Professional Accountants of British Columbia.

### **ADDITIONAL INFORMATION**

Additional information relating to the Company may be found on SEDAR+ at [www.sedarplus.com](http://www.sedarplus.com).

Additional information, including directors' and officers' remuneration and indebtedness, the Company's principal shareholders, and securities authorized for issuance under equity compensation plans, if applicable, is contained in the Company's most recently filed management information circular dated October 30, 2023 available on SEDAR+ at [www.sedarplus.com](http://www.sedarplus.com).

Additional financial information is provided in our consolidated financial statements and management's discussion and analysis for the financial year ended December 31, 2023.