MANAGEMENT'S DISCUSSION AND ANALYSIS

The following discussion and analysis, prepared by management (the "MD&A"), reviews the financial condition and results of operations of Alpha Copper Corp. (the "Company" or "Alpha") for the interim ended June 30, 2023 and 2022. The MD&A should be read in conjunction with the interim consolidated financial statements of the Company and related notes, which have been prepared in accordance with International Financial Reporting Standards ("IFRS") for the three and nine-month period ended June 30, 2023 and 2022 in addition to the audited financial statements and related notes for the year ended September 30, 2022. This discussion provides management's analysis of the Company's historical financial and operating results and provides estimates of the Company's future financial and operating performance based on information that is currently available. This discussion contains forward-looking statements that involve certain risks and uncertainties. See also "Forward-Looking Statements" and "Risk Factors". This MD&A is current as at August 29, 2023.

FORWARD-LOOKING INFORMATION

Certain statements in this MD&A that are not based on historical facts constitute forward-looking information. Forward-looking information is not a promise or guarantee of future performance but is only a prediction that relates to future events, conditions or circumstances or the Company's future results, performance, achievements or developments and is subject to substantial known and unknown risks, assumptions, uncertainties and other factors that could cause the Company's actual results, performance, achievements or developments in its business or industry to differ materially from those expressed, anticipated or implied by such forward-looking information. Forward-looking statements include statements regarding the outlook for the Company's future operations, plans and timing for the introduction or enhancement of its services and products, statements concerning strategies or developments, statements about future market conditions, supply conditions, end customer demand conditions, channel inventory and sell through, revenue, gross margin, operating expenses, profits, forecasts of future costs and expenditures, and other expectations, intentions and plans that are not historical fact. The forward-looking statements in this MD&A are based on certain factors and assumptions regarding expected growth, results of operations, performance and business prospects and opportunities. Specifically, management has assumed that the Company's performance will meet management's internal projections. While management considers these assumptions to be reasonable based on information currently available to it, they may prove to be incorrect.

Readers are cautioned not to place undue reliance upon any such forward-looking statements, which speak only as of the date they are made. Readers are also advised to consider such forward-looking statements in light of the risk factors and uncertainties that may affect the Company's actual results, performance, achievements or developments.

The Company disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except to the extent required by applicable law. Further information concerning risks and uncertainties associated with these forward-looking statements and the Company's business may be found in the Company's other filings.

OVERVIEW

The Company was incorporated on March 29, 2018 pursuant to the provisions of the BCBCA. The Company is a minerals exploration company involved in the exploration and development of the Indata Copper-Gold, Hopper Property, Star Project, and the Quesnel Copper Property all of which are located in Canada. At present none of the Company's mineral properties are at commercial development or production stage.

Indata Copper-Gold Project

The Indata property, totaling 3,189 hectares (7,880 acres) is located 230 kilometers northwest of the City of Prince George, BC and is immediately south of the Stardust-Kwanika Project owned by Northwest Copper Corp. Two types of mineralization have historically been explored for at Indata: gold-silver veins and porphyry style copper mineralization. Eleven drill holes totalling 2,140 m were completed in 2022. Results include IN22-82 with 173.6 meters grading 0.23% copper starting at 2.9 meters including 28.9 meters grading 0.47% copper starting at 2.9 meters. It constitutes the northern boundary of the Lake Zone which remains open beyond this point. A new zone of molybdenum mineralization was unexpectedly discovered 5 kilometers to the south of the Lake Zone in what is now called “Area 74” where hole IN22-74 intersected 30.8 meters grading 0.10% molybdenum (0.16 MoS2 eq.) starting at 113.7 meters and continuing to the bottom of the hole including 7.5 meters grading 0.32% molybdenum (0.51% MoS2 eq.). Results from historical drilling at Indata include DDH88-11 with 4.0 meters grading 47.26 g/t gold. In 2019 new mineralization was exposed by logging activities in the southern region of the claims with samples returning up to 3.64% copper and 5.95 g/t gold. The Kwanika and Stardust deposits, owned by Northwest Copper Corp., are located immediately north of Indata and share similar geology.roperty includes three porphyry copper targets with the largest, the Lake Zone, measuring 500 to 1,000 meters in width along-strike for at least 1,500 meters.

The project is situated in a complex geological setting adjacent to the Pinchi Fault, a major structure separating the oceanic derived Cache Creek Terrane to the west and volcanic island arc-derived Quesnel Terrane to the east.

Gold vein drill intercepts have included 47.26 g/t gold over 4.0 meters. In 2019, a new vein measuring 5.1 meters in width was discovered 600 meters south of any previously known vein and a new area of copper gold mineralization exposed by logging road construction was discovered a further 2,900 meters south that included a select grab sample that returned 3.64% copper and 5.95 g/t gold.

Alpha Copper Corp. has an option to earn a 60% interest in the Indata Project from Eastfield Resources Ltd. by paying $400,000 (cash and/or shares) and completing $2,000,000 in exploration before June 20, 2023, of which $140,000 (cash and/or shares) has been paid and $1,150,000 of exploration expenses have been incurred.

Hopper Property

A 1,117 meter diamond drill-program was undertaken in July and August of 2021. The drill program focused on connecting geophysical anomalies to suspected copper mineralization in both skarn and porphyry targets. The drill program successfully encountered skarn mineralization as well as porphyry mineralization.

The skarn mineralization to the south of the Hopper Intrusion has been renamed “Copper Castle”. Drilling proved that high-grade skarn mineralization continues to the south of Franklin Creek with results of drill hole HOP21-01 to HOP21-03. Based on geophysical data the skarn may continue further south for several hundred meters. HOP21-04 and HOP21-05 were drilled towards the northern margin of the skarn, where the skarn abuts the Hopper Intrusion. These holes returned lower-grade copper skarn over several horizons and intervals of potassic altered granodiorite.

HOP21-06 targeted porphyry mineralization by testing three independent anomalies: 1) copper in soil geochemical anomaly, 2) 3DIP chargeability anomaly, 3) magnetic anomaly. The hole intersected over 100m of copper mineralized propylitic altered porphyry from surface.

On April 25, 2022, the Company announced that it had commenced an additional drill program at the Hopper property. Several high priority targets at the Hopper remain untested such as extensions of Copper Castle and two porphyry targets. Other targets include the Mitsu West showing which contains both porphyry, breccia and endoskarn mineralization over an area that is 600 by 200 meters, and the Northern Skarn, a 350 by 350 meter area of chalcopyrite mineralization associated with magnetite skarn and calc-silicate alteration, which previous exploratory work indicated may contain copper mineralization.

The Company drilled 2,327 meters in 8 holes. A total of 866 meters in 4 holes was drilled in Copper Castle and a total of 1461 meters in 4 holes in the porphyry zone. Assay results for the Copper Castle holes were released on July 11, 2022. The assays indicate the high-grade copper skarns that were intersected in 2021 continue to the northeast for several hundred meters. The first assay results for the porphyry zone were released on August 2, 2022 and are indicative of a large propylitic zone, an alteration type that commonly envelopes porphyry copper ores.

On December 18, 2022, through the acquisition of CAVU Energy Metals Corp. ("CAVU"), the Company holds an option agreement to acquire a 70% interest in the Hopper Property, located in Yukon Territory, Canada. Upon the performance of each of the Company's obligations under the Hopper Property Option Agreement, the Company will acquire the 70% right, title and interest in and to the Hopper Property. The Company's objective is to explore and, if warranted, develop the Hopper Property.

Upon completing its obligations under the Hopper Property Option Agreement, the Company will hold a 70% interest in the 365 quartz mining claims, comprising the Hopper Property. The Company's agreement with the Optionor is an arm's length transaction. In order to exercise its option under the Hopper Property Option Agreement, the Company shall pay to the Optionor a total of $700,000 incur a minimum of $5,000,000 in exploration expenditures of which $2,981,061 has been incurred, and issue to the Optionor a total of 500,000 common shares (200,000 have been issued).

Star Project

The Star Project, acquired with the purchase of CAVU, is a copper-gold porphyry project located in the Stikine Arch which is a geological region that hosts a number of large porphyry copper-gold projects (such as Red Chris, and Galore Creek deposits), in northern British Columbia, Canada. The property has been explored since the 1950s with 18,739 meters of drilling performed since 1955 which has revealed a porphyry system that contains low-grade mineralization from surface to at least 700 meters below the surface, and includes near-surface (<100 m) intercepts of high-grade Cu and Au oxidized mineralization. The Company intends to compile and analyze all existing data on the project and proceed with a comprehensive exploration program to further test five porphyry targets that have already been partly delineated by previous drilling campaigns.

On April 4, 2022, the Company entered an asset purchase agreement with Deloitte Restructuring Inc. (acting as the Court-Appointed Receiver of Otso Gold Corp.), to acquire Otso Gold Corp.'s 49% joint venture interest in the Star Project for $220,000, which closed on April 19, 2022. Following receipt of an approval and vesting order from the Supreme Court of British Columbia, the purchase was completed by payment of a lump sum cash amount of $220,000.

On May 16, 2022, the Company entered into an option agreement (the "Star Project Option Agreement") with Prosper Gold Corp. ("Prosper") to acquire the remaining 51% interest in the Star Project. In order to exercise its option under this option agreement, the Company shall issue 1,250,000 common shares and make total cash payments of $1,155,000 to Prosper.

Should the Company not exercise the 51% option in full, Prosper shall have a 30-day period from the termination date to purchase the Company's 49% interest in the Star Project for a lump sum cash payment of $500,000.

As at June 30, 2023, the Company has issued 1,250,000 common shares and paid in total $770,000 under the option agreement.

The Star Project is subject to a royalty with certain legacy owners representing 2% of net smelter returns upon commercial production. One-half of the royalty may be repurchased from the royalty holders for a price of $2,000,000.

Quesnel Copper Property

The Quesnel Copper project ("Quesnel Copper") in central BC, is located 35 km southeast of the community of Quesnel, and 30 km northwest of the Mt. Polley mine. Quesnel Copper is 30 km^2 in size of the property and is accessible by logging roads. The Quesnel Copper Project is an early-stage project with discovery potential and was acquired through staking by CAVU Energy Metals. The project contains a 90th percentile gold and 99th percentile copper sample from a BCGS regional geochemical survey. Prior to the acquisiton of the project, CAVU had collected additional till samples based on areas of best till sampling suitability to follow up on the regional geochemical survey results that were obtained by the BCGS. Geochemical sampling of till returned above background values in elements of interest. The most anomalous till sample collected returned up to 0.129 ppm Au and 63.8 ppm Cu in sample QCMR-20 on the eastern side of the property. No significant rock sample results were encountered.

Okeover Copper-Molybdenum Project

The Okeover ("OK") copper-molybdenum property encompasses 4,613 hectares (11,399 acres) located immediately north of the coastal City of Powell River, British Columbia. Since its discovery in 1965, OK has been explored by several companies including Noranda Exploration, Asarco Exploration, Falconbridge Nickel Mines Ltd., Duval International Corporation, Lumina Copper Corp, and Eastfield Resources Ltd.

The option agreement on the Okeover property was terminated by Alpha.

Qualified Person

The scientific and technical information contained in this MD&A has been reviewed and approved by Mr. J.W. Morton, P.Geo., a Director, and the Qualified Person for Alpha Copper Corp. as defined in National Instrument 43-101 – Standards of Disclosure for Mineral Projects. Mr. J.W. Morton, P.Geo., has examined the information which includes the data disclosed underlying the information and opinions contained herein.

OVERALL PERFORMANCE

On October 12, 2022, Alpha completed its summer drill program on the Indata property. A total of 13 holes, with aggregate meterage of 2,140 metres were completed and focused on porphyry copper, carbonate replace deposits and quartz vein targets.

Porphyry copper mineralization was observed in six of the 2022 drill holes, both in the Lake zone and also in a new area 500 metres to the south. The mineralization is associated with widespread silicification and biotite alteration occurring in chlorite altered Triassic-Jurassic andesite and dioriteThe Lake zone is currently open for expansion in all directions.

Additionally, the 2022 summer drill programme showed indications of CRD type mineralization in two separate areas in the northwest and southeast parts of the property. Porphyry molybdenum was encountered in two of the drill holes; IN22-74 and IN22-84. The northwest hole IN22-84 also encountered an extensive limestone breccia unit which has returned strongly anomalous lead-zinc-arsenic-antimony-(±gold) values from surface samples as well as the presence of manganoan calcite, another indicator of the proximity of CRD mineralization. Mesothermal quartz veins were encountered in two of the holes, IN22-77 and 78, similar in nature to those occurring in the eastern part of the property from which historical drilling have returned values of 9.8g/t gold and 51.4g/t silver over 1.3 metres in drill hole 87-I-4, and 1.8g/t gold and 114.1g/t silver over 2.5 metres in hole 87-I-1. Historic high-grade gold intercepts on the Indata property located further to the north include hole 88-I-11 with 46.2 g/t gold and 2.0 g/t silver over 4.0 meters and hole 89- I-6 with 354.1 g/t silver over 3.2 meters.

MSA Labs of Langley, BC completed the analytical determinations utilizing a multi element procedure that includes Aqua Regia digestion followed by inductive plasma (ICP) analysis and additionally a 30-gram gold fire assay using atomic absorption techniques. QC/QA protocols included submitting independent standards into the sample stream to augment laboratory standards.

On December 18, 2022, Alpha completed the acquisition of CAVU Energy Metals Corp. (the "Transaction"). Pursuant to the Transaction, each holder of CAVU Shares (a "CAVU Shareholder" and, collectively, the "CAVU Shareholders") received 0.7 of a common share of Alpha (each whole common share an "Alpha Share") for each CAVU Share held (the "Consideration"). As a result of the Transaction, Alpha issued an aggregate of 25,485,016 Alpha Shares, resulting in the existing Alpha and former CAVU shareholders owning approximately 69.5% and 30.5%, respectively, of the Alpha Shares outstanding, on a non-diluted basis. As part of the Transaction, all outstanding options of CAVU vested immediately and were exchanged for the number of options to purchase Alpha Shares based on the exchange ratio and holders of CAVU warrants are entitled, in accordance with the terms of such warrants, to receive Alpha Shares on the exercise of such warrants.

On January 4, 2023, Alpha completed the 1,258 metre confirmation drill program on its Okeover project. The 2022 drill program confirmed an open-ended aerial extent of low-grade porphyry-style mineralization (250 x 350m) and extended known mineralized rocks to at least 530 metres depth in one hole (OK-22-04). The goal of the program was to confirm known mineralization and test deeper extensions of the hydrothermal system with the goal of a new discovery. Although visual mineralization correlated to old drill logs, results were lower grade than expected, especially in deeper parts of the system; despite this, the company felt the program was a success in the early stages.

On March 20, 2023, the Company terminated the Okeover option agreement. Terminating the option agreement for the Okeover removes Alpha's obligation for a pending share issuance and a further $3.5M in working expenditures and allows the company to increase its focus on the remaining portfolio, including the drill-ready Star Project in the Golden Triangle of BC, the Indata project in BC and the Hopper project in Yukon.

On March 30, 2023, Alpha signed a Communications and Engagement Agreement with the Tahltan Central Government ("TCG"). The Agreement provides direction to the parties for ongoing discussions and engagement regarding Alpha's Star porphyry-style copper-gold Project, as well as providing a framework for sharing of information and open dialogue with transparent communication regarding Alpha's activities in Tahltan Territory. The Company recognizes the importance of developing a constructive and respectful relationship with the TCG concerning the Company's economic activities within Tahltan Territory and acknowledges the role of the TCG in keeping its members informed of the ongoing or potential economic activities occurring within Tahltan Territory.

On May 19, 2023, The Company completed the interpretation of the geophysical magnetic 3D inversion study on the Star project. The study showed seven target areas with copper mineralization at the surface, magnetic lows related to hydrothermally altered faults, and an oval magnetic high anomaly at the Star target maybe associated with alkalic porphyry-style potassic alteration that is 400 metres wide and starts at 150 meters deep.

On August 4, 2023, Alpha released the results of the high resolution airborne magnetic gradient, radiometric, and VLF-EM survey at the Indata property. The survey showed high-resolution details of magnetic anomaly associated with copper mineralization, a new zone of molybdenum mineralization was discovered, and showed linear features associated with both the Polymetallic vein zone.

Key Performance Indicators

	For the Three-Months Ended June 30, 2023	For the Three-Months Ended June 30, 2022	For the Nine-months Ended June 30, 2023	For the Nine-months Ended June 30, 2022
Revenue	$ -	$ -	$ -	$ -
Net loss	$ (295,866)	$ (3,717,722)	$ (3,463,363)	$ (6,281,431)
Loss per share	$ (0.01)	$ (0.08)	$ (0.05)	$ (0.18)
Total assets	$ 10,305,076	$ 6,208,466	$ 10,305,076	$ 6,208,466
Exploration and evaluation expenditures	$ 590,748	$ 120,818	$ 1,907,238	$ 272,049

The Company incurred a net loss of $295,866 for the three-months ended June 30, 2023 compared to $3,717,722 for the three-months ended June 30, 2022, representing a decrease of $3,421,856. The decrease net loss is attributed to the decrease in marketing and investor relations of $2,884,163 resulting from lower company awareness programs, a decrease in share-based compensation of $566,755 due to stock options issued in the prior year and an increase in depreciation from the assumption of the right-of-use asset on the CAVU acquisition. This was offset by an increase in consulting fees of $24,995 resulting from additional consultants added from the acquisition of CAVU.

The Company incurred a net loss of $3,463,363 for the nine-months ended June 30, 2023 compared to $6,281,431 for the nine-months ended June 30, 2022, representing a decrease of $2,818,068. The decrease in the net loss is attributed to a decrease in share-based compensation of $1,589,288 due to stock options issued in the prior year, a decrease in marketing and investor relations of $2,844,481 resulting from lower company awareness programs, and the recognition of a flow-through recovery of $168,837 resulting from the spending on flow through expenditures. This was offset by an increase in professional fees of $166,318 due to increased legal fees on general corporate matters, an increase in consulting fees of $115,226 resulting from additional consultants added from the acquisition of CAVU, and an increase in depreciation of $22,245 due to the acquisition of the right-of-use asset on the CAVU acquisition. In addition, the Company has taken an impairment of $1,458,041 on the termination of the Okover property option agreement.

The increase in total assets is the result of the fair value allocation on the acquisition of CAVU, offset by the operating loss during the periods.

For the three and nine-months ended June 30, 2023, the Company purchased $590,748 and $1,907,238 of exploration and evaluation assets, compared to $120,818 and $272,049. The expenses incurred were for the exploration of the Indata, Hopper, Star, and Okeover properties.

Results of Operations

	For the Three-Months Ended June 30,		For the Nine-months Ended June 30,	
	2023	2022	2023	2022
Consulting fees	$ 96,995	$ 72,000	$ 280,632	$ 165,406

For the three and nine-months ended June 30, 2022, the Company incurred $96,995 and $280,632 of consulting fees compared to $72,000 and $165,406, representing an increase of $24,995 and $115,226. The increase in the expense is the result of the increase in management fees along with the additional consultants acquired with the CAVU acquisition.

	For the Three-Months Ended June 30,		For the Nine-months Ended June 30,	
	2023	2022	2023	2022
Marketing and investor relations	$ 96,955	$ 2,981,118	$ 1,472,026	$ 4,316,507

For the three and nine-months ended June 30, 2023, the Company incurred $96,955 and $1,472,026 of marketing and investor relations expenses compared to $2,981,118 and $4,316,507 for the prior periods ended 2022. The decrease for the three-months and the increase for the nine-months is related to the decrease marketing programs run by the Company through various outlets to increase Company awareness.

	For the Three-Months Ended June 30,		For the Nine-months Ended June 30,	
	2023	2022	2023	2022
Office and administration	$ 34,067	$ 45,922	$ 90,567	$ 84,863

For the three and nine-months ended June 30, 2023, the Company incurred $34,067 and $45,922 of office and administration expenses compared to $90,567 and $84,863, representing a decrease of $11,855 for the three-month period and an increase of $5,704 for the nine-month period. The expenses are the result of the operation costs on rent and bank charges during the periods.

	For the Three-Months Ended June 30,		For the Nine-months Ended June 30,	
	2023	2022	2023	2022
Professional fees	$ 32,306	$ 33,576	$ 244,732	$ 78,414

Professional fees decreased $1,270 to $32,306 for the three-months ended June 30, 2023 compared to $33,576 for the three-month period ended June 30, 2022. The decrease in professional fees is related to the legal fees for general corporate items. For the nine-months ended June 30, 2023, the Company incurred $244,732 of professional fees compared to $78,414 representing an increase of $166,318. The increase is due to increased general corporate items and increased accounting fees for corporate filings.

	For the Three-Months Ended June 30,		For the Nine-months Ended June 30,	
	2023	2022	2023	2022
Share-based compensation	$ -	$ 566,755	$ -	$ 1,589,288

For the three and nine-months ended June 30, 2022, the Company incurred both nil of share-based compensation compared to $566,755 and $1,589,288 for both three and nine-months ended June 30, 2023. The decrease in the expense is the result of the timing of the issuance stock options. In 2023, the Company did not issue stock options.

	For the Three-Months Ended June 30,		For the Nine-months Ended June 30,	
	2023	2022	2023	2022
Termination of option agreement	$ 14,115	$ -	$ 1,458,041	$ -

During the nine-month period ended June 30, 2023, the Company recognized an expense of $1,458,041 on the termination of the Okover property option agreement.

	For the Three-Months Ended June 30,		For the Nine-months Ended June 30,	
	2023	2022	2023	2022
Flow-through recovery	$ -	$ -	$ 167,837	$ -

During the nine-month period ended June 30, 2023, the Company recognized $168,837 on the recovery on spending of the flow-through shares that were issued in the prior year.

LIQUIDITY AND CAPITAL RESOURCES

Liquidity

Management has determined that cash flows for operating, exploration and evaluation expenses, and general and administrative expenses will be funded by Alpha’s existing cash on hand. Any expected short fall of cash required for these expenses will be funded by the issuance of common shares through private placements.

Cash Flow Summary

	2023	2022
Cash on hand, beginning of period	$ 3,156,069	$ 1,006,724
Cash flow used in operations	(1,860,184)	(4,713,255)
Cash flow from financing activities	708,753	9,522,020
Cash flow used in investing activities	(1,881,247)	(299,462)
Cash on hand, end of period	$ 123,391	$ 5,516,027

Cash flow used in operations for the nine-month period ended June 30, 2023 was $1,860,184 resulting from the expenses incurred on the marketing and investor relations expenses, along with general expenses incurred for the day-to-day operations of the Company. Cash flow used in operations for the nine-months ended June 30, 2022 was $4,713,255 resulting from the expenses incurred for the day-to-day management of the Company along with the marketing and investor relation program.

Cash flows from financing was $708,753 for the nine-months ended June 30, 2023. During the first nine months of fiscal 2023, the company received $708,753 from the exercise of warrants.

Alpha had $9,522,020 of cash flows from financing for the nine-months ended June 30, 2022. During this period, the Company issued common shares for net proceeds of $8,896,120. In addition, the Company received $625,900 from the exercise of warrants.

For the nine months of fiscal 2023, the Company incurred $1,881,247 of cash expenses from investing activities. Of these expenses, $1,372,238 was the result of the exploration on the Indata, Star and the Okeover properties in addition to the option agreement payments on the Hopper and Star projects, incurred $69,322 on the lease obligation on the office lease, and purchased equipment of $2,750. In addition, the Company received $98,063 of cash on the acquisition of CAVU.

During the nine-months ended June 30, 2022, the Company had cash expenditures of $272,019 on the exploration program for the Indata property and incurred $27,413 on office furniture.

The following table represents the net capital of the Company:

	June 30, 2023	September 30, 2022
Shareholders' equity	$ 9,305,582	$ 5,177,926
Net capital	$ 9,305,582	$ 5,177,926

Alpha uses net working capital to monitor leverage. The net capital is the result of the issuance of common shares for the acquisition of CAVU, offset by the operating loss of the Company in the current period.

Working Capital

The Company has working capital of $72,436 (September 30, 2022 – $3,283,665) as at June 30, 2023. The working capital is comprised of current assets of $714,849 (September 30, 2022 - $3,641,911) and current liabilities of $642,413 (September 30, 2022 - $358,246).

Current assets is comprised of cash of $123,391 (September 30, 2022 - $3,156,069), goods and services tax receivable of $227,664 (September 30, 2022 - $75,842), restricted cash of $28,750 (September 30, 2022 – nil) for a GIC held as collateral on a corporate credit card, and prepaids and deposits of $335,044 (September 30, 2022 - $410,000) resulting from the prepayment for consulting fees and deposits with various suppliers for exploration and evaluation assets and a prepaid marketing program.

Current liabilities are the result of accounts payable of $435,225 (September 30, 2022 - $190,100) resulting from the timing of vendor payments for the operating costs, the exploration program and a flow-through liability of $128,633 (September 30, 2022 - $168,146) due to the issuance of flow-through shares, and $78,555 (September 30, 2022 – nil) as the current portion of the office lease liability.

Contractual Obligations

There are no outstanding contractual obligations.

Contingencies

Contingent liabilities

The Company does not have any contingent liabilities.

Contingent assets

The Company does not have any contingent assets.

SELECTED QUARTERLY FINANCIAL INFORMATION

	Jun 30, 2023	Mar 31, 2023	Dec 31, 2022	Sept 30, 2022
Revenue	$ -	$ -	$ -	$ -
Net loss	(295,866)	(2,097,450)	(1,070,047)	(1,299,298)
Loss per share	(0.01)	(0.03)	(0.01)	(0.03)

	Jun 30, 2022	Mar 31, 2022	Dec 31, 2021	Sept 30, 2021
Revenue	$ -	$ -	$ -	$ -
Net loss	(3,717,722)	(2,488,653)	(75,036)	(102,321)
Loss per share	(0.08)	(0.06)	(0.00)	(0.01)

During the three-months ended June 30, 2023, the Company incurred a net loss of $295,866, resulting from consulting fees of $96,995 for the day-to-day operations, marketing and investor relations of $96,955 for a marketing program, office and administration of $34,067 primarily due to the operating costs on the office lease, and professional fees of $32,306 due to legal fees for general corporate matters.

During the three-months ended March 31, 2023, the Company incurred a net loss of $653,524, resulting from marketing and investor relations expenses of $356,077 due to a corporate awareness program conducted during the quarter, professional fees of $114,747 for general corporate items, consulting fees of $104,272 due to day-to-day management of the Company, and $24,595 of office expenses mainly due to corporate rent. In addition, the Company recognized an expense of $1,443,926 on the termination of the Okover property option agreement.

During the three-months ended December 31, 2022, the Company incurred a net loss of $1,070,047, resulting from marketing and investor relations expenses of $1,018,994 due to a corporate awareness program conducted during the quarter, professional fees of $97,679 for general corporate items, consulting fees of $79,365 due to day-to-day management of the Company, and $31,905 of office expenses mainly due to corporate rent.

During the fourth quarter ended September 30, 2022, the Company incurred a net loss of $1,299,298, resulting from marketing and investor relations of $1,207,508 due to the marketing program the Company ran during the quarter. In addition, the Company incurred professional fees of $109,154 due to general corporate matters and costs associated with the acquisition of CAVU, consulting fees of $69,047 for the day-to-day operations of the Company, and office and administration expenses of $18,091 mainly resulting from office rent.

For the third quarter ended June 30, 2022, the Company incurred a net loss of $3,717,722, resulting from the increased expenses related to marketing and investor relations of $2,981,118 due to the marketing program the Company ran during the quarter. In addition, the Company incurred share-based compensation expense of $566,755 from the grant of 2,150,000 stock options. The Company also had an increase in consulting fees of $72,000 due to change in management and increased activity resulting from the exploration program.

For the second quarter ended June 30, 2022, the Company incurred a net loss of $2,488,653, resulting from the increased expenses related to marketing and investor relations of $1,324,889 due to the marketing program the Company ran during the quarter. In addition, the Company incurred share-based compensation expense of $1,022,513 from the grant of 1,900,000 stock options. The Company also had an increase in consulting fees of $31,906 due to change in management and increased activity resulting from the exploration program.

For the first quarter ended December 31, 2021, the Company incurred a net loss of $75,036, resulting from consulting fees of $31,500 due to the day-to-day management of the Company, marketing, and investor relations of $10,500 from the rebranding of the Company, and office and administration mainly due to rent of the Company office.

For the quarter ended September 30, 2021, the Company incurred a net loss of $102,321 resulting from consulting and management fees of $37,858, professional fees of $28,331 for legal and audit fees, and office and administration expenses of $18,801 mainly for rent.

CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATES

Exploration and evaluation assets

The Company has acquired exploration and evaluation assets, which consists of mineral claims, for use in its business activities. Amortization is recognized using the unit of production basis, once available for use, based upon management's estimate of the useful life.

Taxes

The determination of taxes is inherently complex and requires making certain estimates and assumptions about future events. While income tax filings are subject to audits and reassessments, the Company has adequately provided for all income tax obligations. However, changes in facts and circumstances as a result of income tax audits, reassessments, jurisprudence and any new legislation may result in an increase or decrease in our provision for taxes. The value of deferred tax assets is evaluated based on the probability of realization; the Company has assessed that it is improbable that such assets will be realized and has accordingly not recognized a value for deferred taxes.

Going concern

The assessment of the Company's ability to execute its strategy by funding future working capital involves judgment. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstance. There is a material uncertainty regarding the Company's ability to continue as a going concern. The Company's principal source of cash is from private placements. The Company is dependent on raising funds in order to have sufficient capital to be able to identify, evaluate and then acquire an interest in assets or a business.

Impairment of non-current assets

To determine the recoverable amount, management estimates expected future cash flows from each asset or cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring expected future cash flows, management makes assumptions about future operating results. These assumptions relate to future events and circumstances. Actual results may vary and may cause significant adjustments to the Company's assets within the next financial year.

In addition, when determining the applicable discount rate, estimation is involved in determining the appropriate adjustments to market risk and asset-specific risk factors.

Decommissioning and restoration provision

The decommissioning and restoration provision is based on future cost estimates using information available at the reporting date. The decommissioning and restoration provision is adjusted at each reporting period for changes to factors such as the expected amount of cash flows required to discharge the liability, the timing of such cash flows, and the discount rate. The decommissioning and restoration provision requires other significant estimates and assumptions such as requirements of the relevant legal and regulatory framework, and the timing, extent, and costs of required decommissioning and restoration activities. Actual costs may differ from these estimates. As at September 30, 2022 and 2021, the Company has no material decommissioning and restoration provision

NEW ACCOUNTING PRONOUNCEMENTS

The Company has not applied the following amendments to standards that have been issued but are not yet effective:

The Company did not adopt any new accounting standard changes or amendments in the current year that had a material impact on the Company's financial statements.

The Company has not yet begun the process of assessing the impact of other new and amended standards that are effective for annual periods beginning on or after September 30, 2022 will have on its financial statements or whether to early adopt any of the new requirements. The Company does not expect the impact of such changed on the financial statements to be material, although additional disclosure may be required.

RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

Risk is inherent in all business activities and cannot be eliminated. However, shareholder value can be maintained and enhanced by identifying, mitigating, and where possible, insuring against these risks. The following section addresses some, but not all, risk factors that could affect Alpha's future results, as well as activities used to mitigate such risks. These risks do not occur in isolation but must be considered in conjunction with each other.

The Board of Directors have overall responsibility for the establishment and oversight of Alpha's risk management framework. The Board is responsible for developing and monitoring Alpha's compliance with risk management policies and procedures.

Alpha's risk management policies are established to identify and analyze the risks faced by Alpha, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and Alpha's activities.

Financial risks and financial instruments

Cash is carried at fair value using a level 1 fair value measurement. The carrying value of cash and accounts payable and accrued liabilities approximate their fair value because of the short-term nature of these instruments.

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets including cash. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash with high-credit quality financial institutions.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at June 30, 2023, the Company had a cash balance of $123,391 (September 30, 2022 - $3,156,069) to settle current liabilities of $435,225 (September 30, 2022 - $358,246). All of the Company's accounts payable and accrued liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms. To maintain liquidity, the Company monitors its cash position and future cash requirements and will investigate financing opportunities.

Mark Price risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. The Company does not have a practice of trading derivatives.

Interest rate risk

The Company's financial assets exposed to interest rate risk consist of cash balances. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. As at June 30, 2023 and 2022, the Company did not have any investments in investment-grade short-term deposit certificates.

Foreign currency risk

The Company is exposed to foreign currency risk to the extent expenditures incurred or funds received and balances maintained by the Company are denominated in currencies other than Canadian dollars. As at June 30, 2023 and 2022, the Company does not have foreign currency risk.

Commodity price risk

Commodity price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in commodity prices. The ability of the Company to develop its mineral properties and the future profitability of the Company are directly related to the market price of copper. The Company has not hedged any of its future copper sales. The Company's input costs are also affected by the price of fuel. The Company closely monitors copper and fuel prices to determine the appropriate course of action to be taken from interest rate risk or foreign currency risk. The Company is not exposed to significant other price risk.

RELATED PARTY TRANSACTIONS

Key management personnel include persons having the authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined the key personnel to be officers and directors of the Company.

Payments and accrual were made to the following officers and directors or to companies controlled by these officer and directors.

During the three and nine-months ended June 30, 2023, the Company paid a privately held company owned by the Chief Executive Officer $45,000 and $135,000 (2022 – $45,000 and $105,750) for consulting services. These amounts are included in consulting fees.

During the three and nine-months ended June 30, 2023, the Company paid a privately held company owned by the Chief Financial Officer $10,500 and $28,500 (2022 – $7,500 and $13,205) for consulting services. These amounts are included in professional fees.

During the three and nine-months ended June 30, 2023, the Company paid a privately held company owned by one of the Company directors $28,958 and $101,391 (2022 – $90,594 and $110,301) for geological consulting services. These amounts are included in exploration and evaluation assets.

During the year ended September 30, 2022, a Company director participated in the subscription of 80,000 flow-through common shares.

As at June 30, 2023 and September 30, 2022, $39,381 and $85,185 were owed to related parties.

All related party amounts were incurred in the normal course of operations, bear no interest, and have no fixed terms of repayment.

OTHER INFORMATION

Outstanding share data:

Issued and outstanding shares at June 30, 2023	89,234,865
Issued and outstanding options at June 30, 2023	6,505,500
Issued and outstanding warrants at June 30, 2023	36,007,032
Fully diluted shares at August 29, 2023	131,747,397

INDUSTRY RISKS

The Company’s principal business activities are the acquisition, exploration, and definition of potentially economically viable mineral resource deposits on mineral properties, which, by nature, are speculative. Companies in this industry are subject to many and varied kinds of risks, including but not limited to; environmental, fluctuating commodity prices, social, political, financial and economics. Additionally, few exploration projects successfully achieve development due to factors that cannot be predicted or foreseen. While risk management cannot eliminate the impact of all potential risks, the Company strives to manage such risks to the extent possible and practicable. Due to the high-risk nature of the Company’s business and the present stage of the Company’s various mineral properties, an investment in the Company’s common shares should be considered a highly speculative investment that involves significant financial risks, and prospective investors should carefully consider all of the information disclosed in this MD&A, the risk factors discussed below, and the Company’s other public disclosures, including the risks described in the “Risk Factors” section of the Company’s MD&A for the year ended September 30, 2022 and 2021, prior to making any investment in the Company’s common shares.

The risk factors described below do not necessarily comprise all of the risks and uncertainties that the Company faces. Additional risks and uncertainties not presently known to the Company or that the Company currently considers immaterial may also adversely affect the Company’s business, results of operations, financial results, prospects and price of common shares. These risk factors could materially affect the Company’s future operating results and could cause actual events to differ materially from those described in forward-looking statements relating to the Company.

Mineral property exploration and mining risk

Mineral exploration and development are highly speculative and are characterized by a number of significant inherent risks, which may result in the inability to successfully develop a project for commercial, technical, political, regulatory or financial reasons, or if successfully developed, may not remain economically viable for their mine life owing to any of the foregoing reasons.

The Company's ability to identify Mineral Resources in sufficient quantity and quality to justify development activities and/or its ability to commence and complete development work and/or commence and/or sustain commercial mining operations at any of its projects will depend upon numerous factors, many of which are beyond its control, including exploration success, the obtaining of funding for all phases of exploration, development and commercial mining, the adequacy of infrastructure, geological characteristics, metallurgical characteristics of any deposit, the availability of processing and smelting capacity, the availability of storage capacity, the supply of and demand for copper and other metals, the availability of equipment and facilities necessary to commence and complete development, the cost of consumables and mining and processing equipment, technological and engineering problems, accidents or acts of sabotage or terrorism, civil unrest and protests, currency fluctuations, changes in regulations, the availability of water, the availability and productivity of skilled labour, the receipt of necessary consents, permits and licenses (including mining licenses), and political factors, including unexpected changes in governments or governmental policies towards exploration, development and commercial mining activities.

Furthermore, cost over-runs or unexpected changes in commodity prices in any future development could make the projects uneconomic, even if previously determined to be economic under feasibility studies. Accordingly, notwithstanding the positive results of one or more feasibility studies on the projects, there is a risk that the Company would be unable to complete development and commence commercial mining operations at one or more of the mineral properties which would have a material adverse effect on the Company's business, financial condition, results of operations and prospects.

Key management

The success of the Company is dependent upon the ability, expertise, judgment, discretion, and good faith of its senior management. While employment agreements are customarily used as a primary method of retaining the services of key employees, these agreements cannot assure the continued services of such employees. Any loss of the services of such individuals could have a material adverse effect on the Company's business, operating results, or financial condition.

Limited operating history

The Company has no present prospect of generating revenue from the sale of products. The Company is therefore subject to many of the risks common to early-stage enterprises, including undercapitalization, cash shortages, limitations with respect to personnel, financial, and other resources, and lack of revenues. There is no assurance that the Company will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered considering the early stage of operations.

Ability to continue as a going concern

The Company's auditors' opinion on its September 30, 2022 financial statements includes an explanatory paragraph in respect of there being substantial doubt about its ability to continue as a going concern.

Financing and share price fluctuation risk

The Company has no source of operating cash flow and has no assurance that additional funding will be available to it for further exploration and development of its mineral properties. Future exploration and development of the Company's mineral properties may be dependent upon the Company's ability to obtain financing through equity, debt or other means. There can be no assurance that needed financing will be available in a timely or economically advantageous manner, or at all. Failure to obtain sufficient financing could result in delay or indefinite postponement of further exploration and development of on any or all of its mineral properties which could result in the loss of its property, in which case, the Company's ability to operate would be adversely affected. To obtain substantial additional financing, the Company may have to sell additional securities including, but not limited to, its Common Shares or some form of convertible securities, the effect of which may result in substantial dilution of the present equity interests of the Company's shareholders.

Securities markets have at times in the past experienced a high degree of price and volume volatility, and the market price of securities of many companies, particularly those considered to be exploration stage companies such as the Company, have experienced wide fluctuations in share prices which have not necessarily been related to their operating performance, underlying asset values or prospects. There can be no assurance that these kinds of share price fluctuations will not occur in the future, and if they do occur, how severe the impact may be on the Company's ability to raise additional funds through equity issues.

Commodity prices risk

The Company, along with all mineral exploration and development companies, is exposed to commodity price risk. A decline in the market price of gold, silver, base metals and other minerals may adversely affect the Company's ability to raise capital in order to fund its ongoing operations. Commodity price declines could also reduce the amount the Company would receive on the disposition of its mineral property to a third party.

Title risk

Title on mineral properties and mining rights involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyance history of many mining properties. The Company has diligently investigated and continues to diligently investigate and validate title to its mineral claims; however, this should not be construed as a guarantee of title. The Company cannot give any assurance that title to properties it acquired will not be challenged or impugned and cannot guarantee that the Company will have or acquire valid title to these mineral properties.

Insured and uninsurable risks

In the course of exploration, development and production of mineral properties, the Company is subject to a number of hazards and risks in general, including adverse environmental conditions, operational accidents, labor disputes, unusual or unexpected geological conditions, changes in the regulatory environment and natural phenomena such as inclement weather conditions, floods, and earthquakes. Such occurrences could result in damage to the Company's properties or facilities and equipment, personal injury or death, environmental damage to properties of the Company or others, delays, monetary losses and possible legal liability.

Although the Company maintains insurance to protect against certain risks in such amounts as it considers reasonable, its insurance may not cover all the potential risks associated with its operations. The Company may also be unable to maintain insurance to cover these risks at economically feasible premiums or for other reasons. Should such liabilities arise, they could reduce or eliminate future profitability and result in increased costs, have a material adverse effect on the Company's results and could cause a decline in the value of the securities of the Company.

Competition risk

Significant and increasing competition exists in the mining and mineral exploration industry. The Company faces strong competition from other mining and exploration companies in connection with the acquisition of properties producing, or capable of producing, minerals. Many of these companies are larger, more established, and have greater financial resources, operational experience and technical capabilities than the Company and make it difficult to compete for the acquisition of mineral claims, leases and other mineral interests as well as for the recruitment and retention of qualified employees and other personnel. As a result of this competition, the Company may be unable to acquire additional attractive mining or exploration properties on terms it considers acceptable or at all. Consequently, the Company's business, results of operation, financial conditions and prospects could be adversely affected.

Government regulations

Exploration and evaluation companies operate in a high-risk regulatory environment. The mining activities is governed by numerous statutes and regulations in the United States, Canada, and other countries where Alpha intends to market its products. The subject matter of such legislation includes approval of mining facilities and environmental regulations.

The process of completing exploration and evaluation activities and obtaining required approvals is likely to take several years and require the expenditure of substantial resources. Furthermore, there can be no assurance that the regulators will not require modification to any submissions which may result in delays or failure to obtain regulatory approvals. Any delay or failure to obtain regulatory approvals could adversely affect the ability of Alpha to utilize its assets, thereby adversely affecting operations. Further, there can be no assurance that Alpha's properties will achieve levels of sensitivity and specificity sufficient for regulatory approval or market acceptance. There is no assurance that Alpha will be able to timely and profitably produce its products while complying with all the applicable regulatory requirements. Foreign markets, other than the United States and Canada, generally impose similar restrictions.

Conflicts of interest risk

Certain of the Company's directors and officers do, and may in the future, serve as directors, officers, promoters and members of management of other mineral exploration and development companies and, therefore, it is possible that a conflict may arise between their duties as a director, officer, promoter or member of the Company's management team and their duties as a director, officer, promoter or member of management of such other companies. The Company's directors and officers are aware of the laws establishing the fiduciary duties of directors and officers including the requirement that directors act honestly and in good faith with a view to the best interests of the Company and to disclose any interest 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 is required under the Business Corporations Act (British Columbia) to disclose their interest.

Environmental risk

All phases of the Company's operations are subject to extensive environmental regulations. These regulations mandate, among other things, the maintenance of air and water quality standards and land reclamation, mitigation of impact of activities to wildlife and plant life, and provide for restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining industry activities and operations. They also set forth limitations on the generation, transportation, storage and disposal of hazardous waste. A breach of these regulations may result in the imposition of fines and penalties. In addition, certain types of mining operations require the submission and approval of environmental-related permits and/or environmental impact assessments. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. The cost of compliance with changes in governmental regulations has a potential to impact the timing of execution of work pans and reduce the viability or profitability of operations. Environmental hazards may exist on the properties in which the Company holds its interests or on properties that will be acquired which are unknown to the Company at present and which have been caused by previous or existing owners or operators of those properties.

Community relations risk

The Company's relationships with the communities in which it operates, and other stakeholders are critical to ensure the future success of the development of its properties. There is an increasing level of public concern relating to the perceived effect of mining activities on the environment and on communities impacted by such activities. Publicity adverse to the Company, its operations or extractive industries generally, could have an adverse effect on the Company and may impact relationships with the communities in which the Company operates and other stakeholders. While the Company is committed to operating in a socially responsible manner, there can be no assurance that its efforts in this respect will mitigate this potential risk. Further, damage to the Company's reputation can be the result of the perceived or actual occurrence of any number of events, and could include any negative publicity, whether true or not. The increased usage of social media and other web-based tools used to generate, publish and discuss user-generated content and to connect with other users has made it increasingly easier for

individuals and groups to communicate and share opinions and views in regard to the Company and its activities, whether true or not. While the Company strives to uphold and maintain a positive image and reputation, the Company does not ultimately have control over how it is perceived by others. Reputation loss may lead to increased challenges in developing, maintaining community relations and advancing its projects and decreased investor confidence, all of which may have a material adverse impact on the financial performance and growth of the Company.

Litigation risk

All industries, including the mining industry, may be made subject to legal claims and proceedings, with and without merit. Defence and settlement costs can be substantial, even with respect to claims that have no merit. The Company may also in the future become the subject of a legal claim or proceeding at any time, and without advance notice of the commencement of the proceeding. To the extent the Company becomes subject to any such claim or proceeding, it may materially impact management's time and the Company's financial resources to defend, even if it is without merit. As well, due to the inherent uncertainty of the litigation process, the resolution of any particular legal claim or proceeding could have a material adverse effect on the Company's business, results of operations, financial condition (including its cash position) and prospects.

Climate change risk

The potential physical impacts of climate change on the Company's exploration projects is highly uncertain and are particular to the geographic circumstances. These may include changes in rainfall and storm patterns and intensities, water shortages, changing sea levels and changing temperatures. The Company's future exploration programs in the United States may require water and a lack of necessary water could disrupt exploration programs and adversely impact future development and mining activities. Climate change is an international concern and as a result poses the risk of changes in government policy including introducing climate change legislation and treaties at all levels of government that could result in increased costs. The trend towards more stringent regulations and carbon-pricing mechanisms aimed at reducing the effects of climate change could impact the Company's decision to pursue future opportunities, or maintain our existing exploration programs, which could have an adverse effect on our business.

No Anticipated Dividends

The Company does not intend to pay dividends on any investment in the shares of stock of the Company. The Company has never paid any cash dividends and currently do not intend to pay any dividends for the foreseeable future. To the extent that the Company requires additional funding currently not provided for in its financing plan, its funding sources may prohibit the payment of a dividend. Because the Company does not intend to declare dividends, any gain on an investment in the Company will need to come through an increase in the stock’s price. This may never happen, and investors may lose all their investment in the Company.