

FORM 51-102F3

MATERIAL CHANGE REPORT

ITEM 1. Name and Address of Company

Copper Standard Resources Inc. (the “**Company**”)
Suite 3200 – 733 Seymour Street,
Vancouver, British Columbia, V6B 5J3

ITEM 2. Date of Material Change

December 22, 2023 and January 19, 2024

ITEM 3. News Release

News releases relating to the material change were issued and disseminated on December 22, 2023 and January 22, 2024 by the Company via Newsfile, a copy of which was subsequently filed under the Company’s profile on SEDAR+ at www.sedarplus.ca.

ITEM 4. Summary of Material Change

On December 22, 2023, the Company changed its name from “Level 14 Ventures Ltd.” to “Copper Standard Resources Inc.”, changed its stock ticker symbol on the Canadian Securities Exchange from “LVL” to “CSR”, and consolidated its issued and outstanding common shares (“**Shares**”) on the basis of one (1) post-consolidation Share for every three (3) pre-consolidation Shares (the “**Consolidation**”).

On December 22, 2023, the Company completed the first tranche of its previously announced non-brokered private placement (the “**Private Placement**”) of units of the Company (“**Units**”) and on January 9, 2024, the Company completed the final tranche of the Private Placement. Pursuant to both tranches of the Private Placement, the Company issued an aggregate of 11,154,964 Units at a price of \$0.45 per Unit (on a post-Consolidation basis) for total gross proceeds of \$5,019,733.80

ITEM 5. Full Description of Material Change

On December 22, 2023, the Company changed its name from “Level 14 Ventures Ltd.” to “Copper Standard Resources Inc.”, changed its stock ticker symbol on the Canadian Securities Exchange from “LVL” to “CSR”, and completed its Consolidation on the basis of one (1) post-Consolidation Share for every three (3) pre-Consolidation Shares.

On December 22, 2023, the Company closed the first tranche of its previously announced Private Placement. Pursuant to the first tranche closing of the Private Placement, the Company issued Units at a price of \$0.45 per Unit (on a post-Consolidation basis) for gross proceeds of approximately \$3.5 million.

On January 19, 2024, the Company closed the final tranche of its Private Placement. Pursuant to both tranches of the Private Placement, the Company issued an aggregate of 11,154,964 Units at a price of \$0.45 per Unit (on a post-Consolidation basis) for total gross proceeds of \$5,019,733.80.

Each Unit is comprised of one Share and one common share purchase warrant (“**Warrant**”). Each Warrant entitles the holder thereof to purchase one additional Share of the Company at an exercise price of \$0.90 per Share for a period of five years following the issuance of the Units.

The Company intends on using the net proceeds of the Private Placement as indicated in its amended offering document dated December 19, 2023. The Company paid finder’s fees of \$2,000 in connection with a portion of the first tranche of the Private Placement.

The securities distributed under the Private Placement were issued in accordance with applicable Canadian securities laws.

Cautionary Note Regarding Forward-Looking Information

This material change report contains certain "forward-looking statements" within the meaning of Canadian securities legislation relating to the anticipated use of proceeds. 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 statements that are not historical facts; they are generally, but not always, identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "aims," "suggests," "indicate," "often," "target," "future," "likely," "pending," "potential," "goal," "objective," "prospective," and "possibly," and similar expressions, or that events or conditions "will," "would," "may," "can," "could" or "should" occur, or are those statements, which, by their nature, refer to future events. The Company cautions that forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made, and they involve a number of risks and uncertainties. Consequently, there can be no assurances that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Except to the extent required by applicable securities laws and the policies of the Canadian Securities Exchange, the Company undertakes no obligation to update these forward-looking statements if management's beliefs, estimates or opinions, or other factors, should change. Factors that could cause future results to differ materially from those anticipated in these forward-looking statements include risks associated with risks associated with mineral exploration operations, including the risk that the Company will encounter unanticipated geological factors, the possibility that the Company may not be able to secure permitting and other governmental clearances necessary to carry out the Company's exploration plans, the risk that the Company will not be able to raise sufficient funds to carry out its business plans, and the risk of political uncertainties and regulatory or legal changes that might interfere with the Company's business and prospects. The reader is urged to refer to the Company's Management's Discussion and Analysis, publicly available through the Canadian Securities Administrators' System for Electronic Document Analysis and Retrieval (SEDAR+) at www.sedarplus.com for a more complete discussion of such risk factors and their potential effects.

ITEM 5.2. Disclosure of Restructuring Transactions

Not applicable.

ITEM 6. Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable.

ITEM 7. Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. Executive Officer

For further information, please contact:

Christian Uria, Chief Financial Officer
T: +1 778.945.3951

ITEM 9. Date of Report

January 25, 2024