



SUPER COPPER CORP.

Condensed Interim Consolidated Financial Statements
For the Three and Six Months Ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

SUPER COPPER CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited – Expressed in Canadian Dollars)

	Note	August 31, 2024 \$	February 29, 2024 \$
ASSETS			
Current assets			
Cash		28,136	55,947
Restricted cash	7, 10	667,000	-
Receivables		5,957	-
Prepaid expenses		56,161	3,000
Total assets		757,254	58,947
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	8	422,582	259,854
Due to related party	6	2,907	2,907
Subscription Receipts	7	725,000	-
		1,150,489	262,761
SHAREHOLDERS' DEFICIENCY			
Share capital	7	492,675	228,155
Reserves	7	4,675	-
Deficit		(890,585)	(431,969)
		(393,235)	(203,814)
Total liabilities and shareholders' deficiency		757,254	58,947

Nature of operations (Note 1)
Subsequent events (Note 10)

Approved and authorized on behalf of the Board of Directors on October 25, 2024

"Zachary Dymala-Dolesky" Director

"Raj Dewan" Director

SUPER COPPER CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
For the three and six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

	Note	Three months ended August 31,		Six months ended August 31,	
		2024 \$	2023 \$	2024 \$	2023 \$
EXPENSES					
Consulting fees	8	24,000	234,250	48,000	248,500
Exploration & evaluation expenditures	5	120,829	59,011	152,973	59,011
Filing and listing fees		17,286	352	23,721	352
Foreign exchange loss		713	-	713	-
Investor relations		110	-	4,351	-
Office expenses		5,471	1,179	8,101	1,247
Professional fees	8	124,353	2,762	213,091	5,374
Travel		5,379	-	13,624	-
LOSS BEFORE OTHER ITEMS		(298,141)	(297,554)	(464,574)	(314,484)
OTHER ITEMS					
Interest income	4	5,958	2,531	5,958	5,556
Gain on investment	4	-	8,382	-	8,382
		5,958	10,913	5,958	13,938
COMPREHENSIVE LOSS FOR THE PERIOD		(292,183)	(286,641)	(458,616)	(300,546)
LOSS PER SHARE – BASIC AND DILUTED		(0.01)	(0.04)	(0.02)	(0.05)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING					
		24,586,002	7,164,491	24,480,703	5,711,746

SUPER COPPER CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIENCY)
(Unaudited – Expressed in Canadian dollars, except for share figures)

	Number of Shares #	Share Capital \$	Reserves \$	Deficit \$	Total \$
Balance, February 28, 2023	4,259,000	228,155	-	(221,747)	6,408
Issuance of shares pursuant to private placements (Note 7)	7,800,100	67,500	-	-	67,500
Share issuance costs	-	(1,800)	-	-	(1,800)
Issuance of shares pursuant to debt settlements (Note 7)	11,000,000	220,000	-	-	220,000
Comprehensive loss for the period	-	-	-	(300,546)	(300,546)
Balance, August 31, 2023	23,059,100	513,855	-	(522,293)	(8,438)
Issuance of shares pursuant to private placements (Note 7)	700,000	70,000	-	-	70,000
Share issuance costs	-	(5,273)	-	-	(5,273)
Cancellation of shares	(300,000)	(28,200)	-	-	(28,200)
Elimination of Super Copper Holdings Ltd.	(19,200,100)	(322,227)	-	347,787	25,560
Acquisition of Super Copper Holdings Ltd. (Note 3)	19,200,100	-	-	(25,560)	(25,560)
Comprehensive loss for the period	-	-	-	(231,903)	(231,903)
Balance, February 29, 2024	23,459,100	228,155	-	(431,969)	(203,814)
Issuance of shares pursuant to private placements (Note 7)	1,925,000	275,000	-	-	275,000
Share issuance costs	-	(10,480)	-	-	(10,480)
Issuance of finder's warrants pursuant to subscription receipts (Note 7)	-	-	4,675	-	4,675
Comprehensive loss for the period	-	-	-	(458,616)	(458,616)
Balance, August 31, 2024	25,384,100	492,675	4,675	(890,585)	(393,235)

SUPER COPPER CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
For the six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

	2024	2023
	\$	\$
Operating activities:		
Loss for the period	(458,616)	(300,546)
Gain on investment	-	(8,382)
Consulting fees settled with shares	-	220,000
Changes in non-cash working capital related to operations:		
Receivables	(5,957)	(21,634)
Prepaid expenses	(12,000)	(18,367)
Accounts payable and accrued liabilities	162,728	21,047
Net cash used in operating activities	(313,845)	(107,882)
Investing activity:		
Convertible note receivable	-	120,000
Net cash provided by investing activity	-	120,000
Financing Activities:		
Due to related party	-	25
Subscription Receipts	725,000	-
Deferred financing costs	(36,486)	-
Issuance of shares pursuant to private placements	275,000	67,500
Share issuance costs	(10,480)	(1,800)
Net cash provided by financing activities	953,044	65,725
Increase in cash and restricted cash during the period	639,199	77,843
Cash and restricted cash – beginning of the period	55,947	196
Cash and restricted cash– end of the period	695,136	78,039
Supplemental information:		
Interest received	-	13,545
Fair value of shares issued for debt settlements	-	220,000

SUPER COPPER CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS

Super Copper Corp. (the “Company” or “Super Copper”) (formerly Kepler Private Equity Ltd.) was incorporated under the Business Corporations Act (British Columbia) on January 23, 2019. On February 23, 2024, the Company changed its name from Kepler Private Equity Ltd. to Super Copper Corp. The head office and principal address of the Company is located at 1000 – 409 Granville Street, Vancouver, BC V6C 1T2, Canada. The Company is a mineral exploration company engaged in the acquisition, exploration, and evaluation of resource properties.

On February 22, 2024, the Company entered into a share exchange agreement (the “Share Exchange Agreement”) with Super Copper Holdings Ltd. (formerly Super Copper Corp.) (the “Subsidiary”) and the former holders of the issued and outstanding common shares of the Subsidiary (the “Subsidiary Shareholders”), pursuant to which the Company acquired 100% of the issued and outstanding shares of the Subsidiary from the Subsidiary Shareholders in exchange for 19,200,100 common shares of the Company. The transaction was accounted for as a common control transaction (Note 3).

The Company’s common shares were listed and commenced trading on the Canadian Securities Exchange (the “Exchange”) effective October 7, 2024, under the trading symbol “CUPR”. The Company’s common shares also began trading on the Frankfurt Stock Exchange under the symbol “N60” on October 16, 2024.

Super Copper is in the exploration stage and is subject to risks and challenges similar to companies in a comparable stage. These risks include, but are not limited to, the challenges of securing adequate capital in view of exploration, development and operational risks inherent in the mining industry; changes in government policies and regulations; the ability to obtain the necessary environmental permitting; challenges in future profitable production; as well as global economic, precious and base metal price volatility; all of which are uncertain.

2. MATERIAL ACCOUNTING POLICIES

a) Basis of presentation and statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34, Interim Financial Reporting, using the same accounting policies as detailed in the Company’s audited financial statements for the year ended February 29, 2024. They do not include all the information required for complete annual financial statements in accordance with IFRS Accounting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and therefore should be read together with the audited financial statements for the year ended February 29, 2024.

These condensed interim consolidated financial statements are prepared on the historical cost basis except for certain financial instruments, which are measured at fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

SUPER COPPER CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
For the three and six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

These condensed interim consolidated financial statements were approved and authorized for issue by the Board of Directors on October 25, 2024.

b) Consolidation

These condensed interim consolidated financial statements include the financial statements of the Company and its wholly-owned and controlled subsidiary, Super Copper Holdings Ltd. (formerly Super Copper Corp.), incorporated pursuant to the Business Corporations Act (British Columbia) on July 11, 2023.

Control is achieved when the Company has the power to, directly or indirectly, govern the financial and operating policies of an entity so as to obtain benefits from its activities. Subsidiaries are fully consolidated from the date on which control is obtained and continue to be consolidated until the date that such control ceases. Intercompany balances, transactions and unrealized intercompany gains and losses are eliminated upon consolidation.

c) Functional currency

The functional currency and the presentation currency of the Company and its Subsidiary is the Canadian Dollar. The functional currency is the currency of the primary economic environment in which each of the companies operates.

Foreign currency transactions are translated into the functional currency using exchange rates prevailing at the dates of the transactions. At the end of each reporting period, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary assets and liabilities are translated using the historical rate on the date of the transaction. All gains and losses on translation of these foreign currency transactions are charged to profit or loss.

d) Critical accounting estimate, judgments and assumptions

The preparation of these condensed interim consolidated financial statements in conformity with IFRS requires management to make judgement and estimates and form assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets/liabilities at the date of the financial statements and reported amount of revenues and expenses during the reporting period. Actual outcomes could differ from these estimates.

On an on-going basis, management evaluates its estimates underlying various assumptions. Significant assumptions about the future and other sources of estimation uncertainty that management has made at the consolidated statement of financial position date that could result in material adjustments to the carrying amounts of assets and liabilities, include the following:

Critical accounting estimates

- Valuation of investments
- Fair value of stock options and warrants

SUPER COPPER CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
For the three and six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

Critical accounting judgments

- Recognition of deferred tax assets and liabilities
- Going concern
- Common control transaction

3. ACQUISITION OF SUPER COPPER HOLDINGS LTD.

On February 22, 2024, the Company entered into the Share Exchange Agreement with Super Copper Holdings Ltd. (formerly Super Copper Corp.) (the “Subsidiary”) and the former holders of the issued and outstanding common shares of the Subsidiary (the “Subsidiary Shareholders”), pursuant to which the Company acquired 100% of the issued and outstanding shares of the Subsidiary from the Subsidiary Shareholders in exchange for 19,200,100 common shares of the Company.

The acquisition was considered to be a business combination between entities under common control. As a result, assets acquired and liabilities assumed were recorded at their predecessor carrying values rather than at fair value. The issuance of 19,200,100 shares has been measured based on the net liabilities acquired through Super Copper Holdings Ltd. being \$25,560 allocating nil value to the consideration paid with \$25,560 charged directly to retained earnings.

4. INVESTMENTS

On February 16, 2022, the Company subscribed for 119 convertible note units in ESE Entertainment Inc. (“ESE”) for total investment of \$119,000. Each unit consisted of \$1,000 in principal amount of an unsecured convertible note and 250 common share purchase warrants of ESE. The convertible note matured on February 16, 2024 and bore interest at a simple rate of 10% per annum. Interest was receivable quarterly on the last business day of each quarter, commencing on March 31, 2022. Each warrant was exercisable into one common share of ESE at a price of \$1.60 per share expiring two years from closing. The convertible notes were repaid on August 17, 2023.

On April 8, 2022, the Company subscribed for 1 convertible note unit in ESE for total investment of \$1,000. Each unit consisted of \$1,000 in principal amount of an unsecured convertible note and 313 common share purchase warrants of ESE. The convertible note matured on April 7, 2024 and bore interest at a simple rate of 10% per annum. Interest was receivable quarterly on the last business day of each quarter, commencing on June 30, 2022. Each warrant was exercisable into one common share of ESE at a price of \$1.60 per share expiring two years from closing. The convertible notes were repaid on August 17, 2023.

The fair value of the convertible notes on inception was estimated at \$103,311, with \$16,689 allocated to the 30,063 warrants.

On August 17, 2023, the convertible notes were repaid. The convertible notes were fair valued using the convertible bond model with the following assumptions: Share price of \$0.175; risk-free interest rate of 4.96%; credit spread - 25.97% and annualized volatility of 71.29% using comparable companies.

SUPER COPPER CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
For the three and six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

As at February 29, 2024, the warrants were valued at \$nil. During the three and six months ended August 31, 2024, \$nil (2023 - \$2,531 and \$5,556) of interest income was recorded on the convertible notes.

5. EXPLORATION AND EVALUATION ASSET

The Company, through Super Copper Holdings Ltd., entered into a joint venture agreement dated September 1, 2023 (the “JV Agreement”) with Gardner Y Esteffan Limitada (“Gareste”), a Chilean corporation, regarding the future exploration and development of the Cordillera Cobre mineral project (the “Cordillera Cobre Property”) located in the Atacama Region of the Republic of Chile. The Cordillera Cobre Property is an exploration stage property that is comprised of 27 applications for exploitation claims. The applications are pending regulatory approval required to certify the mining concessions.

Pursuant to the JV Agreement, the Subsidiary, has the right to earn-in up to a 100% net interest in the Cordillera Cobre Property in consideration of (a) incurring expenditures on the property in the amount of US\$2,490,000 (the “Earn-in Expenditures”), (b) making cash payments to Gareste in the amount of US\$2,050,000 (the “Earn-in Payments”), and (c) issuing 6,000,000 common shares of the Company to Gareste or its designee as follows:

	Payment Deadline	Earn-in Expenditures and Payments	Share Consideration	Percentage Interest Earned	Aggregate Interest Earned
1.	Within 14 days of execution of JV Agreement	US\$50,000 (Earn-in Payment) (paid)	Nil	Nil	Nil
2.	On or before the date that is 30 days after execution of JV Agreement	US\$100,000 (Earn-in Expenditure) (completed)	Nil	Nil	Nil
3.	On or before the date that is 14 days following completion of a go-public financing	US\$100,000 (Earn-in Expenditure) (completed)	Nil	10%	10%
4.	On or before the date that is 16 months of becoming a publicly listed entity	US\$500,000 (Earn-in Expenditure)	1,000,000	15%	25%
5.	On or before the date that is 30 months after execution of JV Agreement	US\$1,350,000 (Earn-in Expenditure)	2,000,000	24%	49%

SUPER COPPER CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended August 31, 2024 and 2023

(Unaudited – Expressed in Canadian Dollars)

6.	On or before the date that is 42 months after execution of JV Agreement	US\$440,000 (Earn-in Expenditure)	1,000,000	2%	51%
7.	On or before the date that is 54 months after execution of JV Agreement	US\$2,000,000 (Earn-in Payment)	2,000,000	49%	100%
	TOTAL:	US\$4,540,000 (US\$2,050,000 Earn-in Payments / US\$2,490,000 Earn-in Expenditures)	6,000,000		100%

On April 18, 2024, the Company has earned 10% of the project interest in the Cordillera Cobre Property.

The term of the JV Agreement is 20 years, with a 2-year automatic renewal thereafter, unless the JV Agreement is earlier terminated. A party whose interest is diluted to less than 10% will have its interest converted to a 2.0% net smelter return royalty.

The exploration and evaluation expenditures incurred during the six months ended August 31, 2024 are as follows:

	\$
Acquisition costs – cash	30,000
Geological consulting	122,973
	152,973

6. DUE TO RELATED PARTY

During the years ended February 28, 2020 and 2021, the Company received advances of \$300 and \$7,104, respectively. The advances are unsecured, interest-free and payable on demand. During the year ended February 28, 2022, the Company made repayments of \$4,522. The balance due to related party as at August 31, 2024 was \$2,907 (February 29, 2024 – \$2,907).

7. SHARE CAPITAL

a) **Authorized** – Unlimited common shares without par value.

b) **Issued and outstanding share capital**

On July 11, 2023, Super Copper Holdings Ltd. issued 100 seed shares for gross proceeds of \$nil.

SUPER COPPER CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
For the three and six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

On July 28, 2023, Super Copper Holdings Ltd. issued 7,500,000 common shares for gross proceeds of \$37,500.

On August 16, 2023, Super Copper Holdings Ltd. issued 300,000 common shares for gross proceeds of \$30,000. Finder's fees of \$1,800 were paid in connection with the share issuance. The 300,000 common shares were cancelled on February 16, 2024.

On August 23, 2023, Super Copper Holdings Ltd. issued 11,000,000 common shares valued at \$220,000 for debt settlement with a company 100% owned by the sole director of the Company.

On November 15, 2023, Super Copper Holdings Ltd. issued 300,000 common shares for gross proceeds of \$30,000.

On January 15, 2024, Super Copper Holdings Ltd. issued 400,000 common shares for gross proceeds of \$40,000. Share issuance costs of \$5,273 were incurred.

On February 22, 2024, the Company issued 19,200,100 common shares in exchange for acquisition of Super Copper Holdings Ltd. Refer to Note 3. Upon acquisition, the share capital balance of Super Copper Holdings Ltd. included in the consolidated financial statements was eliminated.

On March 12, March 15, 2024, and April 10, 2024, the Company completed private placements of an aggregate of 1,100,000 common shares at a price of \$0.10 per share for aggregate gross proceeds of \$110,000. Share issuance costs of \$4,300 were incurred.

On August 29, 2024, the Company completed a private placement of 825,000 common shares at a price of \$0.20 per share for gross proceeds of \$165,000. Share issuance costs of \$6,180 were incurred.

c) Subscription receipts

On April 26, 2024, the Company completed the first tranche of a subscription receipt private placement ("Subscription Receipt Private Placement") at a price of \$0.20 per Subscription Receipt for aggregate gross proceeds of \$385,160 and issued an aggregate of 1,925,800 Subscription Receipts. Each Subscription Receipt entitles the holder thereof to receive, without payment of additional consideration or further action on the part of the holder, one common share of the Company on the date (the "Conversion Date") that is within 10 business days after the later of the date that: (i) the Company obtains a Final Receipt for the Prospectus; and (ii) the receipt of conditional approval of the Canadian Securities Exchange (the "CSE") or any other recognized stock exchange in Canada or the United States (the "Escrow Release Conditions"). 92% of the proceeds of the Subscription Receipt Private Placement were placed in escrow with the Company. 8% of the proceeds of the Subscription Receipt Private Placement were released to and retained by the Company to be used by the Company in its sole discretion ("Released Funds").

In connection with the first tranche, 4,050 finder's warrants ("Finder's Warrants") were issued. Each Finder's Warrant entitles the holder to acquire one common share of the Company at an exercise price of \$0.20 per common share until the date that is the earlier of (i) the date that is 30 months from the date of issuance;

SUPER COPPER CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

and (ii) the date that is 24 months from the Conversion Date. The remaining 4,050 Finder's Warrants will be issued on the Conversion Date. The fair value of the Finder's Warrants issued has been estimated to be \$439 using the Black-Scholes option pricing model using the following assumptions: share price at the time of issuance CAD\$0.20; risk-free interest rate of 4.43%; expected life of 2.5 years; dividend yield of 0%; forfeiture rate of 0% and annualized volatility of 100%.

On April 30, 2024, the Company completed the second tranche of its Subscription Receipt Private Placement at a price of \$0.20 per Subscription Receipt for aggregate gross proceeds of \$245,000 and issued an aggregate of 1,225,000 Subscription Receipts. In connection with the second tranche, 35,250 Finder's Warrants were issued. These Finder's Warrants have an expiry date of April 30, 2026 and the remaining 35,250 Finder's Warrants will be issued on the Conversion Date. The fair value of the Finder's Warrants issued has been estimated to be \$3,818 using the Black-Scholes option pricing model using the following assumptions: share price at the time of issuance CAD\$0.20; risk-free interest rate of 4.45%; expected life of 2 years; dividend yield of 0%; forfeiture rate of 0% and annualized volatility of 100%.

On June 7, 2024, the Company completed the third tranche of its Subscription Receipt Private Placement at a price of \$0.20 per Subscription Receipt for aggregate gross proceeds of \$94,840 and issued an aggregate of 474,200 Subscription Receipts. In connection with the third tranche, 3,870 Finder's Warrants were issued. These Finder's Warrants have an expiry date of June 7, 2026 and the remaining 3,870 Finder's Warrants will be issued on the Conversion Date. The fair value of the Finder's Warrants issued has been estimated to be \$418 using the Black-Scholes option pricing model using the following assumptions: share price at the time of issuance CAD\$0.20; risk-free interest rate of 4.03%; expected life of 2 years; dividend yield of 0%; forfeiture rate of 0% and annualized volatility of 100%.

In the event that the Escrow Release Conditions are not satisfied on or prior to the deadline, the Subscription Receipts will immediately become null, void and of no further force or effect and, as soon as reasonably possible, and in any event within 10 business days following the deadline, the Escrowed Funds will be returned to the holders of Subscription Receipts without interest. In the event that the Escrow Release Conditions do not occur on or prior to the deadline, the portion of the Released Funds not attributable to finder's fees will be considered an interest-free loan to the Company with a maturity date that is 5 years from applicable closing dates of subscription receipt placement. The portion of the Released Funds attributable to finders' fees will not be repaid to the subscribers. The restricted cash balance represents escrowed funds received related to the issuance of subscription receipts.

SUPER COPPER CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
For the three and six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

d) Finders Warrants

A summary of finders warrants activity is as follows:

	Finders warrants #	Weighted average exercise price CAD\$
Balance outstanding, February 29, 2024	-	-
Issued	43,170	0.20
Balance outstanding, August 31, 2024	43,170	0.20

As at August 31, 2024, the Company had the following finders warrants outstanding:

Expiry Date	Exercise Price \$	Remaining Life (Years)	Warrants Outstanding #
October 26, 2026	0.20	2.15	4,050
April 30, 2026	0.20	1.66	35,250
June 7, 2026	0.20	1.77	3,870
			43,170

8. RELATED PARTY TRANSACTIONS

Key management personnel are those persons responsible for planning, directing and controlling the activities of the entity, and include executives and non-executive directors. The Company incurred charges from directors and officers, or to companies controlled by these individuals during the three and six months ended August 31, 2024 and 2023 as follows:

	Three months ended August 31,		Six months ended August 31,	
	2024	2023	2024	2023
	\$	\$	\$	\$
Accounting fees	19,258	-	29,841	-
Consulting fees	24,000	234,250	48,000	248,500
	43,258	234,250	77,841	248,500

During the three and six months ended August 31, 2024, the Company incurred \$24,000 and \$48,000 (2023 – \$234,250 and \$248,500) to a company 100% owned by a director of the Company for technology, geological, and capital markets consulting services, and incurred \$19,258 and \$29,841 (2023 – \$nil and \$nil) to a company in which the CFO is an owner for accounting and financial reporting services.

SUPER COPPER CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
For the three and six months ended August 31, 2024 and 2023
(Unaudited – Expressed in Canadian Dollars)

Accounts payable and accrued liabilities at August 31, 2024 includes \$167,260 (February 29, 2024 – \$143,481) due to a company 100% owned by a director of the Company, and a company in which the CFO is an owner.

9. COMMITMENTS

The Company entered into a management consulting agreement with a company 100% owned by the director of the Company on April 1, 2024, which replaces all previously entered consulting agreements. The new agreement has a term of 4 years. In addition to a monthly fee of \$8,000, the agreement includes a bonus which can be achieved through the completion of certain performance conditions related to M&A and investment transactions in the Company. The bonus is calculated based on amount equal to 5% of the transaction value, with transaction value being all consideration either paid or received, in cash or securities, in a merger, acquisition, investment or other transaction with an aggregate value over \$10,000. The consideration paid or received for each transaction will be determined in accordance with IFRS.

10. SUBSEQUENT EVENTS

On September 24, 2024, upon receipt of conditional approval for listing from the CSE and receipt for the prospectus, the Company fulfilled the requirements for the release of \$667,000 from escrow, representing the balance of 92% of the gross proceeds of its previously completed Subscription Receipt Private Placement. On September 26, 2024, a total of 3,625,000 Subscription Receipts were deemed converted into 3,625,000 common shares, and the Company also issued the remaining one-half finder's fees, being a total of 43,170 Finder's Warrants and \$8,634 cash. The Finder's Warrants are exercisable into common shares at \$0.20 per share until September 26, 2026.

On October 7, 2024, the Company granted a total of 450,000 stock options to an officer and a consultant. The stock options have an exercise price of \$0.20 per share and expire on October 7, 2029. The stock options vested immediately.