

Filed by SEDAR+

October 10, 2025

Ontario Securities Commission
20 Queen Street West, 22nd Floor
Toronto, ON
M5H 3S8

Dear Sir/Madam:

RE: Global Copper Corp. (the “Applicant”) – Application for a consent pursuant to subsection 21 of Ontario Regulation 398/21 (the “Regulation”), as amended, made under the *Business Corporations Act* (Ontario), R.S.O. 1990, c. B. 16, as amended (the “OBCA”), for the applicant to continue (the “Continuance”) into British Columbia under the *Business Corporations Act* (British Columbia), SBC 2002, c. 57 (the “BCBCA”) pursuant to Section 181 of the OBCA

We are applying to the Ontario Securities Commission (the “**Commission**”) on behalf of the applicant for the consent of the Commission pursuant to subsection 21(b) of the Regulation for the Continuance.

Representations

The factual information contained in this application has been provided to us by, and verified by, the Applicant.

1. The Applicant was incorporated by way of articles of incorporation under the OBCA on December 20, 1988 as 810563 Ontario Limited. By articles of amendment filed on November 8, 1989 the Applicant changed its name to Western Troy Capital Resources Inc. On August 2, 2022, the Applicant changed its name by articles of amendment to L13 Lithium Corp. and on September 13, 2024, by articles of amendment, changed its name to its present name, Global Copper Corp.
2. The Applicant’s head office is located at Suite 250, 750 West Pender Street, Vancouver, British Columbia, V6C 2T7.
3. The authorized capital of the Applicant consists of an unlimited number of common shares (the “**Common Shares**”) and an unlimited number of Class A shares. As of October 8, 2025, 45,322,738 Common Shares were issued and outstanding and nil Class A shares were issued and outstanding.

4. The Applicant's common shares are listed and posted for trading on the TSX Venture Exchange (the "**Exchange**") under the symbol "CUCU".
5. The Applicant intends to apply to the Director under the OBCA pursuant to Section 181 of the OBCA for authorization to continue as a corporation under the BCBCA.
6. For corporate and administrative reasons, the Applicant is of the view it would be appropriate to pursue the Continuance as the Applicant's head office is located in British Columbia and certain business functions are carried out therein.
7. Pursuant to subsection 21(b) of the Regulation, an application for authorization to continue in another jurisdiction under Section 181 of the OBCA must, in the case of an "offering corporation" (as that term is defined in the OBCA), be accompanied by a consent from the Commission.
8. The Applicant is an "offering corporation" under the OBCA and is a reporting issuer under the Securities Act (Ontario), R.S.O. 1990, c. S.5, as amended (the "**Securities Act**"), and the securities legislation of each of the provinces of British Columbia, Alberta and Nova Scotia (the "**Legislation**") and will remain a reporting issuer in these jurisdictions following the Continuance.
9. The Applicant is not in default of (i) any of the provisions of the OBCA, the Act or the Legislation, including any of the rules or regulations made thereunder; and (ii) any of the rules, regulations or policies of the Exchange.
10. The Applicant is not a party to any proceeding or, to the best of its knowledge, information and belief, pending proceeding under the OBCA, the Act or Legislation.
11. In accordance with the OBCA and the Applicant's constating documents, the special resolution of shareholders to be obtained at the Meeting (as defined below) in connection with the proposed Continuance requires the approval of not less than two-thirds of the votes cast by the shareholders present in person or represented by proxy at the Meeting. Each shareholder will be entitled to one vote for each Common Share held.
12. A summary of the material provisions respecting the proposed Continuance is contained in the management information circular of the Applicant dated September 5, 2025 (the "**Circular**") provided to shareholders of the Applicant in respect of the Applicant's annual general and special meeting of shareholders held on October 8, 2025 (the "**Meeting**"). The Circular includes disclosure of the reasons for, and the implications of, the proposed Continuance and a summary of the material differences between the OBCA and the BCBCA.
13. The Applicant's shareholders have the right to dissent with respect to the proposed Continuance pursuant to Section 185 of the OBCA, and the Circular has disclosed full particulars of this right in accordance with applicable law.

14. The material rights, duties and obligations of a corporation governed by the BCBCA are substantially similar to those of a corporation governed by the OBCA.
15. The Applicant's shareholders authorized the Continuance at the Meeting by a special resolution that was approved by 93.25% of the votes cast by the shareholders of the Applicant in person or represented by proxy. No shareholders exercised dissent rights pursuant to section 185 of the OBCA.

Yours truly,

Cassels Brock & Blackwell LLP

/s/ Jen Poirier

Jen Poirier
Partner