



May 23, 2025

British Columbia Securities Commission  
Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
Manitoba Securities Commission  
Ontario Securities Commission  
Financial and Consumer Services Commission (New Brunswick)  
Nova Scotia Securities Commission  
Office of the Superintendent of Securities Service Newfoundland and Labrador  
Financial and Consumer Services Division (Prince Edward Island)  
Office of the Superintendent of Securities (Northwest Territories)  
Office of the Yukon Superintendent of Securities  
Office of the Superintendent of Securities Nunavut

We refer to the prospectus of Axo Copper Corp. (the Company) dated May 23, 2025 relating to the sale and issue of 18,182,000 units of the Company, at a price of \$0.55 per unit, each unit comprised of one common share in the capital of the Company and one half of one common share purchase warrant of the Company.

We consent to being named in and to the use in the above-mentioned prospectus of our report dated December 12, 2024, to the shareholders of the Company on the following consolidated financial statements:

- consolidated statements of financial position as at June 30, 2024, June 30, 2023 and June 30, 2022;
- consolidated statements of changes in equity, loss and comprehensive loss and cash flows for each of the years ended June 30, 2024, June 30, 2023 and June 30, 2022; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

We report that we have read the prospectus and all information therein and have no reason to believe that there are any misrepresentations in the information contained therein that is derived from the consolidated financial statements on which we have reported, or that are within our knowledge as a result of our audit of such consolidated financial statements. We have complied with Canadian generally accepted standards for an auditor's consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the prospectus as these terms are described in the CPA Canada Handbook – Assurance.

## **/s/PricewaterhouseCoopers LLP**

Chartered Professional Accountants

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