

**APPENDIX C TO NATIONAL INSTRUMENT 41-101**  
***General Prospectus Requirements***

**Non-Issuer Form of Submission to Jurisdiction and Appointment of Agent for Service of Process**

1. Name of issuer (the "Issuer"):

Axo Copper Corp.

2. Jurisdiction of incorporation, or equivalent, of Issuer:

Canada (Federal)

3. Address of principal place of business of Issuer:

2446 Purcells Cove Road, Halifax, Nova Scotia B3P 2E6

4. Description of securities (the "Securities"):

Units consisting of one common share and one-half of one common share purchase warrant

5. Date of the prospectus (the "Prospectus") under which the Securities are offered:

February 13, 2026

6. Name of person filing this form (the "Filing Person"):

Karen Lucia Flores Arredondo

7. Filing Person's relationship to Issuer:

Director

8. Jurisdiction of incorporation, or equivalent, of Filing Person, if applicable, or jurisdiction of residence of Filing Person:

Mexico City, Mexico

9. Address of principal place of business of Filing Person:

Periférico Sur 3996 Depto.1203 Col. Jardines del Pedregal C.P.01900, Mexico City

10. Name of agent for service of process (the "Agent"):

Axo Copper Corp.

11. Address for service of process of Agent in Canada (the address may be anywhere in Canada):

2446 Purcells Cove Road, Halifax, Nova Scotia B3P 2E6

12. The Filing Person designates and appoints the Agent at the address of the Agent stated above as its agent upon whom may be served any notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal, penal or other proceeding (the "Proceeding") arising out of, relating to or concerning the distribution of the Securities made or purported to be made under the Prospectus, and irrevocably waives any right to raise as a defence in any such Proceeding any alleged lack of jurisdiction to bring the Proceeding.

13. The Filing Person irrevocably and unconditionally submits to the non-exclusive jurisdiction of
  - (a) the judicial, quasi-judicial and administrative tribunals of each of the provinces of Canada (except Québec) in which the securities are distributed under the Prospectus; and
  - (b) any administrative proceeding in any such province,in any Proceeding arising out of or related to or concerning the distribution of the Securities made or purported to be made under the Prospectus.
14. Until six years after completion of the distribution of the Securities made under the Prospectus, the Filing Person shall file a new submission to jurisdiction and appointment of agent for service of process in this form at least 30 days before termination of this submission to jurisdiction and appointment of agent for service of process.
15. Until six years after completion of the distribution of the Securities under the Prospectus, the Filing Person shall file an amended submission to jurisdiction and appointment of agent for service of process at least 30 days before a change in the name or above address of the Agent.
16. This submission to jurisdiction and appointment of agent for service of process shall be governed by and construed in accordance with the laws of Nova Scotia.

*[Remainder of page intentionally left blank]*

Dated: February 13, 2026

"Karen Lucia Flores Arredondo"  
Signature of Filing Person

Karen Lucia Flores Arredondo, Director  
Print name of person signing and, if the Filing Person is not  
an individual, the title of the person

**AGENT**

The undersigned accepts the appointment as agent for service of process of Lila Maria Bensojo-Arras under the terms and conditions of the appointment of agent for service of process stated above.

Dated: February 13, 2026

"Jonathan Egilo"  
Signature of Agent

Jonathan Egilo, Chief Executive Officer  
Print name of person signing and, if Agent is not an  
individual, the title of the person