

**BP Silver Corp.  
Management's Discussion and Analysis ("MD&A")  
For the Three Months Ended December 31, 2025**

## **BP Silver Corp.**

Management's Discussion and Analysis

For the Three Months Ended December 31, 2025

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The following discussion and analysis of the results of operations and financial position of BP Silver Corp. ("BPEX") together with its subsidiaries (collectively, the "Company"), is prepared as of March 2, 2026 and should be read in conjunction with the Company's condensed interim consolidated financial statements for the three months ended December 31, 2025 ("Q1-2026") and the Company's audited consolidated financial statements for the year ended September 30, 2025 ("fiscal 2025"). The referenced audited consolidated financial statements have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). All amounts are expressed in Canadian dollars unless otherwise indicated.

### **FORWARD-LOOKING STATEMENTS**

This Management Discussion and Analysis ("MD&A") contains statements that constitute "forward-looking statements" within the meaning of National Instrument 51-102, Continuous Disclosure Obligations of the Canadian Securities Administrators.

It is important to note that, unless otherwise indicated, forward-looking statements in this MD&A describe the Company's expectations as of March 2, 2026.

Forward-looking statements often, but not always, are identified by the use of words such as "seek", "anticipate", "believe", "plan", "estimate", "expect", "targeting" and "intend" and statements that an event or result "may", "will", "should", "could", or "might" occur or be achieved and other similar expressions.

Forward-looking statements in this MD&A include statements regarding the Company's future plans and expenditures, the satisfaction of rights and performance of obligations under agreements to which the Company is a part, the ability of the Company to hire and retain employees and consultants and estimated administrative assessment and other expenses. The forward-looking statements that are contained in this MD&A involve a number of risks and uncertainties. As a consequence, actual results might differ materially from results forecast or suggested in these forward-looking statements. Some of these risks and uncertainties are identified under the heading "RISKS AND UNCERTAINTIES" in this MD&A.

Forward-looking statements contained herein are made as of the date of this MD&A and the Company disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.

### **COMPANY OVERVIEW**

The Company was incorporated under the Business Corporations Act of British Columbia on September 22, 2016. The Company was formed for the primary purpose of completing an Initial Public Offering ("IPO") on the TSX Venture Exchange (the "Exchange") as a Capital Pool Company ("CPC") as defined in Policy 2.4 of the Exchange. The Company's head office is located at 1100-1199 West Hastings Street, Vancouver, BC V6E 3T5. On February 13, 2019, the Company completed its IPO and was listed on the Exchange.

On September 25, 2025, the Company completed its Qualifying Transaction through a three-cornered amalgamation with BP Exploration Corp. ("BPEX"). The Company acquired all of the outstanding shares of BPEX in exchange for 27,176,628 common shares on a post-consolidated basis. The Company's shares were consolidated on a 4:3 basis upon completion of the Qualifying Transaction. Prior to closing, BPEX cancelled 6,796,046 common shares in exchange for 3,629,380 share purchase warrants. Each share purchase warrant is exercisable at \$0.10 per share and for 5 years from the date of issue. Upon completion of the Qualifying Transaction, Farstarcap Investment Corp. changed its name to BP Silver Corp.

The Qualifying Transaction constitutes a reverse-takeover transaction whereby BPEX became a wholly owned subsidiary of BP Silver for legal purposes. For accounting purposes BPEX is considered the acquirer and BP Silver the acquiree; therefore, the Company and these consolidated financial statements are a continuation of the financial statements of BPEX. The net assets of BP Silver at the date of the Qualifying Transaction are

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deemed to have been acquired by BPEX and the consolidated financial statements include the results of operations of BP Silver from the date of acquisition, September 25, 2025.

Concurrent with the closing of the Qualifying Transaction, the Company issued 16,666,633 units (a "Unit") for gross proceeds of \$2,499,995. Each Unit is comprised of one common share of the Company and one-half of one share purchase warrant (a "Warrant"). Each Warrant entitles the holder to acquire one additional share at a price of \$0.20 per share, expiring September 19, 2027. The Company issued 687,960 finders' warrants which entitle the holder to acquire one additional share at a price of \$0.20 per share until September 9, 2027.

The Company's principal business is the acquisition, exploration and development of mineral properties in Bolivia, including a 52% interest in the Cosuño property that was acquired in 2022.

The Company also holds the Titiri silver-lead-zinc project, acquired in 2021 through staking, which spans 4,900 hectares.

## **EXPLORATION AND EVALUATION ASSETS**

### ***Cosuño Property***

On March 16, 2022, BPEX, through its wholly-owned Bolivian subsidiary, Roxwell Silver Minera S.A. ("Roxwell"), acquired an initial 52% equity interest in Emisur Minera S.A. ("Emisur"), a private Bolivian company which holds the Cosuño property (the "Property"). Roxwell has the right and option to acquire the remaining 48% interest in Emisur by making the following payments (as amended):

US\$100,000 by September 30, 2025 (CAD \$139,210 paid on September 18, 2025);

US\$150,000 by September 30, 2026,

US\$350,000 due September 30, 2028; and

US\$2,300,000 by September 29, 2029.

In consideration for Emisur agreeing to amend the original terms of the agreement effective November 5, 2025, the Company issued 750,000 common share purchase warrants to the vendor, exercisable at a price of \$0.42 per share, expiring November 5, 2027.

The Property is located in the Thola Pampa Canton, Antonio Quijaro Province, Department of Potosí, Bolivia. Three prominent peaks – Pocañita Chico, Pocañita Grande and Jalsuri – contain numerous historic workings and were the focus of recent exploration efforts. Surface elevation averages about 3,750 meters ("m") with peak elevation of 5,243m.

Initial exploration work conducted by the Company included geological prospecting and sampling followed by remote sensing hyperspectral and structural analysis, detailed geological, structural and alteration mapping and geochemical sampling. The results define a large untested silver-rich hydrothermal system which outcrops over ~10.5 km<sup>2</sup> within which multiple anomalous to highly anomalous structurally controlled silver rich polymetallic targets associated with a large untested mineralized lithocap occur (surface silver grades up to 1035 g/t).

The geological setting is similar to those seen at other productive Bolivian silver systems.

### **Drill Program 2025**

The Company completed a phase I drill program in December 2025: The first two drill hole results were released on February 2, 2026, confirming that surface silver and gold anomalies continue at depth within the lithocap, a significant result as lithocaps are typically barren. Results from the remaining drill holes were subsequently released on February 27, 2026. Summary highlights of the results are as follows and tabulated below:

- Drilling intersected multiple zones of high-grade silver mineralization at the Pocañita Chica target: Diamond Drill Hole ("DDH") CO-0008 returned 5m @ 600.4 g/t silver, including 1m @ 1655 g/t silver; CO-0009 returned 1m @ 526 g/t silver and 6m @ 147 g/t silver.
- The Program achieved its primary objective of confirming silver mineralization within the lithocap beneath

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surface geochemical anomalies, materially de-risking Cosuño.

- Silver mineralization was intersected in all four targets tested across an approximately 2.7 km NE–SW corridor, confirming the presence of a robust silver and polymetallic system which remains open for expansion along strike and at depth.

Hole No	Target	From m	To m	Interval m	Ag g/t	Au g/t	AgEq g/t
<b>CO-0001</b>	<b>Jalsuri</b>	22	86	64	37.29	0.21	51.96
inc.		35	64	29	56.03	0.28	75.15
inc.		35	40	5	97.72	0.39	122.97
And		48	51	3	129.93	0.47	159.51
<b>CO-0002</b>	<b>Jalsuri</b>	42	77	35	22.8	0.44	57.41
inc.		57	59	2	43.75	1.34	150.96
<b>CO-0003</b>	<b>Jalsuri</b>	7	35	28	30.58	0.27	50.66
inc.		14	20	6	47.70	0.58	92.09
inc.		30	33	3	57.30	0.37	83.74
inc.		32	33	1	105.00	0.59	146.20
<b>CO-0003A</b>	<b>Jalsuri</b>	14	57	43	20.40	0.15	31.32
inc.		14	27	13	34.28	0.16	45.05
inc.		33	46	13	25.17	0.18	38.22
<b>CO-0004</b>	<b>Pocalleta</b>	10.6	35.6	25	61.13	0.02	58.50
inc.		19.6	21.6	2	212.50	0.04	200.92
inc.		26.6	30.6	4	142.18	0.04	135.52
		42.6	47.6	5	56.64	0.02	54.32
inc.		45.6	46.6	1	243.00	0.07	231.75
<b>CO-0006</b>	<b>Benhur</b>	28	31	3	54.43	0.07	56.38
inc.		30	31	1	123.00	0.09	121.80
<b>CO-0006A</b>	<b>Benhur</b>	24	27	3	80.63	0.07	80.75
		43	46.2	3.2	63.29	0.03	61.33
<b>CO-0007</b>	<b>Benhur</b>	28.35	32.35	4	67.65	0.09	70.32
<b>CO-0008</b>	<b>Pocanita Chica</b>	11	49	38	116.39	0.01	109.07
inc.		29	34	5	600.40	0.01	559.19
inc.		30	31	1	1655.00	0.01	1539.97
<b>CO-0009</b>	<b>Pocanita Chica</b>	19	77	58	46.23	0.02	44.64
inc.		19	22	3	240.03	0.01	224.05
And		19	20	1	526.00	0.01	490.00
inc.		33	39	6	147.10	0.01	137.63

Notes to the table:

- (1) Intersections calculated at cutoff grades of 10 g/t Ag with sub-intervals at 30, 60 and 90 g/t Ag, or 0.5 and 1.0 g/t Au. The intervals may include some internal dilution.
- (2) Au for CO-0001 and CO-0002 is by fire assay 30 g with AAS finish (AA-25).
- (3) Au for CO-0003 to CO-0009 is by ICP (ME-MS41) which is semi-quantitative and is preliminary until fire assay (AA25) is completed.
- (4) Ag and multielement were analysed by aqua regia and ICP-MS (ME-MS41). Ag >100 ppm was reassayed by aqua regia and ICP-AES (Ag-OG46). Ag > 1000 g/t was reassayed by fire assay and gravimetry (Ag-GRA46)
- (5)  $AgEq = (Ag\ grade * Ag\ recovery) + ((Au\ grade * Au\ price / Ag\ price) * Au\ recovery)$ .
- (6) Prices Au \$3431.54/oz, Ag \$40.03/oz (London Bullion Market Association average 2025).

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- (7) The project is at an early stage and there is no metallurgical test work to date. Assumed recoveries are 93% Ag and 96% Au by comparison with the Santa Ana deposit, Colombia (NI 43-101 mineral resource report for Outcrop Silver and Gold Corporation, 8 June 2023).
- (8) For CO-0001 and CO-0002 AgEq is restated from the previous press release using the assumed recovery factors.
- (9) Above are core lengths as true widths are not known at this time.
- (10) Hole CO-0005 was not drilled and CO-0010 was not assayed because it did not intersect mineralization.

In detail the program successfully tested key zones along a 2.7 km structural trend, returning significant silver intercepts at the 4 targets tested to date within a large ~10.5 km<sup>2</sup> hydrothermal alteration system as defined by detailed mapping, geochemical sampling and remote sensing alteration studies.

- Pocañita Chica – Broad mineralized envelopes with high-grade silver intervals hosted in hydrothermal breccias.
- Pocalleta – Structurally controlled vein mineralization confirming depth potential.
- Jalsuri – High-grade silver intercepts with gold 2.7 km northeast of Pocañita Chica, indicating district-scale continuity.
- Benhur – Additional silver mineralization along the same structural corridor.

Approximately 300m of vertical separation and 0.8 km lateral offset occurs between the Pocañita Chica and Pocalleta zones suggesting the presence of a large, vertically developed polymetallic system. Elevated copper, tin, and indium at lower elevations suggest strengthening base- and critical-metal enrichment at depth. Silver is associated with antimony, bismuth, copper, indium, lead, tin, and zinc .

The Cosuño Silver Project represents a significant emerging silver-polymetallic discovery in Bolivia. Phase I drilling confirmed mineralized lithocap-hosted silver and gold across a district-scale hydrothermal system. With high-grade silver intercepts, strong gold contributions at Jalsuri, clear vertical metal zonation, and substantial untested ground remaining, Cosuño offers compelling exploration upside as drilling advances.

## **QA-QC**

The work program was designed and supervised by Gonzalo Lemuz, P.Geo, the Company's Chief Operating Officer, who was responsible for all aspects of the work, including the Quality Assurance and Quality Control (QA/QC) program. On-site personnel at the project rigorously collect and track samples which are then security sealed and shipped to ALS laboratory in Oruro for sample preparation. The core samples were prepared by ALS at their laboratory in Oruro, Bolivia and the sample pulps were shipped to their laboratory in El Callao, Peru for analysis. ALS is accredited to ISO/IEC 17025:2017 and ISO9001:2015. ALS is independent of BP Silver. Silver and multi-elements were analysed by aqua regia digestion and ICP-MS finish (ME-MS41). Gold for CO-0001 and CO-0002 was analysed by fire assay and AA finish (AA25). Gold for CO-0003 to CO-0009 is by ICP (ME-MS41) which is semi-quantitative and is preliminary until fire assay (AA25) is completed. Overlimit Ag >100 ppm was reassayed by aqua regia and ICP-AES (Ag-OG46). Ag > 1000 g/t was reassayed by fire assay and gravimetry (Ag-GRA46).

BP Silver inserted certified standard reference materials (CSRM), blanks and duplicates to monitor QA/QC. All diamond drill holes were drilled in HQ diameter. The average core recovery was 96.4%.

## **Qualified Person**

The technical information contained in this MD&A has been reviewed and approved by Dr. Stewart D. Redwood, PhD, FIMMM, a Director of the Company and a Qualified Person as defined under National Instrument 43-101 – Standards of Disclosure for Mineral Projects. As Dr. Redwood is a director of the Company, he is not independent under National Instrument 43-101.

## **Titiri Polymetallic Project**

The Titiri polymetallic project spans a total of 4,900 hectare, of which, 4,050 hectares are under petition for title (pending), while 850 hectares are subject to an exploration license granted by the Bolivian government. The project is located 72 km NNW of Potosí, within Macha Canton, Colquechaca Municipality, Chayanta Province, in the Potosí Department of Bolivia. The area was staked due to its geological potential and historical work

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completed in 1989, which included trenching and sampling which returned anomalous silver-lead-zinc results which were never followed up. The Company has conducted community relations and collected 16 geochemical check samples, but no exploration activities have been undertaken.

**Royalty Agreements**

Each of the Property and Titiri project are subject to a 2.0% net smelter royalty ("NSR"), as granted by the Company to each of Fairfax Mining Corp., a company controlled by the CEO of the Company, and the COO in consideration of their assistance of locating and acquiring the two projects. The Company retains the right at any time to purchase each NSR for US\$5,000,000, and a one-time right to purchase the Titiri NSR within the first five years following commencement of drilling for US\$2,500,000.

The continuity of exploration and evaluation expenses for the three months ended December 31, 2025 is as follows:

	<b>Cosuño</b>	<b>Titiri</b>	<b>Total</b>
Geological consulting	72,566	-	72,566
Drilling	293,208	-	293,208
Field camp	111,947	-	111,947
Office and miscellaneous	26,384	-	26,384
Permit and license	-	2,636	2,636
Salaries	713	-	713
Sampling and assaying	1,350	-	1,350
Travel	24,913	-	24,913
<b>Total exploration costs</b>	<b>531,081</b>	<b>2,636</b>	<b>533,717</b>

The continuity of exploration and evaluation expenses for the three months ended December 31, 2024 is as follows:

	<b>Cosuño</b>	<b>Titiri</b>	<b>Total</b>
Community relations	5,524	-	5,524
Consulting fees	3,115	-	3,115
Field camp	21,208	-	21,208
Office and miscellaneous	6,740	-	6,740
Permit and license	-	1,993	1,993
Salaries	2,642	-	2,642
Sampling and assaying	3,199	-	3,199
Travel	16,043	-	16,043
<b>Total exploration costs</b>	<b>58,471</b>	<b>1,993</b>	<b>60,464</b>

**RESULTS OF OPERATIONS****For the three months ended December 31, 2025**

During the three months ended December 31, 2025, the Company had a net loss of \$718,349 or (\$0.01) per share, compared to a loss of \$69,373 or (\$0.00) per share during the three months ended December 31, 2024.

The change in loss was primarily due to the following:

- 1) Exploration and evaluation expenses of \$533,717 (2024 - \$60,464) relating to drilling on the Cosuño project.
- 2) Share-based compensation increased to \$108,472 (2024 - \$nil) due to partial vesting of the 3,590,000 stock options granted during the year ended September 30, 2025.
- 3) The Company incurred \$24,331 (2024 - \$nil) in transfer agent and filing fees as the Company is now listed on the Exchange.

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**SUMMARY OF QUARTERLY RESULTS**

The following table sets out financial information for the past eight quarters:

	Three Months Ended (\$)			
	December 31, 2025	September 30, 2025	June 30, 2025	March 31, 2025
Net loss	(718,349)	(1,156,919)	(21,301)	(51,917)
Basic and diluted loss per share*	(0.01)	(0.03)	(0.00)	(0.00)

	Three Months Ended (\$)			
	December 31, 2024	September 30, 2024	June 30, 2024	March 31, 2024
Net loss	(69,373)	(69,360)	(43,288)	(74,233)
Basic and diluted loss per share*	(0.00)	(0.00)	(0.00)	(0.00)

\* No exercise or conversion is assumed during the periods in which a loss is incurred, as the effect is anti-dilutive.

**LIQUIDITY AND CAPITAL RESOURCES**

As at December 31, 2025, the Company had cash and cash equivalents of \$1,393,615 and a working capital of \$1,345,508 compared to cash and cash equivalents of \$2,384,239 and a working capital of \$1,849,764 at September 30, 2025.

During the three months ended December 31, 2025, the Company's operations used \$724,582 of cash (2024: \$81,229), primarily related to exploration costs.

During the three months ended December 31, 2025, the Company's financing activities used \$266,042 of cash (2024: provided \$75,000), comprised of proceeds from warrant exercise of \$54,380 offset by repayment of loans of \$320,422.

The Company incurred mineral property expenditures of \$531,081 (2024: \$58,471) related to exploration work completed on the Cosuño project and costs of \$2,636 (2024 - \$1,993) related to the Titiri project.

On October 15, 2024, the Company entered into a loan agreement with a third-party for \$150,000. The loan was non-interest bearing and could be converted to shares by the lender when the Company completed a listing of its shares on a stock exchange in Canada or otherwise matures two years from the date of the first advance of the loan. On September 15, 2025, the Company entered into a debt settlement agreement for the above loan and settled the balance in exchange for 1,000,000 common shares of the Company.

The Company has not yet put its mineral properties into commercial production and as such has no operating revenues or cash flows. As such the Company will need to obtain additional financing and in the event the Company is unable to obtain the necessary financing to fund the Property it will have to curtail exploration. The Company is dependent upon the equity markets for operating working capital and the Company's capital resources are largely determined by the strength of the resource capital markets, by the status of the Company's projects in relation to these markets, and its ability to compete for investor support of its projects. There can be no assurance that financing, whether debt or equity, will be available to the Company in the amount required at any particular time or for any particular period or, if available, that it can be obtained on terms satisfactory to it.

**FINANCING ACTIVITIES**

During the three months ended December 31, 2025, the Company had the following share transactions:

- i) On December 17, 2025, the Company issued 89,285 common shares at a price of \$0.42 per share to settle outstanding debt of \$37,500.
- ii) The Company issued 271,900 common shares for gross proceeds of \$54,380 pursuant to the exercise of warrants.

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- iii) In consideration of the extension of the sale and purchase agreement to acquire a 100% interest in Emisur, the Company issued 750,000 common share purchase warrants to the vendor, exercisable at a price of \$0.42 per share for a period of two years from the date of issuance (Note 5). The fair value of the warrants was calculated at \$259,732 using the Black-Scholes option pricing model.

During the year ended September 30, 2025:

- i) Concurrent with the closing of the Qualifying Transaction, the Company issued 16,666,633 units (a "Unit") at a price of \$0.15 per Unit for gross proceeds of \$2,499,995. Each Unit is comprised of one common share of the Company and one-half of one share purchase warrant (a "Warrant"). Each Warrant entitles the holder to acquire one additional share at a price of \$0.20 per share for a period of two years from the date of issue. The Company issued 687,960 finders' warrants which entitle the holder to acquire one additional share at a price of \$0.20 per share for a period of 1.97 years from the date of issue. The finders' warrants were determined to have a fair value of \$47,541. In connection with the financing, the Company incurred cash share issuance costs of \$112,602.
- ii)
- iii) The Company settled outstanding loans of \$190,000 through the issuance of 1,266,667 common shares. The Company also settled \$27,697 of accounts payable in exchange for 156,666 common shares at a deemed price of \$0.15 per share.

**Transactions with Related Parties**

The Company's related parties consist of companies controlled by Tim Shearcroft, the Chief Executive Officer ("CEO") of the Company, Harry Nijjar, the Company's Chief Financial Officer ("CFO") and Gonzalo Lemuz, the Company's Chief Operating Officer ("COO").

During the three months ended December 31, 2025, the Company incurred \$12,150 (2024: \$nil) of professional fees to a company where the CFO is a managing director and \$77,286 (2024: \$nil) of share-based compensation to directors and officers of the Company.

The Company incurred \$39,378 (2024 - \$nil) in geological consulting fees to the Chief Operating Officer.

As at December 31, 2025, the Company had \$59,236 (September 30, 2025 - \$28,184) due to related parties in accounts payable. Amounts owing are non-interest bearing and due on demand. As at December 31, 2025, the Company had \$nil (September 30, 2025 - \$320,422) of loan payable to the related parties.

During the year ended September 30, 2024, a company controlled by the CEO ("Lender") provided an unsecured loan to the Company in the principal amount of US\$65,000 (\$87,743). The amount was non-interest bearing and could be called by the lender at any time in part or full or converted to shares.

During the year ended September 30, 2025, a further US\$15,000 (\$21,607) was advanced and US\$30,000 (\$41,783) was repaid. On March 14, 2025, the Company entered into a loan agreement for the remaining loan balance of US\$50,000 (\$67,567). The loan is due 18 months ("Maturity Date") following the date the Company either (i) completes a listing of its shares on a stock exchange in Canada, or (ii) completes a transaction with an existing public company whereby BPEX shareholders receive shares of the public company which begin trading on a stock exchange in Canada (the "Listing Date"). The loan bears interest at the rate of 10% per annum, calculated and accruing from the Listing Date and payable on, the Maturity Date.

On May 7, 2025, the Company entered into a loan agreement with the CEO for a total of \$21,898 (\$15,000 and US\$5,000). The loan is due on the earlier of (i) closing of the Qualifying Transaction ("QT"), and (ii) nine months following the date of the agreement ("New Maturity Date") provided (a) the parties may agree to convert the loan and accrued interest to common shares of the Company in the event that the QT fails to close, and (b) the Company may repay the loan, in whole or in part, at any time and from time to time, prior to the Maturity Date. The loan will bear interest at the rate of 10% per annum, calculated and accruing to, and payable on, the New Maturity Date.

On May 15, 2025, the Company entered into two additional loan agreements. One agreement with a director of

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the Company and another with a company controlled by another director of the Company. Each loan was for \$15,000, with the same terms as the loan agreement with the CEO. Both loans were repaid in full in October 2025.

On July 25, 2025, the Lender and the Company entered into a second loan agreement for a further US\$15,000 (\$20,555) bearing interest at 10% per annum. The loan is due the earlier of (i) closing of the QT, and (ii) three months following the date of the agreement should the QT fail to close.

On August 25, 2025, the Lender entered into a third loan agreement to extend \$27,000 to the Company. Terms of the loan agreement are the same as the second agreement.

On September 12, 2025, the Lender entered into a fourth loan agreement to extend a further \$150,000 to the Company. Terms of the loan agreement are the same as the second agreement. All loans from the Lender were repaid in full in October 2025.

During the three months ended December 31, 2025, the Company accrued interest of \$nil (2024: \$nil). As at December 31, 2025, the Company had \$nil (September 30, 2025 - \$320,422) of loans payable to the related parties.

Each of the Property and Titiri project are subject to a 2.0% NSR, as granted by the Company to each of Fairfax Mining Corp., a company controlled by the CEO of the Company, and the COO in consideration of their assistance of locating and acquiring the two projects. The Company retains the right at any time to purchase each NSR for US\$5,000,000, and a one-time right to purchase the Titiri NSR within the first five years following commencement of drilling for US\$2,500,000.

Subject to the Company obtaining a NI 43-101 resource estimate (inferred or better) totalling at least 70,000,000 oz Silver equivalent first being established at Cosuño or Titiri, certain shareholders of the Company will be eligible to receive 3,500,000 common shares or the cash equivalent, at the Company's election.

**OFF-BALANCE SHEET ARRANGEMENTS**

Other than as described herein, the Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the financial performance or financial condition of the Company.

**ACCOUNTING POLICIES**

The Company uses the same accounting policies and methods of computation as disclosed in Note 2 in the annual consolidated financial statements for the year ended September 30, 2025.

**OUTSTANDING SHARE DATA**

Authorized: Unlimited common shares without par value

As of the date of this MD&A the Company had:

- 53,366,445 common shares outstanding;
- 3,590,000 unvested options; and
- 10,422,592 warrants.

**RISKS AND UNCERTAINTIES**

The following risk factors are those which are the most applicable to the Company. The discussion which follows is not inclusive of all potential risks. Additional risks and uncertainties of which the Company is not aware or that the Company currently believes to be immaterial may also adversely affect the Company's business, financial condition, results of operations or prospects. If any of the possible events described below occur, the Company's business, financial condition, results of operations or prospects could be materially and adversely affected.

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Natural resources exploration, development, production and processing involve a number of business risks, some of which are beyond the Company's control. These can be categorized as operational, financial and regulatory risks.

### ***Resource exploration and development projects are inherently speculative in nature***

The exploration for and development of mineral deposits involves significant risks that even a combination of careful evaluation, experience and knowledge may not eliminate or adequately mitigate. While the discovery of a mineral deposit may result in substantial rewards, few projects that are explored are ultimately developed into producing mines. Major expenditures are required to locate and establish Mineral Reserves, to develop metallurgical processes and to construct mining and processing facilities at a particular site. Whether a mineral deposit will be commercially viable depends on a number of factors, some of which are: the particular attributes of the deposit, such as size, grade and proximity to infrastructure; metal prices (which are highly volatile and cyclical); and government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, allowable production, importing and exporting of minerals and environmental protection.

Assuming discovery of a mineral deposit that may be commercially viable and depending on the type of mining operation involved, many years can elapse from the initial phase of drilling until commercial operations are commenced. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital or in mineral projects failing to achieve expected project returns.

### ***Successfully establishing mining operations and profitably cannot be assured***

There can be no assurance that the Company will successfully establish mining operations or profitably produce silver from the Cosuño Project or any other project.

The Cosuño Project is in the exploration and evaluation stage and as a result, the Company is subject to all of the risks associated with establishing new mining operations and business enterprises including: (i) the availability of capital to finance construction and development activities is uncertain, may not be available, or may not be available at a cost which is economic to construct and develop a mine; (ii) the timing and cost, which can be considerable, to construct mining and processing facilities is uncertain and subject to increase; (iii) the availability and cost of skilled labour, consultants, mining equipment and supplies; (iv) the timing to receive any outstanding documentation, including permits, tax exemptions and fiscal guarantees required to commence construction and/or draw down on any loan facility that may be entered into by the Company in the future; and (v) the costs, timing and complexities of mine construction and development may be increased with the Cosuño Project.

There are no assurances that the Company's activities will result in profitable mining operations.

### ***The Company's operations are dependent on receiving and maintaining required permits and licenses***

Continued operations at the Cosuño Project are subject to receiving and maintaining permits from appropriate governmental authorities for various aspects of exploration, mine development and ultimately mine operation, including avoiding and resisting injunctions and court orders in license-related litigation.

Where required, obtaining necessary permits is a complex, time consuming and costly process. The costs and delays associated with obtaining necessary permits and complying with these permits and applicable laws and regulations could stop or materially delay or restrict the Company from proceeding with the exploration and development of the Cosuño Project or the operation or further development of a future project. There is no assurance that all necessary renewals or extension of permits for future operations will be issued on a timely basis or at all.

### ***The Cosuño Project is subject to environmental risks which may affect operating activities or costs***

Exploration programs and potential future mining operations, including the Cosuño Project, have inherent risks and liabilities associated with pollution of the environment and the disposal of waste products occurring as a result of mineral exploration and production. Laws and regulations involving the protection and remediation of the environment, including those addressing emissions into the air, discharges into water, management of waste,

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management of hazardous substances, protection of natural resources, antiquities and endangered species and reclamation of lands disturbed by mining operations and the governmental policies for implementation of such laws and regulations are constantly changing and are generally becoming more restrictive, with the trend towards stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and increasing responsibility for Companies and their officers, directors and employees.

Compliance with environmental laws and regulations may require significant capital or operational outlays on behalf of the Company and may cause material changes or delays in the Company's actual or intended activities. There can be no assurance that future changes in environmental regulations will not adversely affect the Company's business, and it is possible that future changes in these laws or regulations could have a significant adverse impact on some portion of the Company's resources and business, causing the Company to re-evaluate those activities or estimates at that time. The Company cannot give any assurance that, notwithstanding its precautions and history of activities, breaches of environmental laws (whether inadvertent or not) or environmental pollution will not materially and adversely affect its financial condition and its results from operations.

### ***The Company relies on its management team and the loss of one or more of these persons may adversely affect the Company***

The Company's activities are managed by a small number of key individuals who are intimately familiar with its operations. Consequently, the success of the operations and activities of the Company is dependent to a significant extent on the efforts and abilities of this management team. Investors must be willing to rely to a significant extent on management's discretion and judgment, as well as the expertise and competence of outside contractors. The Company does not have in place formal programs for succession of management and training of management. The loss of one or more of these key employees or contractors, if not replaced, could adversely affect the Company's profitability, results of operations and financial condition. Should any or all of the existing management resign from the Company, there can be no assurance that the directors will be able to replace such persons or replace them in a timely manner. Any such occurrence may materially and adversely affect the Company's profitability, results of operations and financial condition. At present, the Company does not maintain any "key man" life insurance.

### ***The Company's operations rely on the availability of local labour, local and outside contractors and equipment when required to carry out our exploration and development activities***

The Company relies upon the performance of outside consultants and contractors for drilling, geological and technical expertise. The loss of access to existing consultants and contractors, or an inability to hire suitably qualified consultants, contractors or personnel to address new areas of need, would materially impact the Company's ability to carry out the exploration and development activities.

### ***Failure to continue to have strong local community relations may impact the Company***

Mining companies face increasing public scrutiny and monitoring of their activities to demonstrate that operations will benefit local governments and the communities surrounding projects. Companies are required to expend significant amounts of time and money on local consultation and meetings as part of developing their 'social license to operate'. Potential consequences of this increased scrutiny and additional consultative requirements may include lawsuits, demands for increased social investment obligations and increased taxes to support local governments or fund local development projects or in extreme cases, significant local opposition to mineral exploration, project development and/or mining operations. These additional risks could result in increased costs, delays in the permitting process or other impacts on operations, any of which could adversely impact the Cosuño Project and any future prospects and ability to develop or mine any mineral deposit.

### ***The Cosuño Project, and future projects, are subject to title risks***

The Company has taken all reasonable steps to ensure it has proper title to its projects. However, no guarantees can be provided that there are no unregistered agreements, claims or defects which may result in the Company's mineral titles to the Cosuño Project being challenged. Should the Company lose any mineral titles at the Cosuño Project or any of its future mineral projects, the loss of such legal rights could have a material and adverse impact on the Company and its ability to explore, develop and/or operate the mineral project. Changes in government policy, and changes in royalties, taxes and other matters can materially negatively affect resources and any

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potential for reserves.

***The mining industry is extremely competitive***

The competition to discover and acquire mineral projects considered to have commercial potential is intense. The Company competes with other mining companies, many of which are larger and have greater financial resources than the Company, including with respect to the discovery and acquisition of interests in mineral projects, financing of such projects, the recruitment and retention of qualified employees, securing other contract personnel and the obtaining of necessary equipment. There can be no assurance that the Company will be able to successfully compete against such companies.

***Conflicts of Interest***

Certain of the Company's directors and officers are, and may continue to be, involved in the mineral exploration industry through their direct and indirect participation in corporations, partnerships or joint ventures which are potential competitors of the Company. Situations may arise in connection with potential acquisitions or opportunities where the other interests of these directors and officers may conflict with the Company's interests. Directors and officers of the Company with conflicts of interest will be subject to and must follow the procedures set out in applicable corporate and securities legislation, regulations, rules and policies. Notwithstanding this, there may be corporate opportunities which the Company is not able to procure due to a conflict of interest of one or more of the Company's directors or officers.

***The Cosuño Project is subject to financing risks***

The Company does not have a producing mineral project and no sources of operating revenue. The Company's ability to explore for and find potential economic projects, and then to bring them into production, is highly dependent upon its ability to raise equity and debt capital in the financial markets. There is no assurance that the Company will be able to raise the funds required to continue its exploration programs and finance the development of any potentially economic deposit, including the Cosuño Project, that is identified on acceptable terms or at all. The failure to obtain the necessary financing would have a material adverse effect on the Company's growth strategy, results of operations, financial condition and prospects.

***History of losses***

The Company has incurred losses since its inception. The Company expects to continue to incur losses unless and until such time as the Cosuño Project generates sufficient revenues to fund continuing operations. The development of the Cosuño Project will require the commitment of substantial financial resources. The amount and timing of expenditures will depend on a number of factors, including the progress of ongoing exploration and development, the results of consultants' analysis and recommendations, the rate at which operating losses are incurred, and the Company's acquisition of additional projects, some of which are beyond the Company's control. There can be no assurance that the Company will ever achieve profitability.

***The Company's economic prospects and the viability of the Cosuño Project is subject to changes commodity prices***

Prices and availability of commodities or inputs consumed or used in connection with exploration, development and mining, such as diesel, oil, electricity, chemicals and reagents, fluctuate and affect the costs of production at the Resulting Issuer's operations. These fluctuations can be unpredictable, can occur over short periods of time and may have a materially adverse impact on operating costs or the timing and costs of various projects.

The profitability of mining operations is significantly affected by changes in the market price of metals and the cost of power, petroleum fuels and oil. The level of interest rates, the rate of inflation, world supply of metals and stability of exchange rates can all cause significant fluctuations in base metal, precious metal, chemical reagent and oil prices. Such external economic factors are in turn influenced by changes in international investment patterns, monetary systems and political developments. The price of metals has fluctuated widely in recent years. Depending on the price of mined metals, and the cost of mining such metals, cash flow from mining operations may not be sufficient to cover the Resulting Issuer's operating costs or costs of servicing debt.

***Shareholders' interest in the Company may be diluted in the future***

The Company may undertake additional offerings of its Shares or of securities convertible into Shares including stock options and similar incentive plans in the future. The increase in the number of Shares issued and

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outstanding and the possibility of the issuance of Shares on conversion of current and future convertible securities may have a depressive effect on the price of the Shares. In addition, as a result of such additional Shares, the voting power of the Company's existing shareholders will be diluted.

### ***Government regulations and permitting may have an adverse effect on the Company's activities***

The Company's exploration and development activities are subject to a number of laws and regulations governing health and worker safety, employment standards, exports, price controls, taxation, waste disposal, management and use of toxic substances and explosives, protection of the environment, mine development, protection of endangered and protected species, reclamation, historic and cultural preservation and other matters. Failure to comply with applicable laws, regulations and permits may result in enforcement actions thereunder, including the forfeiture of claims, orders issued by regulatory or judicial authorities requiring operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment or costly remedial actions. The Company may be required to compensate those suffering loss or damage by reason of its exploration activities and may have civil or criminal fines or penalties imposed for violations of such laws, regulations and permits.

It is possible that future changes in applicable laws, regulations, agreements or changes in their enforcement or regulatory interpretation could result in changes in legal requirements or in the terms and conditions of existing permits and agreements applicable to the Company or its projects (including retroactively), which could have a material and adverse effect on the Company's exploration activities, operations or planned exploration and development projects. Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result in interruption or closure of exploration, development or mining operations or material fines, penalties or other liabilities, any of which would have a material and adverse effect on the Company's financial condition, results of operations and prospects.

### ***Political and Economic Risks***

The Company's projects are located in Bolivia and consequently are exposed to various levels of political, social, economic, and other risks and uncertainties. Political and social unrest results from several factors such as Bolivia's history of political and economic instability and high rate of unemployment.

Bolivia's fiscal regime has historically been favourable to the mining industry, but there is a risk that this could change and is beyond the control of the Company. The Company's operations in Bolivia may also be adversely affected by economic uncertainty characteristic of developing countries.

### ***Adverse changes may be made to mining laws, tax rates, and related regulations***

There can be no assurance that future changes will not be made to the mining law and other legislation applicable to the Company in Bolivia and elsewhere. Any such changes could materially increase the cost of exploration activities, mine development or mine operations through changes in royalty or tax rates, among others.

## **DISCLOSURE CONTROLS AND PROCEDURES**

In connection with National Instrument 52-109 (Certification of Disclosure in Issuer's Annual and Interim Filings) ("NI 52-109"), the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the condensed interim consolidated financial statements for the three months ended December 31, 2025 and 2024 and this accompanying MD&A (together the "Interim Filings").

In contrast to the full certificate under NI 52-109, the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109. For further information the reader should refer to the Venture Issuer Basic Certificates filed by the Company with the Annual Filings on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).