

Amendment No. 2 dated October 9, 2026 to the Short Form Base Shelf Prospectus dated May 29, 2025.

This short form prospectus dated May 29, 2025, as amended by Amendment No. 1 dated March 17, 2026, and as further amended by this amendment, is a base shelf prospectus. This short form base shelf prospectus dated May 29, 2025, as amended by Amendment No. 1 dated March 17, 2026, and as further amended by this amendment, has been filed under legislation in each of the provinces and territories of Canada that permit certain information about these securities to be determined after the short form base shelf prospectus dated May 29, 2025, as amended by Amendment No. 1 dated March 17, 2026, and as further amended by this amendment, has become final and that permit the omission of that information from this prospectus. The legislation requires the delivery to purchasers of a prospectus supplement containing the omitted information within a specified period of time after agreeing to purchase any of these securities, except in cases where an exemption from such delivery requirements has been obtained.

The securities offered under this short form base shelf prospectus dated May 29, 2025, as amended by Amendment No. 1 dated March 17, 2026, and as further amended by this amendment, have not been and will not be registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”) or any state securities laws and may not be offered or sold within the United States of America or to, or for the account or benefit of, U.S. persons unless exemptions from the registration requirements of the U.S. Securities Act and applicable state securities laws are available. This short form base shelf prospectus dated May 29, 2025, as amended by Amendment No. 1 dated March 17, 2026, and as further amended by this amendment, does not constitute an offer to sell or a solicitation or an offer to buy any of the securities offered hereby within the United States or to, or for the benefit of, U.S. persons.

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. This short form base shelf prospectus dated May 29, 2025, as amended by this amendment, constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities.

Information has been incorporated by reference in this short form base shelf prospectus from documents filed with securities commissions or similar authorities in Canada. Copies of the documents incorporated herein by reference may be obtained on request without charge from the Corporate Secretary of Giant Mining Corp., 1500, 1055 West Georgia Street, Vancouver, British Columbia V6E 4N7, telephone: (236) 788-0643, and are also available electronically at www.sedarplus.ca.

New Issue

October 9, 2026

**COPPER ONE RESOURCES CORP.
(formerly, Giant Mining Corp.)**

\$35,000,000

**Common Shares
Warrants
Subscription Receipts
Debt Securities
Units**

The short form base shelf prospectus dated May 29, 2025 of Giant Mining Corp. (“**Giant**” or the “**Company**”), as amended by Amendment No. 1 dated March 17, 2026, (collectively, the “**Prospectus**”) is hereby amended to increase the aggregate amount of securities that may from time to time be offered under the Prospectus from \$20,000,000 to \$35,000,000.

Specifically, the Prospectus is amended by deleting the reference to “\$20,000,000” contained on the face page of the Prospectus and substituting “\$35,000,000” therefor. As a result, the first paragraph of the text on the face page of the Prospectus, as so amended, reads as follows:

“This short form base shelf prospectus (this “**Prospectus**”) relates to the offering for sale of common shares (the “**Common Shares**”), warrants (the “**Warrants**”) and subscription receipts (the “**Subscription Receipts**”), debt securities (the “**Debt Securities**”) or any combination of such securities (the “**Units**”) (all of the foregoing, collectively, the “**Securities**”) by Giant Mining Corp. (“**Giant**” or the “**Company**”) from time to time, during the 25-month period that the Prospectus, including any amendments hereto, remains effective, in one or more series or issuances, with a total offering price of the Securities in the aggregate, of up to \$35,000,000. The Securities may be offered for sale separately or in combination with one or more other Securities and may be sold from time to time in one or more transactions at a fixed price or prices (which may be changed) or at market prices prevailing at the time of sale, at prices determined by reference to such prevailing market prices or at negotiated prices.”

As of the date of this amendment, the Company has distributed \$18,037,458.60 of securities under the Prospectus, as a result, the Company will have \$16,962,541.40 of securities available for distribution under this Prospectus.

The Company represents that it will allocate a majority of and a significant portion of the proceeds raised from any offering undertaken pursuant to the Prospectus towards exploration and mining activities.

The Prospectus is further amended by deleting the second paragraph on page ii of the cover page and replacing it with the following:

“The Company’s outstanding Common Shares are listed and posted for trading on the Canadian Securities Exchange (the “CSE”) under the symbol “CEXY”, on the Frankfurt Stock Exchange under the symbol “IW8”, and quoted on the OTCID Basic Market under the symbol “CEXYF”. The Company’s head and registered office is located 1500, 1055 West Georgia Street, Vancouver, British Columbia V6E 4N7.”

The Prospectus is further amended by deleting the first paragraph under the section titled “Price Range and Trading Volume” and replacing it with the following:

“The Company’s Common Shares trade on the CSE under the trading symbol “CEXY.” The Common Shares are quoted on the OTCID Basic Market under the symbol “CEXYF” and on the FRA under the symbol “IW8”.

The Prospectus is further amended by deleting the second paragraph under the section titled “Documents Incorporated by Reference” and replacing it with the following:

“The following documents (“**documents incorporated by reference**” or “**documents incorporated herein by reference**”) that we have filed with the securities regulatory authorities in the Qualifying Jurisdictions are specifically incorporated by reference into, and form an integral part of, this Prospectus Supplement:

- the annual information form for the year ended June 30, 2025 dated January 6, 2026 (the “AIF”);
- the audited consolidated annual financial statements of the Company for the years ended June 30, 2025 and 2024;
- the management’s discussion and analysis of financial condition and results of operations of the Company for the year ended June 30, 2025;
- the unaudited condensed interim consolidated financial statements of the Company for the three and nine months ended March 31, 2026 and 2025;
- the management’s discussion and analysis of financial condition and results of operations of the Company for the nine months ended March 31, 2026;
- the management information circular of the Company dated October 24, 2025 with respect to annual general meeting of the shareholders of the Company held on December 4, 2025;
- the material change report of the Company dated July 8, 2025 with respect to the closing of the Special Warrant Offering (as defined below);
- the material change report of the Company dated July 17, 2025 amending the material change report dated June 8, 2025 in respect of the Special Warrant Offering;
- the material change report of the Company dated December 12, 2025 regarding the annual general meeting of the Company and the appointment of John Percival as a director and non-executive chairman;

- the material change report of the Company dated March 26, 2026 regarding the entering into of a share purchase agreement with Sovereon Gold Corp. to sell 160 common shares of Premium Exploration Inc. for US\$1 million;
- the material change report of the Company dated May 1, 2026 regarding the Company's name change to Copper One Resources Corp. and the consolidation of its common shares on a ten (10) to one (1) basis;
- the material change report of the Company dated May 19, 2026 regarding amending the terms of a non-brokered private placement pursuant to the listed issuer financing exemption (the "**LIFE Offering**") and the change of the Company's stock symbol from "BFG" to "CEXY";
- the material change report of the Company dated June 30, 2026 regarding the closing of the LIFE Offering;
- the material change report of the Company dated July 7, 2026 regarding the appointment of Richard Robins as Chief Financial Officer and Aida Reed as Corporate Secretary;
- the material change report of the Company dated July 21, 2026 regarding the listing of warrants on the Canadian Securities Exchange;
- the material change report of the Company dated September 2, 2026 regarding the entering into of a share exchange agreement to acquire Rooinek Mining Corp.;
- the material change report of the Company dated September 28, 2026 regarding completion of the Company's acquisition of Rooinek Mining Corp.; and
- the material change report of the Company dated October 2, 2026 regarding the closing of a non-brokered private placement of flow-through and non flow-through special warrants for gross proceeds of \$7,955,900.

USE OF PROCEEDS FROM PREVIOUS FINANCING AND RECENT UPDATE

At-the-Market Offering

From January 2026 to May 2026, the Company undertook an at-the-market offering of up to \$15,000,000 of common shares. The Company received net proceeds of \$14,530,896 in cash, net of commission and fees. The Company has used an aggregate of \$9,727,188 of the net proceeds to date, with \$1,507,338 for continued exploration of the Majuba Hill project, \$1,842,770 (US\$1,300,000) for the 100% acquisition of the Majuba Hill property, \$1,220,000 for the acquisition and initial work programs of the Redonda and Redhill projects, \$144,014 for legal & accounting fees, \$992,432 for consulting fees (including management, administrative, corporate, business development and director fees), \$3,835,327 for market awareness costs (including advisory, meals, travel, meetings, media, advertising), and \$185,307 for administration and other costs. The Company intends to use the remaining net proceeds of \$4,803,708 towards the continuation of the drill program at the Majuba Hill project and for working capital expenses which include legal & accounting fees, consulting fees, market awareness costs (which includes investor relations expenses), transfer agent fees and administrative costs.

Recent Update – Agreement to Acquire Sword & Gossan Mineral Properties

On October 6, 2026, the Company entered into a purchase and sale agreement (the "**Acquisition Agreement**") with 1594122 B.C. Ltd. (the "**Vendor**") to acquire a 100% interest in the Sword & Gossan nickel-copper-cobalt mineral property (the "**Property**"), located in west-central Labrador, Newfoundland and Labrador. Pursuant to the Acquisition Agreement, the Company will pay the Vendor aggregate cash consideration of \$3,650,000, with the first payment of \$1,150,000 one business day after the effective date of the Acquisition Agreement (paid) and the second payment of \$2,500,000 to be paid within six months of the execution of the Acquisition Agreement. The Company will also make two advance royalty payments of \$200,000 each to the Vendor. The Property is subject to a 2% net smelter royalty, of which 1% may be purchased for \$2,000,000 in cash

at any time, thus potentially reducing the net smelter royalty to 1%. Closing is subject to CSE approval and customary closing conditions include satisfactory due diligence and approvals and consents.

STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase Securities. This right may be exercised within two business days after receipt or deemed receipt of a prospectus or a Prospectus Supplement (including a pricing supplement) relating to the Securities purchased by a purchaser and any amendment thereto. In several of the provinces and territories of Canada, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, damages, if the prospectus or Prospectus Supplement (including a pricing supplement) relating to the Securities purchased by a purchaser and any amendment thereto contains a misrepresentation or is not delivered to the purchaser, provided that the remedies for rescission or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for the particulars of these rights or consult with a legal adviser.

In an offering of convertible, exchangeable or exercisable Securities, investors are cautioned that the statutory right of action for damages for a misrepresentation contained in the prospectus is limited, in certain provincial or territorial securities legislation, to the price at which the convertible, exchangeable or exercisable Securities are offered to the public under the prospectus offering. This means that, under the securities legislation of certain provinces or territories, if the purchaser pays additional amounts upon conversion, exchange or exercise of the security, those amounts may not be recoverable under the statutory right of action for damages that applies in those provinces. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for the particulars of this right of action for damages or consult with a legal adviser.

CONTRACTUAL RIGHTS OF RESCISSION

In addition to statutory rights of withdrawal and rescission, original purchasers of Warrants (if offered separately from other Securities) and Subscription Receipts (or Units comprised partly thereof) will have a contractual right of rescission against the Company in respect of the exercise of such Warrant or Subscription Receipt, as the case may be.

The contractual right of rescission will entitle such original purchasers to receive, in addition to the amount paid on original purchase of the Warrant or Subscription Receipt (or Units comprised partly thereof), as the case may be, the amount paid upon exercise upon surrender of the underlying Securities gained thereby, in the event that this Prospectus (as supplemented or amended) contains a misrepresentation, provided that: (i) the conversion, exchange or exercise takes place within 180 days of the date of the purchase of the Warrant or Subscription Receipt under this Prospectus; and (ii) the right of rescission is exercised within 180 days of the date of purchase of the Warrant or Subscription Receipt under this Prospectus. This contractual right of rescission will be consistent with the statutory right of rescission described under Section 131 of the *Securities Act* (British Columbia) and is in addition to any other right or remedy available to original purchasers under Section 131 of the *Securities Act* (British Columbia) or otherwise at law.

Original purchasers are further advised that, in certain provinces, the statutory right of action for damages in connection with a prospectus misrepresentation is limited to the amount paid for the security that was purchased under a prospectus, and therefore a further payment at the time of exercise may not be recoverable in a statutory action for damages. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province for the particulars of these rights or consult with a legal adviser.

The Prospectus must be read together with this amendment, any documents incorporated or deemed to be incorporated by reference therein from time to time and any supplements relating to an Offering of Securities thereunder. The statements contained in the Prospectus or in a document incorporated or deemed to be incorporated by reference therein on or subsequent to October 9, 2026, are modified or superseded for the purposes of this amendment to the extent that a statement contained in any subsequently filed document, which is also or is deemed to be incorporated by reference therein, modifies or supersedes that statement.

CERTIFICATE OF THE COMPANY

Dated: October 9, 2026

This short form prospectus dated May 29, 2025, as amended by Amendment No. 1 dated March 17, 2026, and as further amended by this amendment, together with the documents incorporated in this prospectus by reference, will, as of the date of the last supplement to this prospectus relating to the securities offered by this prospectus and the supplement(s), constitutes full, true and plain disclosure of all material facts relating to the securities offered by this prospectus and the supplement(s) as required by the securities legislation of all the provinces and territories of Canada.

(signed) *David Greenway*
Chief Executive Officer

(signed) *Richard Robins*
Chief Financial Officer

On Behalf of the Board of Directors

(signed) *Bradley Dixon*
Director

(signed) *Andrew Mugridge*
Director