



COSA RESOURCES CORP.

Management's Discussion and Analysis

For the three and six months ended June 30, 2025 and 2024

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MANAGEMENT'S DISCUSSION AND ANALYSIS

This Management's Discussion and Analysis ("MD&A") of the results of operations and financial condition of Cosa Resources Corp. ("Cosa" or the "Company") should be read in conjunction with the Company's unaudited condensed interim financial statements as at and for the three and six months ended June 30, 2025 and 2024 (the "Financial Statements"), which are prepared in accordance with International Financial Reporting Standards ("IFRS® Accounting Standards") as issued by the International Accounting Standards Board, including International Accounting Standards 34 *Interim Financial Reporting*. In addition, the MD&A should be read in conjunction with the audited financial statements for the year ended December 31, 2024 and the fourteen months ended December 31, 2023 (the "Annual Financial Statements") and the management's discussion and analysis for the year ended December 31, 2024 and the fourteen months ended December 31, 2023 (the "Annual MD&A"), as some disclosures from the Annual Financial Statements and the Annual MD&A have been condensed or omitted.

The Company's certifying officers are responsible for ensuring that the financial statements and MD&A do not contain any untrue statement of a material fact or omit to state a material fact required to be stated, or that is necessary to make a statement not misleading in light of the circumstances under which it was made. The Company's certifying officers certify that the financial statements together with the other financial information included in the filings fairly present, in all material respects, the financial condition, financial performance and cash flows of the Company as of the date of, and for the periods presented in the filings.

The Company's Audit Committee and the Board of Directors provide an oversight role with respect to all public financial disclosures by the Company. The Board of Directors approves the financial statements and MD&A after the completion of its review and recommendation for approval by the Audit Committee, which meets periodically to review all financial reports, prior to filing.

In this MD&A, the words "we", "us", or "our", collectively refer to Cosa. The first, second, third, fourth quarters of the Company's fiscal years are referred to as "Q1", "Q2", "Q3", "Q4", respectively. The six months ended June 30, 2025 and 2024 are referred to as "YTD 2025" and "YTD 2024", respectively.

For the purposes of this MD&A, working capital excludes the Company's flow-through premium liability.

This MD&A is prepared by management and approved by the Board of Directors as of August 27, 2025 (the "MD&A Date"). This discussion covers the three and six months ended June 30, 2025 and 2024 and the subsequent period up to the MD&A Date.

FORWARD-LOOKING STATEMENTS

This MD&A contains "forward-looking statements" (referred to as "forward-looking information") within the meaning of applicable Canadian securities legislation. All statements, other than statements of historical facts, included in this MD&A that address activities, events or developments that Cosa expects or anticipates will or may occur in the future, including, without limitation, statements about the future exploration activities; sources, and proposed uses, of funds; capital and operating cost estimates, including general and administrative expenses; expectations regarding the ability to raise capital for future activities; and other such matters are forward-looking statements. The use of words such as "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe", "outlook", "forecast" and similar expressions are intended to identify forward-looking statements.

Forward-looking information and statements are based on expectations, beliefs, assumptions, estimates and forecasts about Cosa's business and the industry and markets in which it operates. Forward-looking information and statements are made based upon certain assumptions and other important factors that could cause the actual results, performances, or achievements of Cosa to be materially different from future results, performances or achievements expressed or implied by such information or statements. Such information and statements are based on numerous assumptions including, among others, that the results of planned exploration activities are as anticipated, the price of copper and uranium, the anticipated cost of planned exploration activities, that general business and economic conditions will not change in a material adverse manner, that financing will be available if and when needed on reasonable terms and that third party contractors, equipment, supplies and governmental and other approvals required to conduct Cosa's planned exploration activities will be available on reasonable terms and in a timely manner.

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Forward-looking information and statements involve known and unknown risks, uncertainties, and other factors, which may cause the actual results, performance, or achievements of Cosa to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, risks related to the negative operating cash flow and dependence on third party financing; the uncertainty of additional financing; the limited operating history of Cosa; the lack of known mineral resources or reserves; the influence of a large shareholder; copper prices; uranium prices; aboriginal title and consultation issues; risks related to exploration activities generally; reliance upon key management and other personnel; title to properties; uninsurable risks; conflicts of interest; permits and licenses; environmental and other regulatory requirements; political regulatory risks; competition; and the volatility of share prices, all as more particularly described in the "risks and uncertainties" section below.

Although Cosa has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such 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 reliance on forward-looking statements.

DESCRIPTION OF BUSINESS

The Company was incorporated under the Business Corporations Act of British Columbia on November 16, 2020. The Company's head office is located at 1723 - 595 Burrard St, Vancouver British Columbia, Canada, V7X 1L4; and its registered office is located at 401 - 353 Water Street, Vancouver, British Columbia, Canada, V6B 1B8. The Company's common shares trade on the TSX Venture Exchange ("TSX-V") under the symbol "COSA", the OTCQB Venture Market under the ticker symbol "COSAF", and on the Frankfurt Stock Exchange under the ticker symbol "SSKU".

The Company's principal business activities include the acquisition and exploration of mineral property assets. The Company is in the exploration stage with respect to its interests in exploration and evaluation assets. The recoverability of the amounts comprising exploration and evaluation assets is dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete their exploration and development and upon future profitable production.

OVERALL PERFORMANCE

During the year ended October 31, 2022, the Company completed its initial public offering ("IPO") and listing on the TSX-V, completed the acquisition of Polaris and carried out exploration work on the Heron Project. Subsequently, Cosa transitioned to uranium-focused exploration activities and acquired several assets in Saskatchewan's Athabasca basin, as detailed in the "Discussion of Operations" section below. As an exploration stage company, Cosa does not have revenues and is expected to generate operating losses. As at June 30, 2025, the Company had cash and cash equivalents of \$3,793,063 (December 31, 2024 - \$1,682,243), a deficit of \$12,828,525 (December 31, 2024 - \$10,153,995) and working capital of \$4,464,535 (December 31, 2024 - of \$2,097,270).

The business of mineral property exploration involves a high degree of risk. Cosa is an exploration company and is subject to risks and challenges similar to companies in a comparable stage and industry. These risks include, but are not limited to, the challenges of securing adequate capital; exploration, development, and operational risks inherent in the mining industry; changes in government policies and regulations; the ability to obtain the necessary permitting; as well as global economic and commodity price volatility; all of which are uncertain.

The underlying value of the Company's exploration and evaluation assets is dependent upon the existence and economic recovery of mineral reserves and is subject to, but not limited to, the risks and challenges identified above. Changes in future conditions could require material write-downs of the carrying value of the Company's exploration and evaluation assets.

The Company does not generate revenue. As a result, Cosa continues to be dependent on third party financing to continue exploration activities on the Company's properties. Accordingly, the Company's future performance will be most affected by its access to financing, whether debt, equity, or other means. Access to such financing, in turn, is affected by general economic conditions, the price of uranium, and copper or commodities or metals exploration risks and the other factors described in the "risks and uncertainties" section below.

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TECHNICAL DISCLOSURE

The Company's disclosure of technical or scientific information in this MD&A has been reviewed and approved by Andy Carmichael, P.Geo., Vice President of Exploration for Cosa. Mr. Carmichael is a Qualified Person as defined under the terms of National Instrument 43-101 *Standards of Disclosure for Mineral Projects*. Mr. Carmichael is not independent by virtue of his position as an officer of the Company.

DISCUSSION OF OPERATIONS

During 2025 and the period to the MD&A Date, the Company had the following corporate activities:

- Completed the period with \$4,464,535 in working capital, including cash and cash equivalents of \$3,793,063.
- On January 13, 2025, the Company completed an acquisition (the "Acquisition") to acquire from Denison Mines Corp. ("Denison") a 70% ownership interest in three prospective eastern-Athabasca uranium projects: Murphy Lake North, Darby, and Packrat.
 - i. *Murphy Lake North* - comprises of two mineral claims totaling 1532 hectares. The project is immediately east of and within three kilometres of IsoEnergy's Hurricane deposit at their Larocque East project.
 - ii. *Darby* - comprises 18,069 hectares across 12 mineral claims. The project is roughly 10 kilometres west of the Cigar Lake Uranium Mine which is currently producing and operated by Cameco Corporation. Darby is roughly 6 kilometres east-southeast of Cosa's 100% owned Orion project.
 - iii. *Packrat* - comprises one mineral claim covering 1,621 hectares. The project resides along the eastern margin of the Athabasca Basin and is roughly 28 kilometres east of the Cigar Lake Mine.
- In addition to transferring a 70% property interest for each project, Denison has agreed to participate in Cosa's equity financings for an aggregate total of up to \$1 million at Cosa's discretion. In exchange for the property interests, Cosa has granted, issued or agreed to additional considerations paid to Denison:
 - i. 14,195,506 common shares at \$0.255 per share for a fair value of \$3,619,854 representing 19.95% of Cosa's then current outstanding shares issued on the Closing Date (January 13, 2025) and;
 - ii. Common shares of the Company with an aggregate value of \$2,250,000 ("Deferred Consideration Shares"). It is estimated that the Deferred Consideration Shares will be issued annually starting from January 13, 2027.
- On February 26, 2025, the Company closed a brokered private placement for aggregate gross proceeds of \$6,000,000 by issuing 8,800,000 units at a price of \$0.25 per unit and 8,941,176 charity flow-through units (the "2025 Charity FT Units") at a price of \$0.425 per Charity FT Unit.
- On April 8, 2025, the Company entered into an option agreement with Global Uranium Corporation ("Global Uranium"), pursuant to which Global Uranium may earn up to an 80% interest in the Company's Astro uranium project. The earn-in is structured over five phases through December 31, 2029, requiring total exploration expenditures of \$9.5 million, cash payments of \$800,000, and the issuance of 2.6 million Global Uranium shares.
- The Company completed a winter and summer drill program at Murphy Lake North for a total of 12 holes. While assay results remain pending, the drilling results are considered to warrant follow up and the Company is planning additional work (refer to Exploration and Evaluation Asset section for additional details). Subsequent to June 30, 2025, the Company has met the minimum expenditures of \$1,500,000 on Murphy Lake to confirm its percentage ownership of 70%.
- For the year to June 30, 2025, the Company has spent \$2.3 million on exploration expenses, \$1.1 million of which was on Murphy Lake North drilling and \$1.0 million on Ursa primarily related to demobilisation. (refer to Exploration and Evaluation Asset section for additional details) .

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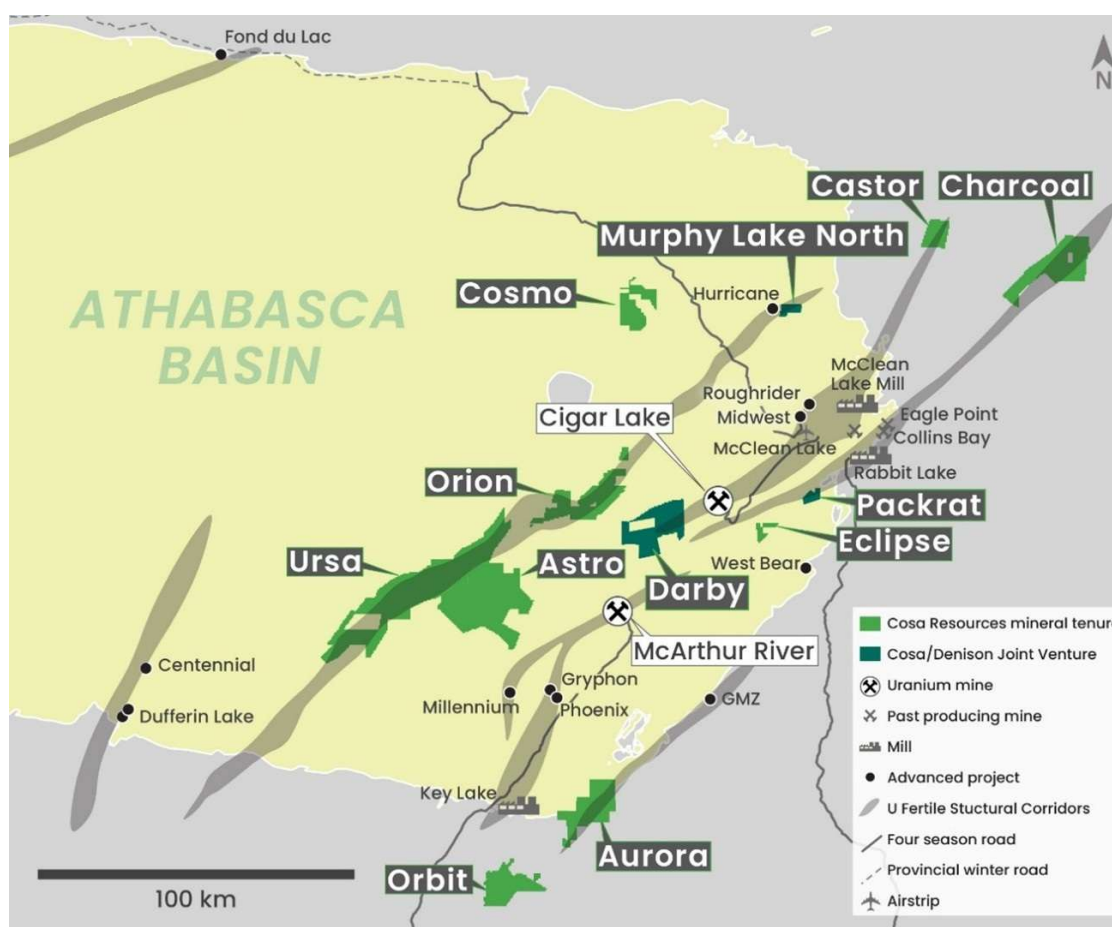
- As at the MD&A Date the Company's properties are as follows:

Commodity	Project	Hectares	Ownership	Date Acquired	Acquisition Type	Encumbrance
Uranium	Castor	5,686	100%	2022	Purchased	None
	Charcoal	21,181	100%	2022	Purchased	None
	Orion	20,255	100%	2022	Purchased/Staked	None
	Ursa	60,599	100%	2022	Purchased/Staked	2% NSR ⁽¹⁾
	Astro	45,734	100%	2023	Staked	None
	Aurora	18,744	100%	2023	Purchased/Staked	None
	Cosmo	10,145	100%	2024	Staked	None
	Eclipse	1,622	100%	2023	Staked	None
	Orbit	15,012	100%	2023	Purchased/Staked	None
	Polaris	3,290	100%	2023	Staked	None
	Solstice	628	100%	2023	Staked	None
	Darby	18,069	70%	2025	Purchased	2% NSR ⁽²⁾
	Murphy Lake North	1,532	70%	2025	Purchased	2% NSR ⁽²⁾
	Packrat	1,621	70%	2025	Purchased	2% NSR ⁽²⁾
Copper	Heron	3,697		2021		2% NSR ⁽³⁾
		227,815				

(1) 2% net smelter return royalty ("NSR") can be reduced to 1% for \$1,000,000.

(2) 2% NSR can be reduced to 1% for \$2,000,000.

(3) 2% NSR can be reduced to 1% for \$2,000,000; Remaining 1% can be purchased for \$5,000,000.



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Use of proceeds

The Company has completed five financings since November 1, 2021, its IPO on March 18, 2022 for net proceeds of \$0.4 million, a private placement on April 22, 2022 for net proceeds of \$2.0 million, a brokered private placement on June 21, 2023 for net proceeds of \$5.1 million, a brokered private placement on March 5, 2024 for net proceeds of \$6.5 million and a brokered private placement on February 26, 2025 for net proceeds of \$6.0 million. Along with its opening working capital, the Company has used the proceeds as follows:

	Total (\$millions)
Available proceeds	
Working capital - November 1, 2021	0.3
Net proceeds from financings	19.0
Available proceeds to June 30, 2025	19.3
Use of proceeds	
Heron Project - phase 1	(0.3)
Acquisition of exploration and evaluation assets	(0.4)
Exploration and evaluation expenses	(10.4)
General administration and other operating expenses	(3.8)
Use of proceeds to June 30, 2025	(14.9)
Working capital as at June 30, 2025	4.4

Considering the current uncertainty as to the general market and competitive conditions, the Company continues to maintain its fiscally responsible approach to its mineral exploration activities. In particular, the Company continues to evaluate market conditions on an ongoing basis, with the goal of, among other things: (i) identifying the appropriate time to initiate certain business objectives, and (ii) exploring potential alternatives, viable opportunities to further develop and expand the Company's business. As such, the Company notes that there may be circumstances where, for sound business reasons, the Company may be required to reallocate funds, including due to demands for shifting focus or investment in mining exploration and/or development activities, requirements for accelerating, increasing, reducing, or eliminating initiatives in response to changes in market, regulations and/or developments in the mining sector generally and in the prices of uranium and copper, unexpected setbacks, and strategic opportunities, such as partnerships, strategic partners, joint ventures, mergers, acquisitions, and other opportunities.

DENISON PROJECTS ACQUISITION

On November 27, 2024, the Company entered into an agreement with Denison Mines Corp. ("Denison") to acquire a 70% ownership interest in the Murphy Lake North, Darby and Packrat properties (collectively, the "Denison Projects") from Denison (the "Acquisition"). Upon closing of the Acquisition, the parties agreed to form a joint venture for each of the Denison Projects. The Acquisition was completed on January 13, 2025.

The Company, with a 70% ownership interest, retains control over the Denison Projects and full decision-making authority. Under IFRS 11 Joint arrangements, since the joint venture agreement does not establish joint control, the Company as the operator recognizes in full all assets, liabilities, revenue and expenses according to relevant IFRS® Accounting Standards.

The Acquisition has been accounted for as an equity-settled share-based payment transaction within the scope of IFRS 2 *Share-based payments*. The Acquisition did not qualify as a business combination under IFRS 3 *Business combinations*, as the significant inputs, processes, and outputs that together constitute a business did not exist in the Denison Projects at the time of acquisition. Accordingly, the consideration in excess of net assets acquired was recognized as exploration and evaluation asset acquisition costs and capitalized.

Consideration for the Acquisition of the Denison Projects comprised:

- 14,195,506 common shares of the Company at \$0.255 per share for a fair value of \$3,619,854 ("Effective Date Consideration Shares");
- Deferred Consideration Shares of \$2,250,000. It is estimated that the Deferred Consideration Shares will be issued annually starting from January 13, 2027.

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Due to the deferral in issuing the Deferred Consideration Shares, their value is measured at the acquisition date by discounting the future payment using the effective interest method. At acquisition date, the fair value of the Deferred Consideration Shares was \$1,752,377. During the three and six months ended June 30, 2025, the Company recognized \$34,966 and \$69,261, respectively, as accretion expense in connection with the Deferred Consideration Shares. As at June 30, 2025, the carrying value of the Deferred Consideration Shares is \$1,821,638.

As part of the Acquisition, the Company has agreed to fund \$1,500,000 before December 31, 2027 and \$5,000,000 before June 30, 2029 for evaluation and exploration expenditures on Murphy Lake North and Darby Project, respectively. Failure to complete the required expenditure will reduce the Company's ownership percentage in each property to 49%. As of June 30, 2025, the Company has completed \$1,097,692, \$46,488 and \$1,755 of expenditure towards the Murphy Lake North, Darby Project and Packrat Project, respectively.

A summary of the Company's fair value of the consideration and net assets acquired is as follows:

	January 13, 2025
	\$
Consideration	
Effective Date Consideration Shares	3,619,854
Deferred Consideration Shares	1,752,377
Acquisition cost - professional fees	181,375
	5,553,606
Net assets acquired	
Murphy Lake North Project	2,550,338
Darby Project	2,040,271
Packrat Project	962,997
	5,553,606

EXPLORATION AND EVALUATION ASSETS

In 2023 and 2024 the Company's exploration focus was the Ursa Project. In 2023, the company completed a property-wide airborne MobileMT™ survey to improve the understanding of Project geology and identify target areas for follow-up. Work in 2024 included electromagnetic ("EM") and Ambient Noise Tomography (ANT) surveys and diamond drilling to follow up the results of the 2023 airborne MobileMT™ survey. EM surveys identified conductive anomalies at all survey areas considered to indicate the presence of prospective graphitic basement rocks. ANT is a passive seismic surveying method used to generate three-dimensional models of seismic wave velocity and is considered to have the potential to identify zones of structure and/or alteration in the subsurface. ANT surveys identified seismic velocity anomalies coincident with conductive basement which are interpreted to potentially reflect zones of structure and/or hydrothermal alteration of the sandstone. Six diamond drill holes totaling 6,861 metres were completed in two campaigns. Notable drilling results include the intersection of a broad zone of alteration and structure in the medial sandstone of UR24-03 during the initial campaign. The second diamond drilling campaign followed up the results of the winter drilling, historical drilling, and ANT surveys. The final drill hole of the program, UR24-06, intersected significant alteration in the lower sandstone and several intervals of weak uranium mineralization in the basement while testing an ANT anomaly.

At Orion, ANT surveying was completed to follow-up the results of the 2023 MobileMT™ survey. ANT results from Orion are expected to guide follow-up EM surveying in advance of diamond drilling. ANT surveying was completed at Orion in conjunction with ANT work at Ursa and survey results were received in Q4 2024. Continued interpretation of ANT results at Orion was completed and released in YTD 2025.

Work completed at the Aurora and Orbit Projects comprised airborne electromagnetic and gravity surveys. Airborne surveys begun in May were completed in June. Final datasets were received from the survey contractors in Q3 2024 and geophysical interpretations of survey results were received in Q4 2024. Geological interpretation and identification of follow-up targets for diamond drilling was completed and released in Q4 2024.

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A summary of the Company's exploration and evaluation assets comprising capitalized acquisition costs is as follows:

	June 30, 2025	December 31, 2024
	\$	\$
Murphy Lake North Project	2,550,338	49,978
Darby Project	2,040,271	39,983
Packrat Project	962,997	18,872
Ursa Property	398,371	398,371
Astro Property	27,286	27,286
Other Projects	1,492,117	1,489,576
	7,471,380	2,024,066

A summary of the Company's exploration and evaluation expenditures is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Murphy Lake North Project	304,831	-	1,097,692	-
Darby Project	42,127	-	46,488	-
Packrat Project	285	-	1,755	-
Ursa Property	215,763	928,804	1,008,179	3,543,696
Astro Property	-	1,229	4,245	2,081
Other Projects	174,794	668,650	185,063	693,310
	737,800	1,598,683	2,343,422	4,239,087

Denison Projects

In exchange for the property interests, Cosa has granted, issued or agreed to additional considerations paid to Denison:

- 14,195,506 common shares and Cosa must issue an additional \$2.25 million in deferred consideration shares within five years of the Closing Date for a total consideration of \$5.4 million;
- equity participation rights to retain 19.95% of Cosa's common shares for so long as Denison holds at least 5% of Cosa's issued and outstanding common shares;
- the ability to appoint a technical advisor with Cosa's reasonable approval of the individual for five years from the Closing Date or until all of Cosa's obligations under the Agreement have been fulfilled; and
- the ability to nominate one director to Cosa's board of directors for so long as Denison holds at least 5% of the issued and outstanding common shares and an additional director to Cosa's board of directors for so long as Denison holds at least 10% of the issued and outstanding common shares.

Murphy Lake North Project

Murphy Lake North comprises two mineral claims totaling 1,532 hectares and has been attributed \$2.6 million of the total consideration of \$5.5 million. The project is immediately east of and within three kilometers of IsoEnergy's Hurricane deposit at their Larocque East project. Hurricane boasts the world's highest grade Indicated Mineral Resource for uranium. Hurricane was discovered and delineated by several members of Cosa's management team between 2018 and 2022. As part of the Agreement with Denison, Cosa must sole-fund the first \$1.5 million of exploration expenditures at Murphy Lake North which must be incurred by December 31, 2027.

A summary of the Company's exploration and evaluation expenses relating to the Murphy Lake North Project is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Early-stage exploration	7,568	-	7,568	-
Drilling	231,864	-	949,022	-
General exploration	65,399	-	141,102	-
	304,831	-	1,097,692	-

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In early 2025, the Company completed an initial drilling program at the Murphy Lake North Joint Venture. The four hole, 1,739 metre campaign sought to located and define the interpreted strike extension of the Hurricane trend within Murphy Lake North and follow-up historical intersections of weak mineralization. Drilling was successful in locating the Hurricane Trend, and the fourth and final drill hole and the southernmost on the Hurricane trend, intersected the strongest sandstone alteration on the project to date. The results are considered encouraging.

In June and July 2025, the company completed a second drilling program at the Murphy Lake North Joint Venture. The eight hole, 3,323 metre campaign sought to complete an evaluation of the Cyclone conductive trend in the central portion of the Project and follow up positive results on the Hurricane Trend from the winter drilling program. Drilling determined that the Cyclone trend contains geological characteristics which are prospective for the region's uranium deposits and intersected significant alteration and structure over a strike length of two kilometres. Drilling also extended the alteration zone on the Hurricane trend by 400 metres to the east. While assay results remain pending, the drilling results are considered to warrant follow up and planning for further drilling is underway.

As at the date of the MD&A the Company has met its commitment to incur \$1.5 million on Murphy Lake North.

Darby Project

The Darby project comprises 18,069 hectares across 12 mineral claims and has attributed \$2.0 million of the total consideration of \$5.5 million. The project is roughly 10 kilometers west of the Cigar Lake Uranium Mine which is currently produced and operated by Cameco Corporation. Darby is roughly 6 kilometers east-southeast of Cosa's 100% owned Orion project. As part of the Agreement, Cosa must sole-fund the first \$5 million of exploration expenditures at Darby which must be incurred by June 30th, 2029. The Darby project is subject to a buydown ("Buydown") which permits Denison to reclaim up to 60% of the Darby Project and is to be the greater of: (i) \$50 million or (ii) 450% of Cosa's exploration expenditures to date (excluding the initial \$5 million in Cosa funded expenditures) incurred on the Darby claim(s) for the proportion of the property interest subject to the Buydown. The Buydown can be completed through a combination of cash payments and Denison sole-funded project expenditure and must be a minimum of 25% cash. The Buydown will be extinguished if Denison's interest in the Darby Project claims subject to the Buydown fall below 10%, or upon commercial production of 500,000 lbs of U₃O₈ from the claims subject to the Buydown.

A summary of the Company's exploration and evaluation expenses relating to the Darby Project is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Early-stage exploration	7,746	-	7,746	-
Drilling	15,488	-	15,488	-
Geophysics	3,600	-	3,600	-
General exploration	15,293	-	19,654	-
	42,127	-	46,488	-

Packrat

The Packrat project comprises one mineral claim covering 1621 hectares and has attributed \$1.0 million of the total consideration of \$5.4 million. The project resides along the eastern margin of the Athabasca Basin and is roughly 28 kilometers east of Lake Cigar Mine.

During the three and six months ended June 30, 2025, the Company incurred exploration and evaluation expenses of \$285 and \$1,755, respectively (2024 - \$nil and \$nil, respectively) for general exploration related to Packrat Project.

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Ursa Property

A summary of the Company's exploration and evaluation expenses relating to the Ursa Property is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Drilling (refund) ⁽¹⁾	(14,028)	532,761	91,382	2,581,191
Geophysics	1,165	315,072	2,001	831,170
General exploration	228,626	80,971	914,796	131,335
	215,763	928,804	1,008,179	3,543,696

(1) During the three months ended June 30, 2025, the Company received total fuel tax refund and supplier credit of \$14,073 (2024 - \$nil) related to the Ursa Property.

The Company holds a 100% interest in the Ursa Property, which is a large property comprised of over 60,599 hectares of highly prospective uranium exploration ground in the Eastern Athabasca Basin, located 43 km west of Cameco Corp.'s McArthur River uranium mine. The Ursa Property covers more than 60 kilometers of strike length of the Cable Bay Shear Zone, a structural corridor with known uranium occurrences. The vast majority of the strike length remains completely untested.

On January 19, 2023, the Company acquired an additional 41,119 hectares of uranium exploration mineral claims along the Cable Bay Shear Zone in the eastern Athabasca basin, which is contiguous to the Company's Ursa Property with acquisition costs of \$53,641. The additional claims were acquired via low-cost staking and cash consideration paid to an arm's length property vendor. In addition, on September 12, 2023, the Company staked an additional 3,530 hectares that were contiguous to the Ursa Property.

On May 11, 2023, the Company announced it has engaged Expert Geophysics Limited to conduct airborne MobileMT surveys at the Ursa Property and the Orion Property in the Athabasca Basin. A total of 3,104 line-kilometers of surveying was completed at Ursa and Orion in summer 2023, with 90% of the work completed at the Ursa Property. MobileMT is a modern, helicopter-borne, magnetotelluric survey system capable of detecting both the basement-hosted electromagnetic conductors and sandstone-hosted zones of anomalous resistivity commonly associated with significant Athabasca Basin uranium deposits. The survey assisted in gaining a high-level assessment of the nearly 75 kilometers of underexplored, prospective strike length covered by the properties, and will accelerate exploration through the prioritization of target areas. Surveying was completed between July 1 and July 21, 2023. Interpretation of the survey results was completed in the third quarter of 2023 with results announced on November 1, 2023.

In late 2023 and early 2024, the Company engaged Discovery Int'l Geophysics to complete ground-based EM surveys to follow-up the results of the 2023 MobileMT™ survey and refine targets ahead of drilling. EM surveying comprised six lines spread across the southern two thirds of the Ursa Project. Surveying identified conductive anomalies in all target areas.

In March and April 2024, the Company undertook diamond drilling at the Ursa Project. Three drill holes totaling 3,438 metres were completed in the Kodiak target area. Notable results include the intersection of a broad zone of alteration and structure in the medial sandstone of UR24-03. Anomalous uranium geochemistry was intersected in the basal sandstone of UR24-03.

ANT surveying was begun at Ursa in May 2024. ANT surveys were completed in June 2024 and survey results were received in Q3 2024 and Q4 2024. Interpretation of ANT results is ongoing. The Company anticipates releasing ANT results in YTD 2025.

A second diamond drilling campaign comprising three drill holes totaling 3,423 metres was completed in August through October 2024 to follow up the results of the winter drilling, historical drilling, and ANT surveys. The final drill hole of the program, UR24-06, intersected significant alteration in the lower sandstone and several intervals of weak uranium mineralization in the basement. Drilling to follow up alteration and structure in UR24-03 intersected weaker alteration and is interpreted to have undershot the optimal target by approximately 50 metres. Strongly graphitic and pyritic basement rocks were intersected down-dip of the UR24-03 sandstone alteration and structure.

In Q1 and Q2 2025 the Company demobilised its camp operations at Ursa, including the remediation of contaminated soil from a small fuel spill at the camp, of which the Company is investigating the potential recovery of costs incurred under its insurance policies. The camp which was used for drilling and geophysical exploration work in 2024 has now been fully vacated. The Company will be analysing the results of 2024 exploration activities through the year to determine the best approach to increase value at Ursa.

COSA RESOURCES CORP.**Management's Discussion and Analysis**

For the three and six months ended June 30, 2025 and 2024

Astro Property

On April 8, 2025, the Company entered into an option agreement with Global Uranium, pursuant to which Global Uranium may earn up to an 80% interest in the Company's Astro Property. Under the terms of the agreement, Global Uranium can earn this interest by funding exploration expenditures of up to \$9,500,000, making aggregate cash payments of \$800,000, and issuing 2,600,000 common shares to the Company over five earn-in phases through December 31, 2029.

The Company will act as the initial operator of the project and is entitled to charge an operator fee of 7.5%. Upon completion of Phase 2, and at the conclusion of each subsequent phase, Global Uranium may elect either to continue with the earn-in or to form a joint venture with the Company. If Global Uranium terminates the agreement prior to completing Phases 1 and 2 by their respective deadlines, all consideration paid will be forfeited, and no interest in the Astro Property will be retained.

A summary of Global Uranium's obligations under the agreement is as follows:

	Exploration expenditures	Cash payments	Share payments	Total ownership
	\$	\$	#	
Signing (fulfilled)	-	-	100,000	0%
Phase 1 - December 31, 2025	500,000	100,000	200,000	20%
Phase 2 - December 31, 2026	1,500,000	100,000	300,000	35%
Phase 3 - December 31, 2027	2,000,000	200,000	500,000	50%
Phase 4 - December 31, 2028	2,500,000	200,000	500,000	65%
Phase 5 - December 31, 2029	3,000,000	200,000	1,000,000	80%
	9,500,000	800,000	2,600,000	

On April 17, 2025, upon signing of the option agreement, Global Uranium issued 100,000 common shares to the Company for a fair value of \$20,000.

As at June 30, 2025, Global Uranium has funded \$233,483 of the \$500,000 in required Phase 1 exploration expenditures. During the three and six months ended June 30, 2025, the Company recognized services revenue of \$18,403 and \$18,403, respectively (2024 - \$nil and \$nil, respectively) related to operator fee charged to Global Uranium. As at June 30, 2025, \$276,969 (December 31, 2024 - \$nil) was due from Global Uranium.

A summary of the Company's exploration and evaluation expenses relating to the Astro Property is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Early-stage exploration	-	-	2,448	-
General exploration	-	1,229	1,797	2,081
	-	1,229	4,245	2,081

Other Projects

A summary of the Company's exploration and evaluation expenses relating to the Other Projects is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Early-stage exploration	210	-	5,521	-
Geophysics	160,002	635,342	160,002	638,893
General exploration	14,582	33,308	19,540	54,417
	174,794	668,650	185,063	693,310

COSA RESOURCES CORP.

Management's Discussion and Analysis

For the three and six months ended June 30, 2025 and 2024

Heron Project

In April 2021, the Company entered into an option agreement with arm's length vendors pursuant to which the Company had the option to acquire a 100% interest in the Heron copper project in northern Saskatchewan, Canada (the "Heron Project"). On May 12, 2022, the Company exercised its option to acquire a 100% interest in the Heron Project and issued 1,000,000 common shares of the Company with a fair value of \$450,000 to complete its remaining obligation under the terms of the option agreement.

The Heron Project is subject to a 2% net smelter return royalty ("NSR"). The Company will have the right at any time following the delivery of a feasibility report on the Heron Project to repurchase 1% NSR for \$2,000,000 in cash, and the remaining 1% NSR for \$5,000,000 in cash.

Castor Property

The Company holds a 100% interest in the Castor Property, which is located 55 kilometers north of Cameco Corp.'s Rabbit Lake, Eagle Point uranium mine operations. Castor covers a flexure where a prominent northeast trending magnetic low anomaly oriented roughly parallel to the Eagle Point, Collins Bay trend bends to the west. This flexure may be an area of enhanced structural complexity that would be prospective for uranium mineralization.

Charcoal Property

The Company holds a 100% interest in the Charcoal Property, which is a property comprised of over 21,181 hectares located 52 kilometers northeast of Cameco Corp.'s Rabbit Lake, Eagle Point uranium mine operation. The property sits within a prominent magnetic low zone hosting historical electromagnetic conductors extending northeast from the mine.

During Q1 2023, the Company commenced work on an airborne geophysical survey on the Charcoal and Castor Uranium projects to help characterize the geology of the projects by locating conductive stratigraphy and alteration zones in areas of structural complexity. The surveying confirmed that the magnetic low zone hosts electromagnetic conductors within the Castor Property and the Charcoal Property, possibly indicating the presence of graphitic metasediments and associated brittle faults often associated with uranium mineralization in the Athabasca Basin.

Orion Property

The Company holds a 100% interest in the Orion Property, which is a property located approximately 34 kilometers northwest of the McArthur River uranium mine and is at the intersection of an interpreted extension of the Larocque uranium corridor and a splay off the Cable Bay Shear Zone. On May 11, 2023, the Company announced it has engaged Expert Geophysics Limited to conduct airborne MobileMT surveys at the Ursa Property and the Orion Property. A total of 3,104 line-kilometers of surveying was completed at Ursa and Orion in summer 2023, with 10% of the work completed at the Orion Property. MobileMT is a modern, helicopter-borne, magnetotelluric survey system capable of detecting both the basement-hosted electromagnetic conductors and sandstone-hosted zones of anomalous resistivity commonly associated with significant Athabasca Basin uranium deposits.

The survey assisted in gaining a high-level assessment of the nearly 75 kilometers of underexplored, prospective strike length covered by the properties and will accelerate exploration through the prioritization of target areas. Surveying was completed between July 1 and July 21, 2023. Interpretation of the survey results was completed in the third quarter of 2023 with results announced on November 1, 2023.

On October 5, 2023, the Company announced expansion of Orion Property to 9,000 hectares with two new claims totaling 5,119 hectares. The expansion area covers the interpreted southern extension of the Larocque uranium corridor, host to the Hurricane deposit and Alligator Lake and Larocque Lake uranium zones, including the intersection of the western extension of the Cigar Lake - Tucker Lake trend with the Larocque uranium corridor. Work at Orion is expected to include additional ambient noise tomography, a passive seismic survey method, and additional airborne surveying to identify areas for high-quality ground geophysical surveying to generate targets for subsequent diamond drilling.

On January 31, 2024, the Company acquired the Titan Uranium Project which comprises an additional 9,333 hectares that are part of the Company's Orion Property. The extension to the Orion Property was acquired through the issuance of 300,000 shares, as a result \$159,000 was recognized as exploration and evaluation assets of the Company.

In May 2024, the Company began ANT surveying at Orion to follow up the 2023 airborne survey results. ANT surveys were completed in June 2024 and survey results were received in Q4 2024. Continued interpretation of ANT results at Orion was completed and released in YTD 2025.

In September 2024, the Company expanded the Orion Property by staking four additional claims totaling 1,923 hectares.

COSA RESOURCES CORP.**Management's Discussion and Analysis**

For the three and six months ended June 30, 2025 and 2024

In May 2025, the Company completed airborne surveying over the southeastern portion of the Project to supplement historical ZTEM surveys covering the remainder of Orion. The Company has engaged Condor North Consulting, ULC (Condor) to merge the 2025 survey data with historical surveys and complete a Project-wide interpretation of the merged ZTEM dataset. Results are expected in Q3 to Q4 2025.

Aurora Uranium Project

The Aurora Uranium Project was acquired by issuing 150,000 common shares to acquire 100% interest in the project at a price of \$0.50 per common share for fair value of \$75,000.

In 2024, the company completed airborne electromagnetic and gravity surveys over the Aurora project, identifying several target areas for follow up.

In 2025, the company completed a soil gas survey which included coverage of one of the target areas identified in 2024. Results of the soil gas survey are expected in Q3 to Q4 2025.

Other Athabasca Uranium Projects

As at June 30, 2025, the Company holds a portfolio of properties in the Athabasca Basin which includes five uranium exploration properties, totaling of 30,697 hectares of prospective uranium exploration ground (together known as the "Other Athabasca Uranium Projects"). The Other Athabasca Uranium Projects have been acquired through staking and purchase and include Eclipse, Orbit, Polaris, Cosmo, and Solstice.

RESULTS OF OPERATIONS

A summary of the Company's results of operations is as follows:

	Q2 2025	Q2 2024	YTD 2025	YTD 2024
	\$	\$	\$	\$
Operating expenses				
Depreciation	819	819	1,628	1,637
Exploration and evaluation expenses	737,800	1,598,683	2,343,422	4,239,087
Marketing and investor relations	87,711	222,885	221,920	571,403
Office and administrative	43,572	43,090	89,702	87,636
Professional fees	79,190	33,540	119,730	82,477
Salaries and management fees	144,389	119,400	297,444	269,138
Share-based compensation	181,289	129,910	356,751	195,157
Transfer agent and filing fees	39,018	38,892	52,017	54,760
Travel	12,378	3,601	23,080	17,431
	(1,326,166)	(2,190,820)	(3,505,694)	(5,518,726)
Other income (expense)				
Accretion expense	(34,966)	-	(69,261)	-
Amortization of flow-through premium liability	251,659	565,589	799,328	1,391,061
Income on sale of mineral rights	20,000	-	20,000	-
Change in fair value of investment	(7,000)	-	(7,000)	-
Interest income	43,543	72,372	69,694	130,185
Services revenue	18,403	-	18,403	-
Net loss and comprehensive loss	(1,034,527)	(1,552,859)	(2,674,530)	(3,997,480)

COSA RESOURCES CORP.**Management's Discussion and Analysis**

For the three and six months ended June 30, 2025 and 2024

Q2 2025 compared to Q2 2024

The Company's net loss and comprehensive loss was \$1,034,527 compared to \$1,552,859 in the prior year comparable period. The primary drivers of this decrease were as follows:

- Exploration and evaluation expenses decreased to \$737,800 compared to \$1,598,683 in the prior year comparable period due to higher activity in the prior year period on geological drilling and surveys on its projects, primarily the Ursa Property.
- Marketing and investor relations decreased to \$87,711 compared to \$222,885 in the prior year comparable period due to reduced investor relations activities during the current year period.
- Income on sale of mineral rights increased to \$20,000 compared to \$nil in the prior year comparable period. Under the option agreement with Global Uranium, on April 17, 2025, the Company received 100,000 common shares of Global Uranium with a fair value of \$20,000 as part of the consideration for the Astro Property.
- Services revenue increased to \$18,403 compared to \$nil in the prior year comparable period related to the operator fee charged to Global Uranium during the prior year period.

Partially offsetting the decrease in net loss and comprehensive loss were increases to expenses and decreases to income as follows:

- Salaries and management fees increased to \$144,389 from \$119,400 in the prior year comparable period due to increased compensation of management to support the expansion of mineral property acquisition and exploration activities during the current year period.
- Share-based compensation increased to \$181,289 from \$129,910 in the prior year comparable period due to higher expenses related to the vesting of new stock options granted in the current year period. During the YTD 2025, the Company granted 1,481,000 stock options with an exercise price of \$0.270 per share and 1,735,000 stock options with an exercise price of \$0.225 per share to directors, officers, employees and advisors of the Company. The stock options vest over the period of 2 years and expire 5 years after the grant date.
- Accretion expense was \$34,966 compared to \$nil in the prior year comparable period due to the recognition of accretion on deferred consideration shares related to the acquisition of the Denison Projects in the current year period.
- Amortization of flow-through premium liability decreased to \$251,659 compared to \$565,589 in the prior year comparable period due to reduced qualifying exploration expenditures in the current year period.

YTD 2025 compared to YTD 2024

The Company's net loss and comprehensive loss was \$2,674,530 compared to \$3,997,480 in the prior year comparable period. The primary drivers of this decrease were as follows:

- Exploration and evaluation expenses decreased to \$2,343,422 compared to \$4,239,087 in the prior year comparable period due to higher geological drilling and surveys on its projects, primarily the Ursa Property in the prior year period.
- Marketing and investor relations decreased to \$221,920 compared to \$571,403 in the prior year comparable period due to increased investor relations activities in the prior year comparable period to raise public awareness of the Company as well as to support the equity financings completed in March 2024.
- Income on sale of mineral rights increased to \$20,000 compared to \$nil in the prior year comparable period. Under the option agreement with Global Uranium, on April 17, 2025, the Company received 100,000 common shares of Global Uranium with a fair value of \$20,000 as part of the consideration for the Astro Property.
- Services revenue increased to \$18,403 compared to \$nil in the prior year comparable period related to the operator fee charged to Global Uranium during the prior year period.

Partially offsetting the decrease in net loss and comprehensive loss were increases to expenses and decreases to income as follows:

- Salaries and management fees increased to \$297,444 from \$269,138 in the prior year comparable period due to increased compensation of management to support the expansion of mineral property acquisition and exploration activities during the current year period.
- Share-based compensation increased to \$356,751 from \$195,157 in the prior year comparable period due to higher expenses related to the vesting of 3,216,000 new stock options granted to directors, officers, employees and advisors of the Company in the current year period.
- Accretion expense was \$69,261 compared to \$nil in the prior year comparable period due to the recognition of accretion on deferred consideration shares related to the acquisition of the Denison Projects in the current year period.
- Amortization of flow-through premium liability decreased to \$799,328 compared to \$1,391,061 in the prior year comparable period due to reduced qualifying exploration expenditures in the current year period.

COSA RESOURCES CORP.**Management's Discussion and Analysis**

For the three and six months ended June 30, 2025 and 2024

SUMMARY OF QUARTERLY RESULTS

The following summarizes quarterly financial results of the Company for the last eight most recently completed quarters:

	Q2 2025	Q1 2025	Q4 2024	Q3 2024
	\$	\$	\$	\$
Net loss and comprehensive loss	(1,034,527)	(1,640,003)	(1,084,622)	(1,165,686)
Basic and diluted loss per share	(0.01)	(0.02)	(0.02)	(0.02)

	Q2 2024	Q1 2024	Q5 2023	Q4 2023
	\$	\$	\$	\$
Net loss and comprehensive loss	(1,552,859)	(2,444,621)	(622,364)	(581,229)
Basic and diluted loss per share	(0.03)	(0.05)	(0.01)	(0.02)

The Company's exploration and evaluation assets are all in the exploration stage. The Company has not generated revenue since inception and operating results are seasonal in nature. The quarterly results have been mainly due to the amount of exploration activities and corporate costs each quarter. Starting Q3 2023, the net loss and comprehensive loss increased significantly from the prior quarters primarily due to an increase in the exploration and evaluation expenditures related the airborne surveys at the Ursa Property. During Q1 2024, the net loss and comprehensive loss increased from prior quarters due to increased exploration geophysical surveys, drilling, and consulting at the Ursa Property. During Q2 2024, the net loss and comprehensive loss decreased from prior quarter as the winter exploration was completed in early Q2 2024. Limited field activity was completed in the remainder of Q2 2024, however the Company has commenced drilling in the later part of Q3 2024 which continued into Q4 2024. During Q1 2025, the net loss and comprehensive loss increased from prior quarters due to increased exploration drilling activities at both the Ursa Property and the Murphy Lake Project. Net loss and comprehensive loss in Q2 2025 were primarily driven by exploration expenditures and remuneration paid to the Company's executives, officers and employees.

LIQUIDITY, CAPITAL RESOURCES AND GOING CONCERN

The Company is in the exploration stage and therefore has no cash flow from operations. The Company's only source of funds since incorporation has been from the issuance of common shares. The Company is in the process of exploring mineral claims. The Company has not yet determined whether or when the claims could be economically viable.

As at June 30, 2025 the Company had cash and cash equivalents of \$3,793,063 (December 31, 2024 - \$1,682,243) and working capital of \$4,464,535 (December 31, 2024 - \$2,097,270). On February 26, 2025 the Company completed a brokered private placement with gross proceeds of \$6,000,000. The Company intends to use the proceeds raised from the private placement to fund exploration and for additional working capital purposes. Gross proceeds from the sale of flow-through units will be used to incur "Canadian exploration expenses" as defined in subsection 66.1(6) of the Income Tax Act and "flow through mining expenditures" as defined in subsection 66.1(6) of the Income Tax Act.

The Company's cash flows from operations are negative as it is an exploration stage company. During the YTD 2025, the Company used cash of \$3,315,663 in operating activities (2024 - \$5,333,775) primarily due to cash payments for exploration and evaluation expenses, salaries and management fees, professional fees, as well as marketing and investor relations.

During the YTD 2025, the Company used cash of \$75,083 in investing activities (2024 - \$21,081), primarily related to asset acquisition costs associated with the Denison Project.

During the YTD 2025, the Company received cash of \$5,501,566 from financing activities (2024 - \$6,079,376), primarily from net proceeds from private placements.

The Company has not yet achieved profitable operations. The continuing operations of the Company are dependent upon obtaining the necessary financing to meet the Company's commitments as they become due and its ability to finance future exploration activities, the ability to develop and finance potential business acquisitions, discover economically recoverable reserves, secure and maintain title and beneficial interest in the properties, and to achieve future profitable production. Failure to continue as a going concern would require that assets and liabilities be recorded at their liquidation values, which may differ materially from their carrying values. The financial statements do not include adjustments that would be necessary should the Company be unable to continue as a going concern.

Capital management

The Company's capital structure consists of all components of shareholders' equity. The Company's objective when managing capital is to maintain adequate levels of funding to support current operations comprising the acquisition and development of its exploration and evaluation assets. The Company obtains funding primarily through issuing common stock. Future financings are dependent on market conditions and there can be no assurance the Company will be able to raise funds in the future.

There were no changes to the Company's approach to capital management during the YTD 2025. The Company is not subject to externally imposed capital requirements.

As at June 30, 2025 and the MD&A Date, the Company has no commitments for capital expenditure.

CRITICAL ACCOUNTING ESTIMATES AND ACCOUNTING JUDGEMENTS

The preparation of financial statements under IFRS® Accounting Standards requires management to make judgments, estimates, and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

The accounting estimates, judgements and assumptions used in the preparation of the Financial Statements are consistent with those applied and disclosed in the notes to the Annual Financial Statements, with exception of the following:

Judgment in the determination of whether the acquisition of a group of assets constitutes a business

A business consists of inputs and processes applied to those inputs that have the ability to contribute to the creation of outputs. Management has applied judgment relating to the determination of whether the acquisition of 70% interest in certain projects owned by Denison Mines Corp. was a business combination or an asset acquisition. At the time of acquisition, the inputs, processes and outputs that together constitute a business were not present in the interest acquired from Denison Mines Corp. and the acquisition was accounted for as an asset acquisition.

OFF-BALANCE SHEET ARRANGEMENTS

As at June 30, 2025 and the MD&A Date, the Company had no off-balance sheet arrangements.

PROPOSED TRANSACTIONS

As at June 30, 2025 and the MD&A Date, the Company had no proposed transactions.

COMMITMENTS

As at June 30, 2025 and the MD&A Date, other than the commitments related to evaluation and exploration expenditures and Deferred Consideration Shares for the Denison Projects, the Company had no other commitments.

COSA RESOURCES CORP.
Management's Discussion and Analysis
For the three and six months ended June 30, 2025 and 2024

OUTSTANDING SHARE DATA

A summary of the Company's securities issued and outstanding is as follows:

Type	June 30, 2025	MD&A Date
	#	#
Common shares issued and outstanding ⁽¹⁾	88,896,596	88,896,596
Warrants	15,101,210	15,101,210
Stock options	8,600,000	8,600,000

(1) Authorized: Unlimited common shares without par value.

RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION

Key management personnel include those with authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

A summary of the Company's related party transactions with key management personnel is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Exploration and evaluation expenses	43,761	45,123	87,365	95,218
Salaries and management fees	94,614	91,344	189,913	180,367
Share-based compensation	102,504	86,471	199,094	133,048
	240,879	222,938	476,372	408,633

A summary of the Company's related party exploration and evaluation expenses is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Vice President of Exploration	43,761	45,123	87,365	95,218

A summary of the Company's related party management fees is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Chief Executive Officer	56,375	55,000	112,750	110,000
Chief Financial Officer	30,750	30,000	62,028	60,000
Vice President of Exploration	7,489	6,344	15,135	10,367
	94,614	91,344	189,913	180,367

A summary of the Company's related party share-based compensation is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Chief Executive Officer	18,076	13,277	35,579	20,005
Chief Financial Officer	14,390	14,279	28,305	21,085
Vice President of Exploration	18,797	20,741	36,730	32,651
Directors	51,241	38,174	98,480	59,307
	102,504	86,471	199,094	133,048

COSA RESOURCES CORP.**Management's Discussion and Analysis**

For the three and six months ended June 30, 2025 and 2024

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments comprise cash and cash equivalents, accounts receivable, deposits and accounts payable and accrued liabilities which are classified as and subsequently measured at amortized cost. The carrying values of cash and cash equivalents and accounts payable and accrued liabilities approximate their fair values because of their short-term nature.

The Company is exposed in varying degrees to a variety of financial instrument related risks. The type of risk exposure and the way in which such exposure is managed is as follows:

Credit risk

Credit risk is the risk of financial loss to the Company if a counterparty to a financial instrument fails to fulfill its contractual obligations. Credit risk for the Company is associated with its cash and cash equivalent, accounts receivable and deposit. Cash and cash equivalents include cash on hand, deposits held on call with banks, and other short-term highly liquid investments with original maturities of twelve months or less which correspond to cashable guaranteed investment certificates which are redeemable at any time without penalties. The Company has minimal exposure to credit risk as the Company's cash and cash equivalents are held with major Canadian financial institutions and its deposit with a government ministry.

A summary of the Company's cash and cash equivalents is as follows:

	June 30, 2025	December 31, 2024
	\$	\$
Cash held in bank accounts	505,855	408,478
Term deposits	3,287,208	1,273,765
	3,793,063	1,682,243

For the six months ended June 30, 2025, the weighted average interest rate earned on the Company's cash and cash equivalents was 3.69% (2024 - 4.14%). During the three and six months ended June 30, 2025, the Company earned interest income of \$43,543 and \$69,694, respectively (2024 - \$72,372 and \$130,185, respectively) on various term deposits.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and equity prices. The Company holds its cash and cash equivalents in bank accounts that earn variable interest rates. Due to the short-term nature of these financial instruments, fluctuations in market interest rates do not have a significant impact on the estimated fair value of the Company's cash and cash equivalents balance as at June 30, 2025. The Company does not have any financial assets or liabilities subject to changes in exchange rates so does not expect exchange rates to have a material impact to the Company.

The Company is exposed to equity price risk through its investment in a public company because of the fluctuating market price of the investment. The Company has no control over these fluctuations and does not hedge its investment. As at June 30, 2025, a 10% decrease in market prices would result in decrease of approximately \$1,300 to the Company's investment (December 31, 2024 - \$nil).

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations when they become due. The Company reviews its working capital position regularly to ensure there is sufficient capital in order to meet short-term business requirements, after taking into account the Company's holdings of cash and cash equivalents. The Company's cash and cash equivalents are invested in business accounts, which are available on demand. As at June 30, 2025, the Company cash and cash equivalents of \$3,793,063 (December 31, 2024 - \$1,682,243) is sufficient to meet its current obligations related to its accounts payable and accrued liabilities balance of \$246,061 (December 31, 2024 - \$325,033). The Company's liquidity risk is assessed as low. However, the Company will need to raise cash in the form of debt or equity in order to fund planned operating activities and future business development beyond the short-term period.

RISKS AND UNCERTAINTIES

For a detailed listing of the risk factors faced by the Company, refer to the Company's Annual MD&A.

ADDITIONAL INFORMATION

Additional information relating to the Company is available at the Company's website at <https://cosaresources.ca/> and at www.sedarplus.ca.