AMENDING AGREEMENT

THIS AMENDING AGREEMENT is dated for reference the 27th day of December, 2023.

AMONG:

Euro Alloys Limited., a corporation incorporated under the laws of the United Kingdom, with an office at One Croydon 9th floor, 12 - 16 Addiscombe Road Croydon, United Kingdom, CR0 0XT

("**EA**")

AND:

Koryx Copper Inc (formerly Deep-South Resources Inc)., a corporation incorporated under the laws of British Columbia, with an office at 888-700 West Georgia, Vancouver, British Columbia, Canada, V7Y 1G5

("**Koryx**")

WHEREAS:

A. EA and Koryx are parties to a sale and purchase agreement dated February 25, 2019 (the "**Sale Agreement**"), and an incentive stock option of Koryx option plan dated July 8, 2020 (The **"Option agreement"**) pursuant to which, among other things, EA holds an off take to buy 20,000 metric tonnes of copper cathodes from the eventual production on the Haib Copper project, and EA also holds a stock option define in the Option Agreement enclosed in Schedule A.

B. The parties hereto have entered into this Amending Agreement to amend the Option Agreement to: (i) amend the option exercise price; and (ii) to extend the expiry date of the options.

NOW THEREFORE, in consideration of the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency whereof are hereby acknowledged by each of the parties hereto, the parties hereto agree as follows:

1. **<u>Defined terms.</u>** Unless otherwise defined in this Amending Agreement, all capitalized terms used herein, including in the recitals hereto shall have the meanings given thereto in the Sale Agreement and Option Agreement.

2. **<u>Amendments.</u>** EA and Koryx hereby agree that the Option Agreement is amended as follows:

2.1 The exercise price of the options should be changed from $0.15 to $0.10;

2.2 The expiry date be extended to December 31, 2024.

3. **<u>Scope of Amendment.</u>** Except as specifically amended hereby, each of the parties hereto hereby confirm that the Sale Agreement and Option Agreement remain in full force and effect.

4. **Governing Law.** This Amending Agreement shall be governed by the laws of British Columbia, Canada.

5. **Counterparts.** This Amending Agreement may be executed by the parties in any number of counterparts and may be executed and delivered originally, by email in Portable Document Format ("**PDF**") and each such original or PDF copy executed and delivered shall be deemed to be an original, and all of which taken together shall constitute one and the same agreement.

IN WITNESS WHEREOF, the parties have caused this Amending Agreement to be executed by their duly authorized representatives, as of the date first above written.

Euro Alloys LTD.	**Koryx Copper INC.**
By: *"Alfredo Luis Riviere"*	By: *"Pierre Leveille"*
Authorized Signatory	Authorized Signatory
Alfredo Luis Riviere Director Euro Alloys Ltd	

DEEP-SOUTH RESOURCES INC.
INCENTIVE STOCK OPTION PLAN
OPTION AGREEMENT

This Option Agreement is entered into between Deep-South Resources Inc. (the "Company") and the Optionee named below pursuant to the Incentive Stock Option Plan (the "Plan"), and confirms that:

1. on **July 8, 2020**;

2. **Euro Alloys Ltd.** (the "Optionee");

3. was granted the option (the "Option") to purchase **1,000,000** common shares (the "Optioned Shares") of the Company;

4. for the price of **$0.15** per Optioned Share;

5. exercisable at any time and from time to time, subject to applicable stock exchange rules and policies, up to but not after December 31, 2023, and subject to Vesting Schedule contained in the Plan if applicable all on the terms and subject to the conditions set out in the Plan.

6. **Additional Vesting or Other Restrictions.**

7. **Collection of Personal Information.** The Optionee acknowledges and consents to the fact that the Company is collecting the Optionee's personal information for the purpose of filing this Option Agreement. The Optionee further acknowledges and consents to the fact that the Company may be required by the applicable Securities Laws to provide the Securities Regulatory Authorities with any personal information provided by the Optionee, according to the requirements of the applicable Securities Laws.

By signing this Option Agreement, the Optionee acknowledges that the Optionee has read and understands the Plan and agrees to the terms and conditions of the Plan and this Option Agreement.

If the Optionee is an Employee, Consultant or a Management Company Employee (as those terms are defined in TSX Venture Exchange Policy 4.4), the Optionee confirms that he, she or it is a bona fide Employee, Consultant or Management Company Employee, as the case may be.

The Optionee understands that he or she may suffer tax consequences as a result of, *inter alia*, the grant of this Option, the exercise by the Optionee of this Option, and the disposition of the Optioned Shares. The Optionee represents that he or she has consulted with tax consultants, as necessary, and the Optionee acknowledges that he or she is not relying on the Company or any of its subsidiaries or affiliates for any tax advice.

The Optionee acknowledges that he or she has been encouraged to and has obtained, or upon consideration has expressly waived his or her right to obtain, independent legal, income tax and investment advice with respect to this Option and accordingly, has been independently advised as to the meanings of all terms contained herein, and in the Plan, relevant to the Optionee. The Optionee is not relying on the Company or its affiliates or counsel in this regard. The Optionee acknowledges that the Company's counsel is acting as counsel to the Company and not as counsel to the Optionee.

IN WITNESS WHEREOF the parties hereto have executed this Option Agreement as of the 8th day of July, 2020.

DEEP-SOUTH RESOURCES INC.

Deep-South Resources Inc.

By: ______________________
Name
Address
email

By: *"Pierre Leveille"*
Pierre Leveille
Chief Executive Officer

EURO ALLOYS

2 December 2019

Dear Sirs,

Amendment of Sale and Purchase Agreement and Amendment of terms for share options

In consideration of Euro Alloys Limited ("EA") entering into:

(1) a subscription agreement with Deep South Resources Inc. ("DSR"), by way of private placement, to subscribe for 1,3 million units in the share capital of DSR (the "Subscription Agreement"); and

the parties to this side letter (the "Letter Agreement") have agreed as follows:

(a) DSR hereby extends the tenor to execute the previously granted option to acquire 1 million (1,000,000) additional shares in DSR at a price of CAN$0.15 (the "Option") to Dec 31, 2022 , from the current expiry date of February 2020 ;

(b) the minimum quantity under the Sale and Purchase agreement dt Feb 25th 2019 shall be increased by 2000 metric tons per annum of Copper to 22.000 metric tons.

(c) DSR represents and warrants that:-

i. the extension of the option tenor has received the prior approval of TSX-V; and

ii. the increase of the minimum quantity has received required board approval at DSR

The rights conferred upon EA under this Letter Agreement shall remain unaffected by any termination of the Sale and Purchase Agreement and shall apply notwithstanding any provision to the contrary set out in any other agreement between the parties.

Capitalised Terms not otherwise defined in this Letter Agreement shall have the meanings given to those terms in the Subscription Agreement and the Sale and Purchase Agreement.

The Obligors who are party to the Sale and Purchase Agreement referred to in para (2) above are:

(1) Deepsouth Mining Company Pty Ltd, with its registered business office at 112 Robert Mugabe Avenue, Windhoek, Namibia, company registration no. 2003/543 (the First Obligor"); and

Sales Office / Registered Office
Euro Alloys Limited, One Croydon, 9th floor, 12-16 Addiscombe Road, Croydon CR0 0XT
Tel: +44 (0) 20 8768 2290 – Fax: +44 (0) 20 8768 2299
Reg. Number: 2474338

Accounting/Shipping Office
Euro Alloys Limited, Suite 3, Elm Court, Cowbridge Road, Bridgend, Wales CF31 3SR
Tel: +44 (0) 1656 644666– Fax: +44 (0) 1656 660150

A Sural Group Company

(2) Haib Minerals (Pty) Ltd, with registered business office at 49 Feld Street, Windhoek, Namibia, company registration no. 2011/0609 (the "Second Obligor"),

(3) 1054137 BC Ltd, with registered office at 1055 West Georgia Sreet, 1500 Royal Centre, Vancouver, BC, V6E 4N7, Canada, company incorporation no. BC1054137 (the "Third Obligor", and together with the First Obligor and the Second Obligor, the "Obligors").

This Letter Agreement and all non-contractual obligations arising out of or in connection with it shall be governed by and construed in accordance with English law. Any dispute arising out of or in connection with this Letter Agreement, including any question regarding its existence, validity or termination, shall be referred to and finally resolved by arbitration under the London Court of International Arbitration ("LCIA"), which rules are deemed to be incorporated by reference into this Letter Agreement. The seat, or legal place of arbitration shall be London, UK. The language to be used in the arbitration shall be English.

Kindly acknowledge your acceptance of these terms by countersigning and returning a copy of this Letter Agreement to ourselves.

Yours faithfully,

"Kevin Rhodes"

(for and on behalf of Euro Alloys Limited)

Acknowledged and accepted by
Deep South Resources Inc

Resources Inc.
Suite 888, 700 West Georgia, Vancouver, British Columbia, V7Y 1G5
Tel: +1-819-340-0140. E-mail: info@deepsouthresources.com
Web site: http://www.deepsouthresources.com

December 5, 2022

Dear Sirs,

Amendment of Sale and Purchase Agreement and Amendment of terms for share options

The parties to this side letter (the "Letter Agreement") have agreed as follows:

(a) Deep-South Resources Inc ("DSR") hereby extends the expiry date to execute the previously granted option to Euro Alloy to acquire 1 million (1,000,000) additional shares in DSR at a price of CAN$0.15 (the "Option") to December 31, 2023, from the current expiry date of December 31, 2022;

The rights conferred upon Euro Alloy under the original Letter Agreement dated February 27, 2019 and amended on December 2, 2019, shall remain unaffected by any termination of the Sale and Purchase Agreement and shall apply notwithstanding any provision to the contrary set out in any other agreement between the parties.

Kindly acknowledge your acceptance of these terms by countersigning and returning a copy of this Letter Agreement to ourselves.

Yours faithfully,

"Pierre Léveillé"

Pierre Léveillé

President & CEO

"Thomas Tumoscheit"

Thomas Tumoscheit
General Manager

Acknowledged and accepted
by Euro Alloy Limited

EURO ALLOYS

2 December 2019

Dear Sirs,

Amendment of Sale and Purchase Agreement and Amendment of terms for share options

In consideration of Euro Alloys Limited ("EA") entering into:

(1) a subscription agreement with Deep South Resources Inc. ("DSR"), by way of private placement, to subscribe for 1,3 million units in the share capital of DSR (the "Subscription Agreement"); and

the parties to this side letter (the "Letter Agreement") have agreed as follows:

(a) DSR hereby extends the tenor to execute the previously granted option to acquire 1 million (1,000,000) additional shares in DSR at a price of CAN$0.15 (the "Option") to Dec 31, 2022 , from the current expiry date of February 2020 ;

(b) the minimum quantity under the Sale and Purchase agreement dt Feb 25th 2019 shall be increased by 2000 metric tons per annum of Copper to 22.000 metric tons.

(c) DSR represents and warrants that:-

i. the extension of the option tenor has received the prior approval of TSX-V; and

ii. the increase of the minimum quantity has received required board approval at DSR

The rights conferred upon EA under this Letter Agreement shall remain unaffected by any termination of the Sale and Purchase Agreement and shall apply notwithstanding any provision to the contrary set out in any other agreement between the parties.

Capitalised Terms not otherwise defined in this Letter Agreement shall have the meanings given to those terms in the Subscription Agreement and the Sale and Purchase Agreement.

The Obligors who are party to the Sale and Purchase Agreement referred to in para (2) above are:

(1) Deepsouth Mining Company Pty Ltd, with its registered business office at 112 Robert Mugabe Avenue, Windhoek, Namibia, company registration no. 2003/543 (the First Obligor"); and

EURO ALLOYS

(2) Haib Minerals (Pty) Ltd, with registered business office at 49 Feld Street, Windhoek, Namibia, company registration no. 2011/0609 (the "Second Obligor"),

(3) 1054137 BC Ltd, with registered office at 1055 West Georgia Sreet, 1500 Royal Centre, Vancouver, BC, V6E 4N7, Canada, company incorporation no. BC1054137 (the "Third Obligor", and together with the First Obligor and the Second Obligor, the "Obligors").

This Letter Agreement and all non-contractual obligations arising out of or in connection with it shall be governed by and construed in accordance with English law. Any dispute arising out of or in connection with this Letter Agreement, including any question regarding its existence, validity or termination, shall be referred to and finally resolved by arbitration under the London Court of International Arbitration ("LCIA"), which rules are deemed to be incorporated by reference into this Letter Agreement. The seat, or legal place of arbitration shall be London, UK. The language to be used in the arbitration shall be English.

Kindly acknowledge your acceptance of these terms by countersigning and returning a copy of this Letter Agreement to ourselves.

Yours faithfully,

"Kevin Rhodes"

(for and on behalf of Euro Alloys Limited)

"Pierre Leveille"

Acknowledged and accepted by
Deep South Resources Inc