

**COPPER INTELLIGENCE,**  
**Formerly AFRICAN DISCOVERY GROUP, INC.**

14 Wall Street, 20<sup>th</sup> Floor

New York, NY 10005

917-903-3395

www.africandiscoverygroup.com

ak@africandiscoverygroup.com

## Annual Report

For the period ending February 28, 2026 (the "Reporting Period")

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

849,564,256 as of February 28, 2026

705,284,953 as of February 28, 2025

### **Shell Status**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes:  No:

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes:  No:

### **Change in Control**

Indicate by check mark whether a Change in Control<sup>4</sup> of the company has occurred during this reporting period:

Yes:  No:

---

<sup>4</sup> "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

**1) Name and address(es) of the issuer and its predecessors (if any)**

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

On February 2, 2026, the Company changed its name in Delaware to Copper Intelligence, Inc. The Company is waiting for FINRA's final review of this corporate action to fully implement the name change. The Company is a Delaware corporation, was formerly Earn-A-Car, Inc. until November 13, 2020, and was Victoria Internet Services, Inc. from October 9, 2009, the original date of incorporation in Nevada, until February 10, 2012. The Company is also waiting on FINRA's final review of a change in the Company's trading symbol to more closely reflect the new corporate name and a reverse-split transaction as part of FINRA's Corporate Action review process.

Current State and Date of Incorporation or Registration: Delaware, June 28, 2021  
Standing in this jurisdiction: (e.g. active, default, inactive): active

Prior Incorporation Information for the issuer and any predecessors during the past five years:  
Until June 28, 2021, the Company was a Nevada corporation; on that date, the Company redomiciled to the State of Delaware. There were no changes to the Company's Charter in that redomiciling.

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None

List any stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

In conjunction with numerous corporate actions, the Company submitted an application to FINRA to conduct a 1 for 100 reverse stock split. The Company is waiting on FINRA to complete its review process prior to fully implementing the reverse stock split.

Address of the issuer's principal executive office:

14 Wall Street, 20<sup>th</sup> Floor New York, NY 10005

Address of the issuer's principal place of business:

:  *Check if principal executive office and principal place of business are the same address:*

\_\_\_\_\_

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No:  Yes:  If Yes, provide additional details below:

\_\_\_\_\_

**2) Security Information**

**Transfer Agent**

Name: West Coast Securities Transfer  
Phone: 619-664-4780  
Email: etobler@wcsti.com

Address: 721 North Vulcan Ave. Suite 106  
Encinitas, CA 92024

**Publicly Quoted or Traded Securities:**

*The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.*

Trading symbol: AFDG  
Exact title and class of securities outstanding: Common Stock., \$0.0001 par value  
CUSIP: 00832F100  
Par or stated value: \$0.0001  
Total shares authorized: 1,000,000,000 as of date: February 28, 2026  
Total shares outstanding: 849,564,256 as of date: February 28, 2026  
Total number of shareholders of record: 79 as of date: February 28, 2026

During November 2023, the Company approved a share incentive plan in accordance with which 40,000,000 shares were authorized to be issued. During the year ended February 29, 2024 options to acquire 38,000,000 common shares were awarded under this plan. Further in December 2025, the Company approved a share incentive plan in accordance with which 6,715,047 shares were authorized to be issued. During the year ended February 28, 2026 options to acquire 6,715,047 common shares were awarded under this 2025 plan.

*Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.*

\_\_\_\_\_

**Other classes of authorized or outstanding equity securities that do not have a trading symbol:**

*The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

Exact title and class of the security: \_\_\_\_\_  
Par or stated value: \_\_\_\_\_  
Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
Total shares outstanding: \_\_\_\_\_ as of date: \_\_\_\_\_  
Total number of shareholders of record: \_\_\_\_\_ as of date: \_\_\_\_\_

*Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.*

\_\_\_\_\_

**Security Description:**

*The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:*

1. For common equity, describe any dividend, voting and preemption rights.

The Company has not declared or paid any dividends and has no present intention to do so. Shareholders are entitled to one vote for each share held and have no preemptive rights.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

Company has no preferred stock issued

3. Describe any other material rights of common or preferred stockholders.

None

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

No material modification to any rights of holders of the company's securities occurred during the year ended February 28, 2026

3) Issuance History

*The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.***

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No:  Yes:  (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance:</u> <u>Opening Balance</u> Date 2/28/2024 Common: 705,284,953 Preferred: 0			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

<u>11/24/2025</u>	<u>New issuance</u>	<u>800,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Richard Wagner</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>11/24/2025</u>	<u>New issuance</u>	<u>100,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Eugene Leggum</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/03/2025</u>	<u>New issuance</u>	<u>400,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Craig Durrance</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/04/2025</u>	<u>New issuance</u>	<u>200,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Adam &amp; Tanya Schaffer</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/05/2025</u>	<u>New issuance</u>	<u>440,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Richard Wagner</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/05/2025</u>	<u>New issuance</u>	<u>120,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Eugene Leggum</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/10/2025</u>	<u>New issuance</u>	<u>3,000,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Abraham Jonker</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/11/2025</u>	<u>New issuance</u>	<u>28,000,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Julian Treger (Kings Chapel International)</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/11/2025</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Philip Richards (Zeus Capital)</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/15/2025</u>	<u>New issuance</u>	<u>4,000,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>David S Schechter</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/19/2025 &amp; 12/22/2025</u>	<u>New issuance</u>	<u>4,010,443</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Russel Steven Fryer</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/22/2025</u>	<u>New issuance</u>	<u>1,200,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Martinus Derksen</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/22/2025</u>	<u>New issuance</u>	<u>7,608,860</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>David S Schechter</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/22/2025</u>	<u>New issuance</u>	<u>3,200,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Edmund Kessler</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/29/2025</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Raffaele Giuseppe Salvatore</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>12/30/2025</u>	<u>New issuance</u>	<u>800,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Richard Wagner</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>1/13/2026 2/3/2026 2/6/2026 2/20,2026</u>	<u>New issuance</u>	<u>18,400,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>David S Schechter</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>2/12/2026</u>	<u>New issuance</u>	<u>2,000,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>(Metropolitan Wellness Medical) Daniel Rosen MD</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>
<u>2/19/2026</u>	<u>New issuance</u>	<u>6,000,000</u>	<u>Common stock \$0.0001 pv</u>	<u>\$0.025</u>	<u>Yes</u>	<u>Thomas Perrone</u>	<u>For cash</u>	<u>Restricted</u>	<u>Rule 506(c)</u>

2/19/2026	New issuance	1,000,000	Common stock \$.0001 pv	\$0.025	Yes	Paul Ensor	For cash	Restricted	Rule 506(c)
2/20/2026	New issuance	18,200,000	Common stock \$.0001 pv	\$0.025	Yes	Goldberg Family Charitable Foundation Inc	For cash	Restricted	Rule 506(c)
2/20/2026	New issuance	4,720,000	Common stock \$.0001 pv	\$0.025	Yes	Joseph Grunberg	For cash	Restricted	Rule 506(c)
2/20/2026	New issuance	880,000	Common stock \$.0001 pv	\$0.025	Yes	Rich Larensen	For cash	Restricted	Rule 506(c)
2/20/2026	New issuance	18,200,000	Common stock \$.0001 pv	\$0.025	Yes	Joshua Goldberg	For cash	Restricted	Rule 506(c)
2/23/2026	New issuance	1,000,000	Common stock \$.0001 pv	\$0.025	Yes	Christian Chadkuroff	For cash	Restricted	Rule 506(c)
Shares Outstanding on Date of This Report:									
Ending Balance:									
Date 02/28/2026			Common: 849,564,256						
Preferred: 0									

**B. Promissory and Convertible Notes**

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer’s equity securities:

No:  Yes:  (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

Use the space below to provide any additional details, including footnotes to the table above:

\_\_\_\_\_

**4) Issuer’s Business, Products and Services**

The purpose of this section is to provide a clear description of the issuer’s current operations.

Ensure that these descriptions are updated on the Company's Profile on [www.OTCMarkets.com](http://www.OTCMarkets.com).

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Company was initially organized to operate as an online tax preparation service in the North American market. On December 7, 2011, the Company, its then principal shareholder, Earn-A-Car (PTY), Ltd., a South African corporation ("EAC") and DPL completed a reorganization pursuant to which DPL acquired 78,750,000 shares of our common stock from the former principal, EAC became a wholly owned subsidiary of the Company, and the business of the Company then became the business of EAC, i.e., the daily rental of vehicles in the South African market. The Company remained in the vehicle rental business until November, 2020.

The Company's Delaware wholly owned subsidiary ADG Subsidiary Corp. ("ADG") currently consults with Africa-based clients. The Company's primary businesses include agriculture/sustainability, power, media, strategic minerals, and finance sectors on the African continent.

- B. List any subsidiaries, parent company, or affiliated companies.

The Company's 100% subsidiary is ADG Subsidiary Corp., a Delaware corporation (ADG), the information about which is incorporated by reference to Items 1 and 5A, herein.

- C. Describe the issuers' principal products or services.

The Company's principal products and services are described in Items 1 and 5A, which are incorporated herein by reference.

## **5) Issuer's Facilities**

*The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.*

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company owns no property. The Company's subsidiary ADG utilizes approximately 700 square feet at 14 Wall Street, 20<sup>th</sup> Floor, New York, NY 10005 pursuant to an arrangement on a month-to-month basis. This is a sharing model. Office space and conference facilities in Africa and Europe are paid per diem, as needed. A lease is under contract in Kinshasa, Democratic Republic of Congo in the name of Copper Intelligence SARL.

## **6) All Officers, Directors, and Control Persons of the Company**

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Alan Kessler (1)	CEO, Director	Delray Beach, FL	501,195,571	Common Stock	59.2%	_____
Edmund Kessler	5%+ shareholder	Great Neck, NY	131,450,000	Common Stock	15.5%	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://www.OTCIQ.com) to update your company profile.

## 7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

No

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

No

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

No

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

No

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

No

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

No

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

### 8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: **Bonner & Associates, PLLC**  
Address 1: PO Box 530  
Address 2: Southport, CT 06890-0530  
Phone: 619.278.8326  
Email: henry@bonner.net

#### Accountant or Auditor

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

#### Investor Relations

Name: David Waldman  
Firm: Crescendo Communications, LLC  
Address 1: 405 Lexington Avenue, 9th Floor, Suite 9034  
Address 2: New York, NY 10174  
Phone: (212) 671-1021  
Email: dwaldman@crescendo-ir.com

*All other means of Investor Communication:*

X (Twitter): \_\_\_\_\_

Discord: \_\_\_\_\_  
LinkedIn \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ] \_\_\_\_\_

#### Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: \_\_\_\_\_ Richard Rubenstein  
Firm: \_\_\_\_\_ Rubenstein Public Relations  
Nature of Services: \_\_\_\_\_ Media and Public Relations  
Address 1: \_\_\_\_\_ 1330 Avenue of the Americas, 14<sup>th</sup> floor, New York, NY 10019  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_ 212/805-3000  
Email: \_\_\_\_\_ [sdallara@rubensteinpr.com](mailto:sdallara@rubensteinpr.com)

### 9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Alan Kessler  
Title: President  
Relationship to Issuer: Officer of Issuer

B. The following financial statements were prepared in accordance with:

- IFRS  
 U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Harry Green  
Title: \_\_\_\_\_  
Relationship to Issuer: Financial Consultant

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup>  
General accounting knowledge, holds degree in business administration.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

---

<sup>5</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

**Financial Statement Requirements:**

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be “machine readable”. Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

**10) Issuer Certification**

*Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Alan Kessler certify that:

1. I have reviewed this Disclosure Statement for African Discovery Group, Inc;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 27<sup>th</sup> 2026

/s/ Alan Kessler

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**

**CONTENTS**

<b>Unaudited Consolidated Balance Sheets as of February 28, 2026 and February 28, 2025</b>	<b>F-1</b>
<b>Unaudited Consolidated Statements of Operations for the year ended February 28, 2026, and February 28, 2025</b>	<b>F-2</b>
<b>Unaudited Consolidated Statement of Changes in Stockholders' Equity</b>	<b>F-3</b>
<b>Unaudited Consolidated Statements of Cash Flows for year ended February 28, 2026, and February 28, 2025</b>	<b>F-4</b>
<b>Notes to the Unaudited Consolidated Financial Statements</b>	<b>F-5 to F-10</b>

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.).**  
**CONSOLIDATED BALANCE SHEETS**  
**FEBRUARY 28, 2026 AND FEBRUARY 28, 2025**  
**(Unaudited)**

	February 28, 2026	February 28, 2025
<b>ASSETS</b>		
Current Assets		
Cash and cash equivalents	\$ 2,002,520	\$ (7)
Marketable Securities (Note 8)	1,329	781
Receivables	1,076,450	-
Total Current Assets	3,080,299	774
Investment (Note 7)	-	21,838
Total Other Assets	-	21,838
<b>TOTAL ASSETS</b>	\$ 3,080,299	\$ 22,612
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>LIABILITIES</b>		
Current Liabilities		
Accounts payable	\$ 495,168	\$ 520,040
Accounted Payable - Related party	4,173	248,721
Total Current Liabilities	499,341	768,761
Total Liabilities	529,341	768,761
Stockholders' Equity		
Common stock, \$0.0001 par value, 1,000,000,000 shares authorized, 849,564,256 and 705,284,953 shares issued and outstanding as of February 28, 2026 and February 28, 2025, respectively.	708,701	694,273
Additional paid in capital	4,603,979	766,325
Accumulated other comprehensive income (loss)	156,628	156,628
Retained earnings	(2,888,350)	(2,363,375)
Total Stockholders' Equity	2,580,958	(746,149)
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	\$ 3,080,299	\$ 22,612

*See accompanying notes to financial statements.*

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**FOR THE YEARS ENDED FEBRUARY 28, 2026 AND FEBRUARY 28, 2025**  
**(Unaudited)**

	For the year ended February 28, 2026	For the year ended February 28, 2025
Revenues		
Revenue related to current operations	\$ -	\$ -
Total Revenues	-	-
Operating Expenses		
Selling, general and administrative related to current operations	505,906	715,456
Total Operating Expenses	505,906	715,456
Operating Income (Loss)	(535,906)	(715,456)
Other Income (Expense)		
Interest, net	47	-
Gain (loss) on securities, net	2,722	(12,253)
Loss on investments	(21,838)	(159,547)
Net Income (Loss) Before Provision for Income Taxes	(524,975)	(887,256)
Provision for Income Taxes	-	104,204
Net Income (Loss)	(524,975)	(783,052)
Earnings (Loss) per Share	\$ (0.0007)	(0.0011)
Weighted Average Common Shares Outstanding	722,450,846	705,284,953

*See accompanying notes to the financial statement*

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**  
**CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY**  
**(Unaudited)**

	Common Stock		Additional Paid-in	Accumulated Other Comprehensive	Retained	Total
	Shares	Amount	Capital	Loss	Earnings	
Balance, February 29, 2024	705,284,953	\$ 694,273	\$ 751,032	\$ 156,628	\$ (1,580,323)	\$ 21,610
Share based compensation	-	-	15,293	-	-	15,293
Net earnings (loss)	-	-	-	-	(783,052)	(783,052)
Balance, February 28, 2025	705,284,953	\$ 694,273	\$ 766,325	\$ 156,628	\$ (2,363,375)	\$ (746,149)
Share based compensation	-	-	245,099	-	-	245,099
Issuance of common stock	144,279,303	14,428	3,592,555	-	-	3,606,983
Net earnings (loss)	-	-	-	-	(524,975)	(524,975)
Balance, February 28, 2026	849,564,256	\$ 708,701	\$ 4,603,979	\$ 156,628	\$ (2,888,350)	\$ 2,580,958

*See accompanying notes to financial statements.*

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDED FEBRUARY 28, 2026 AND FEBRUARY 28, 2025**  
**(Unaudited)**

	For the year ended February 28, 2026	For the year ended February 28, 2025
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net income for the year	\$ (524,975)	(783,052)
Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities:		
Share based compensation	245,099	15,293
Investment write off	21,838	159,547
Change in Assets and Liabilities:		
Receivables	(1,076,450)	330,000
Securities	(548)	14,739
Accounts payables	(24,871)	233,474
<b>Net Cash Provided (Used) by Operating Activities</b>	<b>(1,359,907)</b>	<b>(29,999)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Investment	-	-
<b>Net Cash Used by Investing Activities</b>	<b>-</b>	<b>-</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from related party payable	25,673	29,990
Proceeds of common stock issuance	3,336,761	
<b>Net Cash Provided by Financing Activities</b>	<b>3,362,434</b>	<b>29,990</b>
<b>Net Increase in Cash and Cash Equivalents</b>	<b>2,002,527</b>	<b>(9)</b>
Cash, beginning of period	(7)	2
Cash, end of period	<u>2,002,520</u>	<u>(7)</u>
<b>SUPPLEMENTAL CASH FLOW INFORMATION:</b>		
Cash paid for interest	-	-
Cash paid for income taxes	-	-
<b>Non-cash financing activities</b>		
Assignment of Related Party Loan and subsequent conversion of the loan to common stock.	\$270,222	-

*See accompanying notes to financial statements.*

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED FEBRUARY 28, 2026 AND FEBRUARY 28, 2025**  
**(Unaudited)**

**1, SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Nature of Business* –

COPPER INTELLIGENCE, INC. formerly AFRICAN DISCOVERY GROUP, INC. (the “Company”), formerly Earn-A-Car, Inc. until November, 2020, and formerly Victoria Internet Services, Inc. until March, 2012, was incorporated in the State of Nevada on October 9, 2009. On June 10, 2021, the Company converted to a Delaware corporation.

On November 13, 2020, the Company acquired 100% of African Discovery Group, Inc., a Delaware corporation (“ADG”), in exchange for the issuance of 562,500,000 restricted common shares of the Company. Alan Kessler is now the CEO and majority shareholder of the Company. The Company’s previous South African car rental business was spun off to Depassez Investments, Ltd. (“DPL”), the Company’s now former principal shareholder which sold its 78,750,000 shares to Mr. Kessler, and the business of the Company going forward is the business of ADG.

The Company’s Delaware wholly-owned subsidiary ADG Subsidiary Corp. (“ADG”) generates consulting revenue from Africa-based clients. The Company’s primary businesses include power, agriculture/sustainability, media, strategic minerals, and finance sectors on the African continent.

The Company was initially organized to operate as an online tax preparation service in the North American market. On December 7, 2011, the Company, its then principal shareholder, Earn-A-Car (PTY), Ltd., a South African corporation (“EAC”) and DPL completed a reorganization pursuant to which DPL acquired 78,750,000 shares of our common stock from the former principal, EAC became a wholly owned subsidiary of the Company, and the business of the Company then became the business of EAC, i.e., the daily rental of vehicles in the South African market. The Company remained in the vehicle rental business until November 2020.

On September 25, 2025, the Company announced that it has signed a term sheet to acquire the Butembo Copper exploration license in the Democratic Republic of Congo (DRC) by acquiring 100% of the shares of SOCIETE GRABIN MINING SAS. On February 4, 2026, the Company executed the sales and purchase agreement whereby the Company will acquire a newly formed holding company in the Dubai International Financial Centre (“DIFC”) named Copper Intelligence Middle East LLC (“CI Middle East”)(the “Transaction”). This new holding company, CI Middle East, would hold the entire issued capital of Lubudi Composite SARL(“Lubudi”) a company established in the DRC which holds 80% of the issued share capital of Graben Mining SAS (“Graben”), a company also established in the DRC. CI Middle East through its subsidiaries will hold all the permits and rights for the Butembo Copper project. The closing of the Transaction is subject to customary closing conditions as well as the completion of the formation of CI Middle East and the restructuring whereby it will hold all the shares of Lubudi and Graben, as described directly above. As of the date hereof these conditions have been largely satisfied despite delays in obtaining the Dubai authorities approval. The Parties are now finalizing diligence and completing all processes to move to a transaction close.

Copper has, in management’s opinion, become one of the most strategic commodities of our time, essential for electrification, decarbonization and digital transformation. From renewable energy to EV’s, drones and data centers and infrastructure it underpins nearly many global growth sectors. Rising demand, coupled with supply constraints has already pushed copper to record levels. While production from the world’s largest mines remains vital to maintaining supply it is no longer enough. The industry must also accelerate the approval and execution of new projects- often challenged by regulatory environmental and capital hurdles. Copper is no longer just a cyclical metal - it is regarded as a strategic enabler of modern development at the core of the global future.

Upon Closing, and in exchange for 100% of their shares of CI Middle East, the Company will issue an additional 6,750,000,000 shares (equivalent to 67,500,000 shares of post-reverse-split common stock) to the current shareholders of CI Middle East. At the Completion, CI Middle East will become a wholly-owned subsidiary of the Company, and the Company will effectively acquire all business and assets of CI Middle East.

The Butembo Copper project is a greenfield exploration project located in the North Kivu province of the Democratic Republic of Congo. 40km south of the provincial capital of Beni. The project is located 33km west of the Ugandan border with verified road and rail access to the port of Mombasa. The artisanal and first phase exploration pits around the flood plain of the Talehya River, which runs through the concession, have been tested over an initial 500m of strike length – and the results have been positive with one of these analyses reporting 18% Cu as well as 16.3% in another exploration pit. The Butembo deposit holds a strategically advantageous location, benefiting from proximity to regional infrastructure, which includes electrical power being available within reach of the project boundary. The site is located close to the Ugandan border, offering access to the East African transport corridor. This includes road and rail connections through Uganda to the port of Mombasa, Kenya—providing a viable export route for future development.

The combination of surface high-grade mineralization, artisanal activity, infrastructure access, and strategic location positions the Butembo Copper Project as a high-potential target for early-stage exploration and resource delineation. The stock-based transaction will create a copper exploration company, with a focus on creating value around Africa and DRC specifically focused on under explored basins of copper. DRC’s copper production is among the largest in the world, with the DRC concentrating 65% of newly announced copper reserves identified worldwide in 2023, according to S&P Global Market Intelligence.

The management team of CI Middle East will largely become the management team of the resultant combined Company with the current AFDG CEO, Alan Kessler, staying on in the role of President and Director of the Company. The new management that will drive value creation is led by Chairman Andrew Groves, who, previously as a founder and often CEO, led strategic exits of resources on the African continent including:: CAMEC PLC, a cobalt and copper producer in the DRC that sold to ENRC for a billion dollar exit; AfricanPlatinum PLC, that sold to Impala Platinum for \$900mm; and Central African Gold that sold to New Dawn for \$300mm. Andrew Groves was approved as the chairman of the Board of Directors of the Company in February 2026. On the same date, Aldo Cesano, was appointed as the new CEO and Director. Aldo Cesano brings over 40 years of experience in mining and logistics development across the DRC, Zimbabwe and Southern Africa.

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED NOVEMBER 30, 2025 AND NOVEMBER 30, 2024**  
**(Unaudited)**

**1, SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cntd)**

The proposed transaction will transform the current Holding company strategy of African Discovery Group to the profile of a dedicated copper exploration company. On August 27, 2025, the United States government added copper to its draft list of strategic metals, due to a supply deficit that is projected to equate to 2mm tons a year in the United States alone, due to requirements in telecommunications infrastructure, data centers, artificial intelligence capital expenditure spend, electronic vehicle manufacture and defense-related industries. On December 4, 2025 in Washington DC leaders of the Democratic Republic of Congo and Rwanda signed a historic peace deal, ending the long-running conflict in the region at a summit hosted by US President Donald Trump in Washington, with the respective Excellencies, President of the DRC, Felix Tshisekedi and President of Rwanda, Paul Kagame. The Trump administration led talks between DR Congo and Rwanda, hoping that resolving the differences between the two neighbors will pave the way for the US to increase investments in the resource-rich region, including numerous items on the strategic minerals list.

Key Demand drivers for Copper are driven by the breadth of the global economy, and include:

**Energy Transition:** The shift to clean energy heavily relies on copper for:

Electric Vehicles (EVs): More copper is used in EVs than conventional cars for wiring and motors.

Renewable Energy: Solar panels and wind turbines are copper-intensive.

Grid Infrastructure: Massive upgrades and expansion of power grids globally, especially in the US and Europe, require significant copper for transmission and distribution.

**Digitalization & AI:**

Data Centers: The surge in AI and data processing requires vast amounts of copper for powering and cooling large data centers, with AI servers being particularly power-hungry.

5G Networks: Expansion of 5G infrastructure also boosts copper demand.

**Economic Growth & Urbanization:**

Construction & Infrastructure: Traditional uses in buildings, industry, and transportation remain important.

Shifting Geography: While China has been a primary driver, demand growth is increasingly coming from the US, Rural India, and the Global South as they build out infrastructure.

**Basis of Presentation**– The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America and are presented in U.S. Dollars. In the opinion of management, all adjustments necessary in order for the financial statements to be not misleading have been reflected herein. The Company has selected a February 28 year end. Given that ADG and EAC are not under common control, the historical financials of ADG are not retrospectively stated. ADG was combined utilizing the acquisition method of consolidation on November 13, 2020.

**Estimates** – The preparation of the Company’s consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts and disclosures in the consolidated financial statements. Actual results could differ materially from those estimates.

**Cash and Cash Equivalents** – Cash and cash equivalents include cash on hand and on deposit. At February 28, 2026 and February 28, 2025, the Company had \$2,002,520 and \$(7) in cash and cash equivalents, respectively.

**Receivables and Payables**– Trade receivables and payables are measured at initial recognition at fair value and are subsequently measured using the effective interest rate method of valuation. Appropriate allowances for estimated uncollectible receivable balances are recognized in profit or loss when there is evidence of impairment. As of February 28, 2026, the receivable represented a short term loan to CI Middle East.

**Long-Lived Assets** – The Company reviews the value of long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable based upon estimated future cash flows and records an impairment charge, equaling the excess of the carrying value over the estimated fair value, if the carrying value exceeds estimated future cash flows.

**Revenue Recognition** African Discovery Group, Inc. follows the guidance of Accounting Standards Codification (ASC) 606, Revenue from Contracts with Customers. ASC 606 creates a five-step model that requires entities to exercise judgment when considering the terms of contracts, which includes (1) identifying the contracts or agreements with a customer, (2) identifying our performance obligations in the contract or agreement, (3) determining the transaction price, (4) allocating the transaction price to the separate performance obligations, and (5) recognizing revenue as each performance obligation is satisfied. The Company only applies the five-step model to contracts when it is probable that the Company will collect the consideration it is entitled to in exchange for the services it transfers to its clients.

**Income Taxes** – The Company has provided for income taxes on its separate taxable income or loss.

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED FEBRUARY 28, 2026 AND FEBRUARY 28, 2025**  
**(Unaudited)**

**1, SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cntd)**

**Fair value of financial instruments** - The Company follows the provisions of ASC 820, "Fair Value Measurements and Disclosures." ASC 820 clarifies the definition of fair value, prescribes methods for measuring fair value, and establishes a fair value hierarchy to classify the inputs used in measuring fair value as follows:

Level 1-Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.

Level 2-Inputs are unadjusted quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than the quoted prices that are observable, and inputs derived from or corroborated by observable market data.

Level 3-Inputs are unobservable inputs which reflect the reporting entity's own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The carrying amounts reported in the balance sheets for cash and cash equivalents, marketable securities, accounts payable, and related party payables approximate their fair market value based on the short-term maturity of these instruments.

Management believes it is not practical to estimate the fair value of due to related party because the transactions cannot be assumed to have been consummated at arm's length, the terms are not deemed to be market terms, there are no quoted values available for these instruments, and an independent valuation would not be practical due to the lack of data regarding similar instruments, if any, and the associated potential costs.

**Loss Per Share** - Basic earnings or loss per share ("EPS") is computed by dividing net income (loss) by the weighted average number of common shares outstanding during the period. Diluted net earnings or loss per share attributable to common stockholders is computed by dividing the diluted net loss attributable to common stockholders by the weighted average number of common shares outstanding for the period, including potential dilutive common shares assuming the dilutive effect of common stock equivalent, if any. The Company has 44,715,048 options outstanding at February 28, 2026. The options entitle the holder to purchase one share of common stock at an exercise price of between \$0.004 and \$0.0365 per share. Certain of the options are in-the-money options but have not been considered in the net loss per share calculation as they are anti-dilutive.

**Related parties** - Parties are considered to be related to the Company if the parties that, directly or indirectly, through one or more intermediaries, control, are controlled by, or are under common control with the Company. Related parties also include principal owners of the Company, its management, members of the immediate families of principal owners of the Company and its management and other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests.

**Share-based compensation** - The Company measures compensation expense for all stock-based awards in accordance with ASC Topic 718, *Compensation - Stock Compensation*. Share-based compensation is measured at fair value on grant date and recognized as compensation expense ratably over the course of the requisite service period. The fair value of options is typically determined based on the fair value of the related options on the date of grant. The Company has elected to record forfeitures of employee awards as they occur.

**New Accounting Standards** - The Company does not expect the adoption of recently issued accounting pronouncements to have a significant impact on the Company's results of operations, financial position or cash flow.

**2. DEBT AND OTHER OBLIGATIONS**

The company currently has no debt or other obligations.

**3. EQUITY**

On November 14, 2011, the Company filed a Certificate of Amendment to its Articles of Incorporation, to effect a 50- for-1 forward common stock split and an increase in authorized common shares to 250,000,000.

On January 19, 2012, the Company cancelled 121,500,000 shares of common stock that were held by the former owner of Victoria Internet Services, Inc. On November 11, 2020, the Company's former principal shareholder sold 78,750,000 shares to Alan Kessler, owner and CEO of ADG.

On November 13, 2020, the Company acquired 100% of African Discovery Group, Inc (ADG, the Delaware subsidiary), in exchange for the issuance of 562,500,000 restricted common stock of the Company.

On November 13, 2020, Articles of Amendment were filed with the state of Nevada, updating the Company's name and capitalization. The amendment increased authorized common shares to 1,000,000,000 at par value \$0.0001. The authorized preferred shares were removed.

On February 8, 2021 the Company issued 9,064,953 restricted common shares to private investors, in exchange for the receipt of \$634,546 in a private fundraising transaction, at an offering price of \$0.07 per share. The restricted shares which were issued constituted approximately 1.3% of the Company's issued and outstanding shares. The proceeds of the offering were used to advance the Company's existing projects, for general corporate purposes, and in conjunction with the November, 2020 reverse merger related costs.

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED FEBRUARY 28, 2026 AND FEBRUARY 28, 2025**  
**(Unaudited)**

**3. EQUITY (cntd)**

In March 2021, the Company raised an additional capital of \$82,000 by issuing 820,000 shares at \$0.10 per share.

In August 2021, the Company raised \$15,000 from an individual by issuing 150,000 shares at \$0.10 per share.

Between November 2025 and February 2026, the Company raised \$3,336,761 from individuals by issuing 133,470,443 shares at \$0.025 per share

On December 22, 2025, the former CEO assigned \$270,222 of the related party loan. The assignees of the loan converted the loan into common shares at \$0.025 per share

As of February 28, 2028, and February 28, 2025 there were 838,755,396 and 705,284,953 common shares outstanding, respectively.

In November and December of 2023, the Company issued 38,000,000 options under the 2023 Incentive Plan. Each options entitle the holder to purchase one share of common stock at an exercise price of between \$0.004 and \$0.007 per share. In December of 2025, the Company issued 6,715,048 options under the 2025 Incentive Plan. Each option entitles the holders to purchase one share of common stock at an exercise price of \$0.0365 per share

**4. COMMITMENTS AND CONTINGENCIES**

The Company has no commitments or contingencies.

**5. RELATED PARTY TRANSACTIONS**

The CEO of African Discovery Group, Inc has previously provided funds to the Company to fund its operations. On December 22, 2025, the CEO assigned \$270,222 of the outstanding related party loan. The assignees of the loan converted the loan into common shares at \$0.025 per share. As of February 28, 2026 the balance of the related party loan was \$4,173. These payables are not subject to any loan or note agreement. In 2024 compensation was awarded to the CEO, but remained unpaid. As of February 28, 2026, the balance owing was \$208,000.

**6. INVESTMENTS**

As of November 30, 2023, the Company invested 10% interest in Ogelle for \$462,127 Ogelle is an online video sharing resource and entertainment platform for African content only. The Company has previously written off this investment

As of November 30, 2023, the Company invested \$21,837 in an option in MPS Infrastructure. In addition, AFDG continues to hold approximately 2.8% of MPS Infrastructure. During the year, the Company wrote down this investment..

The company had previously invested in the form of Convertible Promissory Notes (“Notes”) into African Agriculture, Inc. in addition to being granted Restricted Stock Units, and consulting and advisory compensation. As of February 28, 2025, the Company wrote down the value of RSUs and all related compensation related to AAGR.

**7. SECURITIES**

The Company holds investment classified as marketable securities in form of trading securities. The trading securities are recorded at fair value.

As of February 28, 2026, the Company’s investment in Imara Asset Management’s African Opportunities Fund that is subject to a monthly net asset value (NAV) calculation was valued at \$1,289.

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED FEBRUARY 28, 2026 AND FEBRUARY 28, 2025**  
**(Unaudited)**

**8. EMPLOYEE AND NON-EMPLOYEE SHARE BASED COMPENSATION**

In December 2025, the Company's Board of Directors approved the adoption of the African Discovery Group, Inc. 2025 Incentive Plan (the "Plan"). The Plan permits the Company to grant up to 40,000,000 shares of the Company's common stock.

The Plan provides for the granting of incentive and nonqualified stock options, share appreciation rights (SARs), restricted stock, and restricted stock units to employees, non-employee directors, and consultants of the Company. Instruments granted under the Plan generally become exercisable ratably over the stated vesting terms in each award agreement following the date of grant and expire ten years from the date of grant. All stock awards are exercisable only to the extent vested. The exercise price of incentive stock awards must be at least equal to 100% of the fair value of the Company's common stock at the date of grant, as determined by the Board of Directors.

A summary of stock award activity and related information is as follows:

	<b>Number of Options</b>	<b>Weighted Average Remaining Vesting Term</b> <i>(in years)</i>	<b>Grant Date Fair Value</b>
<b>Plan Awards:</b>			
<b>Non-Employees:</b>			
Nonvested at March 1, 2025	0	-	-
Awarded during the period	6,715,048	-	245,099
Vested during the period	6,715,048	-	245,099
Forfeited, canceled, or expired	-	-	-
Nonvested at February 28, 2026	<b>0</b>	<b>-</b>	<b>\$ -</b>

The Board of Directors determined the grant date fair value of the stock awards, which had an exercise price equivalent to the market value at the grant date, to be \$0.0365 per option on the grant date, which was based on the application of the Black-Scholes methodology. As of February 28, 2026, there was no remaining unamortized share-based compensation cost. The unamortized share based compensation at year end was amortized during this period and recorded in compensation cost and non-employee expense with the offset to additional paid-in capital.

The table below shows share-based compensation expense recognized in the statement of operations for the period ended February 28, 2026 and February 28, 2025:

	<b>2025</b>	<b>2024</b>
<b>Share based compensation expense:</b>		
Professional fees	245,099	15,293
Total	<b>\$ 245,099</b>	<b>\$ 15,293</b>

**9. SUBSEQUENT EVENTS**

Subsequent to February 28, 2026, up to the date hereof, the Company evaluated and concluded that no subsequent events have occurred that would require recognition or disclosure in the financial statements other than as described below.

In March 2026, the Company provided a salary advance to the CEO in the amount of \$167,000. As of the date hereof this advance has all been repaid or netted against consulting salary due except for a n advance or prepaid amount of \$10,000

During March, April and May 2026 to date, the Company has issued 21,000,000 shares to various individual shareholders, at a price per share of \$0.025 per share. These shares were issued subject to an exemption of Section 4 (a)(2).

On April 29, 2026 CI Middle East entered into a binding memorandum of understanding to acquire majority ownership of the Kitungu Exploration Licence PR-15880 in the DRC. The license is located approximately 73 kilometers (straight-line distance) from Lubumbashi and covers an area of 764.55 hectares. The Kitungu project is located within the highly prospective DRC copper belt and is surrounded by other operating mines and projects. On May 11, 2026, the company formed Copper Intelligence Sarl, which will hold the companies ultimate 55% share of the company formed to own and exploit this license. The Company made an advance payment of \$220,000, which will be creditable against the final purchase price which will be determined based on a formula certified according to a recognized standard (JORC, NI 43-101, or equivalent) and verification of their economic viability. The determination will be based on a benchmark of comparable transactions involving greenfield/early-stage copper-cobalt projects, taking into account, in particular, tonnage, grades, resource category, metallurgy, infrastructure, jurisdictional risk, ESG requirements, capex, and stage of maturity.

**COPPER INTELLIGENCE, INC.**  
**(formerly AFRICAN DISCOVERY GROUP INC.)**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED FEBRUARY 28, 2026 AND FEBRUARY 28, 2025**  
**(Unaudited)**

**9. SUBSEQUENT EVENTS (cntd)**

On April 30, 2026 Jean Bosco and Enrique Prado were elected as independent Directors to the Board of Directors of the Company.

In May 2026, the Company appointed Richard Rice as Chief Technology Officer and David Hill as Treasurer.

On May 5, 2026, the company additionally announced the signing of a term sheet to enter into a joint venture with CoTec Holdings of Canada, focused on processing copper tailings, prevalent in the Democratic Republic of the Congo. Copper tailings in the DRC are a defining feature of the DRC's long mining history, particularly in the Central African Copperbelt, one of the world's richest copper and cobalt provinces. Large volumes of tailings have been generated by the state-owned company Gécamines during industrial mining since the 1950s. Once formed, the Joint Venture will establish a framework for pursuing copper-tailings opportunities in the DRC's historical copper districts. Opportunities identified will be subject to detailed legal and technical due diligence and binding agreements on an asset-by-asset basis with approval by the independent members of the CoTec Board of Directors in this matter, prior to resources being committed to development.

On May 17, 2026, the World Health Organization declared the Ebola disease outbreak caused by a rare virus in Congo and neighboring Uganda a public health emergency of international concern. The WHO said the outbreak does not meet the criteria of a pandemic emergency like COVID-19, and advised against the closure of international borders. Ebola is highly contagious and can be contracted via bodily fluids - the disease it causes is rare, but severe and often fatal. While the provinces affected are not in the area of the newly acquired company's operations, the company's response will be through direct support of health and relief efforts, given the humanitarian national and regional impact typically of pandemics of this nature.