

**TROILUS GOLD CORP.
TERM SHEET
APRIL 10, 2019**

A preliminary short form prospectus containing important information relating to the securities described in this document has not yet been filed with the securities regulatory authorities in each of the provinces of Canada. A copy of the preliminary short form prospectus, and any amendment, is required to be delivered to any investor that received this document and expressed an interest in acquiring the offered securities and may be obtained from Canaccord Genuity Corp., located at 2200 – 609 Granville Street, Vancouver, BC, V7Y 1H2, telephone: 604.643.7300, fax: 604.643.7606 or toll free: 800.382.9280.

There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final short form prospectus has been issued.

This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the preliminary short form prospectus, the final short form prospectus and any amendment for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

- Issuer:** Troilus Gold Corp. (“Troilus” or the “Company”).
- Offering:** 14,118,000 common shares (the “Initial Shares”) of the Company (the “Offering”).
- Offering Size:** C\$12,000,300.
- Offering Price:** C\$0.85 per Initial Share (the “Offering Price”).
- Over-Allotment Option:** The Company has granted the underwriters of the Offering (the “Underwriters”) an option (the “Over-allotment Option”), exercisable in whole or in part at the Underwriters’ sole discretion, at any time beginning on the closing of the Offering until 30 days following the closing of the Offering, to purchase up to an additional 2,117,700 common shares of the Company (the “Option Shares” and together with the Initial Shares, the “Offered Shares”) at the Offering Price, to cover over-allotments, if any, and for market stabilization purposes.
- Use of Proceeds:** The net proceeds of the Offering will be used for exploration and definition drilling at the Troilus Gold Project and for general corporate purposes.
- Offering Type:** The Offered Shares will be offered publicly in all provinces of Canada by way of a short form prospectus and may be offered on a private placement basis in the U.S. using Rule 144A or such other exemption as not to require registration. and in other jurisdictions in accordance with applicable securities laws.
- Underwriting Basis:** “Bought deal” subject to conventional bought deal termination provisions and closing conditions to be included in a definitive underwriting agreement.
- Listing:** Application will be made to list the Offered Shares on the Toronto Stock Exchange (the “Exchange”). The existing common shares of the Company are listed on the Exchange under the symbol “TLG”.
- Eligibility for Investment:** The Offered Shares will be eligible investments under all usual statutes including RRSPs, RRIFFs, DPSPs, RESPs, RDSPs and TFSAs.
- Underwriters:** Canaccord Genuity Corp. and GMP Securities L.P. as co-lead underwriters, with a syndicate of underwriters that includes Cormark Securities Inc.
- Commission:** Cash commission (the “**Commission**”) equal to 6.0% of the aggregate gross proceeds raised pursuant to the sale of the Offered Shares. Notwithstanding the foregoing, no Commission will be paid to the Underwriters in connection with the sale of any Offered Shares to purchasers on a “President’s List” as determined by management of the Company up to a maximum of \$500,000.
- Closing:** On or about May 2, 2019.

