Term Sheet

ENTERPRISE GROUP, INC.
BOUGHT DEAL OF COMMON SHARES
$25,000,010
NOVEMBER 27, 2024

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, except Quebec. The preliminary short form prospectus will be accessible through SEDAR+. A copy of the preliminary short form prospectus may be obtained from Canaccord Genuity Corp. at ecm@cgf.com. There will not be any sale or any acceptance of an offer to buy any 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.

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. 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.

Issuer:	Enterprise Group, Inc. (the "**Company**").
Offered Securities:	13,157,900 common shares of the Company (the "**Common Shares**").
Issue Price:	C$1.90 per Common Share (the "**Issue Price**").
Offering Size:	C$25,000,010 (the "**Offering**").
Over-Allotment Option:	Up to 15% of the number of Common Shares sold pursuant to the Offering to cover over-allotments and for market stabilization purposes, exercisable, in whole or in part, at any time and from time to time, within 30 days of the closing of the Offering.
Terms:	Bought deal by way of a short form prospectus offering.
Offering Jurisdictions:	All provinces of Canada, other than the Province of Quebec and in the United States by way of private placement pursuant to available exemptions from the registration requirements of the United States Securities Act of 1933, as amended, and outside of Canada and the United States on a private placement or equivalent basis.
Exchange Listings:	Closing of the Offering will be conditional upon the Company obtaining approval to list the Common Shares to be issued in the Offering on the Toronto Stock Exchange (the "**TSX**") and listing will be subject to the Company fulfilling all of the listing requirements of the TSX. The Company's Common Shares are listed on the TSX under the symbol "E".
Eligibility:	The Common Shares shall be eligible for RRSPs, RRIFs, RESPs, RDSPs, DPSPs, TFSAs and FHSAs.
Use of Proceeds:	The net proceeds from the Offering will be used for working capital and general corporate purposes.
Co-Lead Underwriters:	Canaccord Genuity Corp. and Raymond James Ltd.
Commission:	A cash fee equal to 6.0% of the gross proceeds raised in respect of the Offering (including the Over-Allotment Option).
Closing Date:	On or about December 12, 2024.