GOLDBELT EMPIRES LIMITED
OFFERING OF UNITS
TERM SHEET

September 30, 2015

A final long form prospectus containing important information relating to the securities described in this document has been filed with the securities regulatory authorities in each of the provinces British Columbia, Alberta, Saskatchewan, Manitoba and Ontario. .

Copies of the final long form prospectus may be obtained from Industrial Alliance Securities Inc., Toronto (416) 864-6947 Attn: Dan Hardie or in Saskatchewan (306) 385-6253 Attn: Kevin Thompson.

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

The securities offered hereby have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any securities laws of any state of the United States and may not be offered or sold in the United States except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities laws or pursuant to an exemption therefrom.

Terms undefined herein have the meanings ascribed to them in the final long form prospectus. All references to "$" or "dollars" in this document are to Canadian dollars, unless indicated otherwise.

Issuer:	Goldbelt Empires Limited (the "Company") a capital pool company pursuant to Policy 2.4 of the TSX Venture Exchange (the "Exchange") and incorporated under the *Hong Kong Companies Ordinance (Chapter 622)* having its registered office at Rooms 1307-8, Dominion Centre, 43-59 Queen's Road East, Wanchai, Hong Kong.
Business of the Issuer:	Following completion of the Qualifying Transaction and the Offering, the Company's business will be the acquisition, exploration and development of mineral resources in West Africa, including in respect of an exploration permit on the South Morila (Kola) Concession located in the Sikasso Region of Southern Mali, which covers an area of 150km^2 in size.
Underwriters:	Industrial Alliance Securities Inc. (the "Agent") has been retained by the Company to act as agent with respect to marketing the securities by way of a long form prospectus in the provinces set out above on a best efforts basis
Offering:	A minimum of 3,750,000 Units to a maximum of 10,000,000 Units
Offering Price:	$0.20 per Unit.
Units:	Each Unit is comprised of one ordinary share of the Company (an "Ordinary Share") and one ordinary share purchase warrant (a "Warrant).
Warrants:	Subject to any acceleration pursuant to the Conversion Right, each Warrant exercisable into one Ordinary Share at $0.30 for a period of 24 months from the date of issuance.
Conversion Right	Subsequent to the date that is 12 months following the Listing Date, if the Ordinary Shares listed on the Exchange close for any 20 consecutive trading day period at a price of $0.40 or above, the Company may exercise the Conversion Right upon ten days' notice of such event; whereupon the holder must exercise any Warrants then held within 30 days of such notification, after which any unexercised Warrants shall be deemed to have expired.
Issue Amount:	Minimum: $750,000

	Maximum: $2,000,000
Over-Allotment Option:	The Company will also grant the Agents an option, exercisable in whole or in part at any time and from time to time for a period of 30 days following the final closing of the Offering, to offer for sale up to 1,500,000 additional Units, solely to cover over-allotments, if any, and for market stabilization purposes.
Use of Net Proceeds:	The net proceeds of the Offering will be used to advance the Company's gold project in Mail, cover the costs of the Offering and for working capital and general corporate purposes.
Listing:	The Company has received conditional approval to list its Ordinary Shares on the Exchange. Listing will be subject to the Company fulfilling all of the requirements of the Exchange.
Eligibility:	Eligible for RRSPs, RESPs, RRIFs, DPSPs, RDSPs and TFSAs.
Selling Concession:	The Agent will receive an 8% cash commission and 8% Agent's Options. Members of the Selling Group will receive such portion of the cash commission and Agent's Options as are agreed to between the Agent and the Selling Group member. Each Agent's Option entitles the purchase of one Unit of the Company (an "Agent's Unit") at $0.20 at any time to the extent such Agent's Option is exercised on or before the date that is 24 months from the date of issuance. Each Agent's Unit shall be comprised of one common share with one common share purchase warrant (an "Agent's Warrant"). Each Agent's Warrant will entitle the holder thereof to purchase one additional common share of the Corporation at an exercise price of CDN$0.30 per Warrant Share to the extent such Agent's Warrant is exercised on or before the date that is 24 months from the issue date of the Agent's Options. The Agent's Warrants will be subject to the Conversion Right as set out above.
Initial Close:	On such date as agreed to by the Company, Goldbelt International Limited and the Agent.
Final Close:	On or about December 22, 2015, but no later than the date that is 90 days from the date of issuance of a receipt for the final prospectus relating to this Offering or, if a receipt has been issued for an amendment to the final prospectus, within 90 days of the issuance of such receipt and in any event not later than 180 days from the date of the receipt for the final prospectus.
Contact Information	For more information or copies of the final long form prospectus with respect to the offering contact Industrial Alliance Securities Inc.; Tel (416) 864-6477; Fax (416) 864-6485