LUMENPULSE INC.
Initial Public Offering
Indicative Term Sheet
March 14, 2014

A preliminary 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 and territories of Canada. A copy of the preliminary prospectus, and any amendment, is required to be delivered with this document.

The preliminary prospectus is still subject to completion. There will not be any sale or any acceptance of an offer to buy securities until a receipt for the final 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 prospectus, the final prospectus and any amendment for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

Terms undefined herein have the meanings ascribed to them in the preliminary prospectus.

Issuer:	Lumenpulse Inc. (“Lumenpulse” or the “Company”).
Offering:	It is currently anticipated that the Offering Price will be between $14.00 and $16.00. Based on that range and a total offering amount of $75,000,000, it is anticipated that between 4,687,500 and 5,357,143 Common Shares will be distributed under the Offering.
Estimated Gross Proceeds:	$75,000,000 (or $86,250,000 if the Over-Allotment Option is exercised in full).
Shares Outstanding:	Immediately after completion of the Offering (assuming no exercise of the Over-Allotment Option and assuming that 5,000,000 Common Shares will be distributed under the Offering at an Offering Price of $15.00, being the midpoint of the estimated range set forth on the cover page of the preliminary prospectus), there will be 20,903,074 Common Shares issued and outstanding. If the Over-Allotment Option is exercised in full (assuming that 5,750,000 Common Shares will be distributed under the Offering at an Offering Price of $15.00, being the midpoint of the estimated range set forth on the cover page of the preliminary prospectus), there will be 21,653,074 Common Shares issued and outstanding immediately after completion of the Offering.
Use of Proceeds:	Lumenpulse intend to use the net proceeds from the Offering as follows: (i) approximately $10 million is intended to be used over the next few years to strengthen distribution and sales channels and increase brand awareness, (ii) approximately $7 million is intended to be used over the next few years for new product development and introduction with a view to adding new products and technologies to current portfolio, (iii) approximately $16 million is intended to be used at the closing of the Offering to repay outstanding indebtedness, and (iv) approximately $35 million (or $45 million if the Over-Allotment Option is exercised in full) is intended to be used for working capital and general corporate purposes as well as for making strategic acquisitions of assets or companies.
Over-Allotment Option:	Lumenpulse has granted the Underwriters an Over-Allotment Option, exercisable in whole or in part, at the sole discretion of the Underwriters, to acquire up to 750,000 additional Common Shares (assuming that 5,750,000 Common Shares will be distributed under the Offering at an Offering Price of $15.00, being the midpoint of the estimated range set forth on the cover page of the preliminary prospectus) at the Offering Price, representing up to 15% of the number of Common Shares comprised in the Offering, to cover over-allotments,

	if any, and for market stabilization purposes. The Over-Allotment Option may be exercised for a period of 30 days from the date of closing of the Offering.
Market for the Common Shares:	An application has been made to list the Common Shares on the TSX.
Principal Shareholders:	Immediately after the closing of the Offering, approximately 26% of the issued and outstanding Common Shares will be owned or controlled by François-Xavier Souvay, the Chairman, President and Chief Executive Officer of the Company, and approximately 20% will be owned or controlled by Nicolas Bélanger, a director of the Company (assuming no exercise of the Over-Allotment Option and assuming that 5,000,000 Common Shares will be distributed under the Offering at an Offering Price of $15.00, being the midpoint of the estimated range set forth on the cover page of the preliminary prospectus).
Lock-up Agreements:	The Company, directors, executive officers and shareholders holding 1% or more of the common shares of the Company (on a fully-diluted basis) prior to the Offering will be subject to a 180 days lock-up.
Eligibility:	Eligible for RRSPs, RRIFs, TFSAs, RDSPs, DPSPs, RESPs and applied for QSSP II, subject to the exceptions set out in the preliminary prospectus.
Offering Type:	Public offering under a long-form prospectus filed in all provinces and territories of Canada and on a private placement basis in the U.S. to qualified institutional buyers pursuant to Rule 144A under the United States Securities Act of 1933, as amended, and internationally as permitted pursuant to private placement exemptions under local securities laws.
Joint Bookrunners:	Canaccord Genuity Corp. and National Bank Financial Inc.
Commission:	6.00 %.
Pricing Date:	On or about April ●th, 2014.
Closing Date:	On or about April ●th, 2014.