SARMENT

INITIAL PUBLIC OFFERING OF ORDINARY SHARES

An amended and restated 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, other than Quebec.

The preliminary prospectus is still subject to completion. Copies of the preliminary prospectus may be obtained from Michelle Jankovich (office: 604-697-7126; email: ecm@haywood.com). There will not be any sale or any acceptance of an offer to buy the 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, final prospectus and any amendment, for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

(All amounts shown in Canadian Dollars unless otherwise noted) June 29, 2018

TERMS OF THE OFFERING

ISSUER:	Sarment Holding Limited ("**Sarment**" or the "**Company**").
OFFERING:	Treasury offering of a minimum of ● ordinary shares (the "**Offered Shares**") and a maximum of ● Offered Shares.
OFFERING PRICE:	$3.15 - $3.25 per Offered Share.
OFFERING SIZE:	A minimum of $19.0 million (the "**Minimum Offering**") and a maximum of $33 million (the "**Maximum Offering**") ($37.95 million if the Over-Allotment Option is exercised in full).
OVER-ALLOTMENT OPTION:	The Company grants the Agents an option, exercisable, in whole or in part, at the sole discretion of the Agents, at any time for a period of 30 days from the Closing, to sell up to an additional 15% of the aggregate number of Offered Shares issued on the Closing Date (as defined below) on the same terms as set out above solely to cover over-allotments, if any, and for market stabilization purposes.
SHARES OUTSTANDING:	Upon completion of the Offering and assuming the maximum offering and no exercise of the Over-Allotment Option, 37,333,459 Offered Shares will be issued and outstanding, assuming an Offering Price of $3.15 per Offered Share. If the Over-Allotment Option is exercised in full, upon completion of the Offering, 38,999,173 Offered Shares will be issued and outstanding, assuming an Offering Price of $3.15.
AGENTS' FEE:	6.0% of the gross proceeds from the issuance of the Offered Shares, other than on the gross proceeds from the sale of Offered Shares issued to President's List Purchasers up to a maximum of $1.3 million for which the Agents will not receive a commission.
USE OF PROCEEDS:	The net proceeds of the Offering are expected to be $● in the case of the Minimum Offering and $● in the case of the Maximum Offering, in each case after deducting the Agents' Fee and the expenses of the Offering, but before giving effect to the Over-Allotment Option. If the Over-Allotment Option is exercised in full, the net proceeds to the Company will be $●. The Company expects to use the net proceeds of the Offering as follows: (i) the

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repayment of certain indebtedness, (ii) to finance global expansion initiatives, (iii) the further development of infrastructure, (iv) marketing activities, (v) the protection of intellectual property, and (vi) for general corporate purposes.

LOCK-UP AGREEMENTS:	In connection with the completion of the Offering, each of the Company's directors and officers and shareholders holding more than 10% of the Offered Shares have agreed not to, directly or indirectly, without the prior written consent of Haywood Securities Inc., sell, lend, secure, pledge or otherwise dispose or monetize, or make any short sale, engage in any hedging transaction, or enter into any form of arrangement the consequence of which is to directly or indirectly transfer to someone else, in whole or in part, any of the economic consequences of ownership of, or offer or announce any intention to do so, in a public offering or by way of private placement or otherwise, any Offered Shares or any securities convertible or exchangeable into Offered Shares or any other securities of the Company, for a period of 180 days after the Closing Date, subject to certain limited exceptions.
DIVIDEND POLICY:	The Company has not declared or paid any dividends or other distributions on its Offered Shares since the date of its incorporation. The Company currently expects to retain all future earnings for use in the operation and expansion of the business and does not anticipate paying cash dividends in the foreseeable future. The declaration and payment of any dividends in the future will be determined by the Board, in its discretion, and will depend on a number of factors, including the Company's earnings, capital requirements, overall financial condition and contractual restrictions.
OFFERING PROCEDURE:	Marketed public offering by way of a long-form prospectus filed in all provinces and territories of Canada, other than Québec. Private placement into the United States to institutional accredited investors via Regulation D and internationally as permitted.
LISTING:	The Company has applied to have the Offered Shares listed on the TSX Venture Exchange ("**TSXV**") under the symbol "SAIS". Listing of the Offered Shares on the TSXV is subject to approval by the TSXV of the Company's listing application and fulfillment by the Company of all the initial requirements and conditions of the TSXV. The TSXV has not conditionally approved the listing of the Offered Shares and there is no assurance that the TSXV will approve the Company's listing application.
ELIGIBILITY:	Eligible for RRSPs, RRIFs, RESPs, RDSPs and TFSAs.
AGENTS:	Haywood Securities Inc. (Sole Bookrunner), Canaccord Genuity Corp., Cormark Securities Inc. and Paradigm Capital Inc.
CLOSING DATE:	Expected week of ●, 2018.