



BOUGHT DEAL PUBLIC OFFERING OF UNITS AND CHARITY FLOW-THROUGH UNITS TERM SHEET – MAY 27, 2026

A short form base shelf prospectus dated May 21, 2026 (the “**Base Shelf 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 prospectus supplement to the Base Shelf Prospectus containing important information regarding the securities described in this term sheet will be filed with the securities regulatory authorities in each of the provinces and territories of Canada except Québec (the “**Canadian Qualifying Jurisdictions**”). The Base Shelf Prospectus, any applicable prospectus supplement and any amendment to the documents are accessible through SEDAR+ at www.sedarplus.ca. Alternatively, copies of these documents can be obtained by contacting Red Cloud Securities Inc., attention: Victoria Ellis Hayes, 120 Adelaide St. West, 14th Floor, Toronto, Ontario, M5H 1T1, email: ecm@redcloudsecurities.com.

This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the short form base shelf prospectus, any amendment thereto and any applicable prospectus supplement, for disclosure of those facts, especially risk factors relating to the securities offered for more complete information before making an investment decision.

ISSUER:	LaFleur Minerals Inc. (the “ Company ”)
UNDERWRITTEN PUBLIC OFFERING:	The sale of (i) a minimum of 10,000,000 units of the Company (each, a “Unit”) and (ii) flow-through units of the Company (each, a “Charity FT Unit”). The Units and Charity FT Units shall collectively be referred to as the “Public Offering Securities”. Each Unit will consist of (i) one common share of the Company (a “Unit Share”) and (ii) one common share purchase warrant of the Company (each, a “Unit Warrant”). Each Charity FT Unit will consist of (i) one common share of the Company (each, a “Charity FT Unit Share”) and (ii) one common share purchase warrant of the Company (each, a “Charity FT Unit Warrant”). Each Charity FT Unit Share and each Charity FT Unit Warrant comprising a Charity FT Unit will qualify as a “flow-through share” within the meaning of subsection 66(15) of the <i>Income Tax Act</i> (Canada) (the “Income Tax Act”). Each Unit Warrant and Charity FT Unit Warrant shall entitle the holder to purchase one common share of the Company on a non-flow-through basis (each, a “Warrant Share”) at a price of C\$0.75 at any time on or before that date which is 36 months after the Public Offering Closing Date (as defined herein).
OFFERING PRICES:	C\$0.50 per Unit (the “Unit Price”). C\$0.68 per Charity FT Unit.
GROSS PROCEEDS:	C\$10,000,000 in aggregate gross proceeds from the Public Offering (as defined herein) and concurrent Private Placement (as defined herein) (C\$11,500,000 assuming the exercise in full of the Over-Allotment Option (as defined herein) and the Underwriter’s Option under the Private Placement).
TRANSACTION TYPE:	Bought deal public offering.

**OVER-
ALLOTMENT
OPTION:**

The Company will grant to the Underwriter (as defined herein) an option to cover over-allotments and for market stabilization purposes (the “**Over-Allotment Option**”, and together with the Underwritten Public Offering, the “**Public Offering**”) to purchase or, alternatively, to arrange, as agent for substituted purchasers (the “**Substituted Purchasers**”) in the provinces of Alberta, British Columbia, Manitoba, Ontario, and Saskatchewan (the “**Canadian Selling Jurisdictions**”) to purchase, that number of additional Public Offering Securities, in any combination, equal to up to 15% of the number of Public Offering Securities sold under the Underwritten Public Offering at their respective offering prices. The Over-Allotment Option will be exercisable in whole or in part, at any time and from time to time, for a period of 30 days after and including the Public Offering Closing Date.

**SELLING
JURISDICTIONS:**

The Public Offering Securities will be sold in the Canadian Selling Jurisdictions by way of the Base Shelf Prospectus and prospectus supplement filed in the Canadian Qualifying Jurisdictions. The Units may also be sold in the United States on a private placement basis pursuant to one or more exemptions from the registration requirements of the United States Securities Act of 1933, as amended, and applicable U.S. state securities laws, and in such other jurisdictions outside of Canada and the United States, in each case in accordance with all applicable laws provided that no prospectus, registration statement or similar document is required to be filed in such jurisdiction (collectively with the Canadian Selling Jurisdictions, the “**Selling Jurisdictions**”).

**PRESIDENT’S
LIST:**

The Company shall be entitled to include investors on a president’s list for up to an aggregate number of securities Offered Securities (as defined herein) for aggregate gross proceeds of up to C\$750,000 (the “**President’s List**”).

**UNDERWRITER’S
COMMISSION:**

On the Public Offering Closing Date, the Company shall pay to the Underwriter a cash commission of 7.0% of the gross proceeds raised in respect of the Underwritten Public Offering. In addition, on the Public Offering Closing Date, the Company shall issue to the Underwriter warrants of the Company (the “**Public Offering Broker Warrants**”), exercisable for a period of 36 months following the Public Offering Closing Date, to acquire in aggregate that number of common shares of the Company which is equal to 7.0% of the number of Public Offering Securities sold under the Underwritten Public Offering at an exercise price equal to the Unit Price.

At the closing of the Over-Allotment Option, as applicable, the Company shall pay to the Underwriter a cash commission equal to 7.0% of the aggregate proceeds from the sale of Public Offering Securities sold pursuant to the exercise of the Over-Allotment Option. In addition, the Company shall issue to the Underwriter that number of Public Offering Broker Warrants equal to 7.0% of the number of Public Offering Securities sold pursuant to the exercise of the Over-Allotment Option.

The Company shall pay the Underwriter a reduced cash fee equal to only 3.5% of the aggregate gross proceeds raised from the sale of Public Offering Securities under the President’s List and issue to the Underwriter a reduced number of Public Offering Broker Warrants equal to 3.5% of the Public Offering Securities sold pursuant to the President’s List.

**USE OF
PROCEEDS:**

The net proceeds of the Public Offering will be used by the Company for the commissioning and restart of gold production operations at the Company's wholly-owned Beacon Gold Mine, exploration programs on the Company's Swanson Gold Project in Québec as well as for working capital and general corporate purposes.

The Company will, in a timely and prescribed manner and form, incur (or be deemed to incur) resource exploration expenses which will constitute "Canadian exploration expenses" as defined in subsection 66.1(6) of the Income Tax Act and "flow through mining expenditures" as defined in subsection 127(9) of the Income Tax Act (the "**Qualifying Expenditures**"), in an amount equal to the amount raised pursuant to the sale of Charity FT Units, and the Company will, in timely and prescribed manner and form, renounce the Qualifying Expenditures (on a pro rata basis) to each subscriber of Charity FT Units with an effective date of no later than December 31, 2026 in accordance with the *Income Tax Act* (Canada).

In the event that the Company is unable to renounce or incur 100% of the Qualifying Expenditures, the Company will indemnify, as sole recourse for such failure to renounce, each subscriber of Charity FT Units for the additional taxes payable by such subscriber, to the extent permitted in the *Income Tax Act* (Canada), as a result of the Company's failure to renounce the Qualifying Expenditures as agreed.

LISTING:

The Unit Shares, Charity FT Unit Shares, Warrant Shares and the common shares of the Company issuable upon the exercise of the Public Offering Broker Warrants are to be listed and posted for trading on the Canadian Securities Exchange.

UNDERWRITER:

Red Cloud Securities Inc. (the "**Underwriter**") to act as sole underwriter and bookrunner in connection with the Public Offering.

ELIGIBILITY:

The shares and warrants underlying the Units shall be eligible for investment by RRSPs, RRIFs, RDSPs, RESPs, TFSAs and DPSPs.

CLOSING:

Closing will occur on or around June 9, 2026 (the "**Public Offering Closing Date**"), or on such date as may be agreed upon by the Company and the Underwriter.

**CONCURRENT
PRIVATE
PLACEMENT:**

Concurrent with the Public Offering, the Company and the Underwriter have entered into an agreement whereby the Underwriter agrees to purchase or, alternatively, to arrange, as agent for Substituted Purchasers in the provinces of Alberta, British Columbia, Manitoba, Ontario, Québec and Saskatchewan to purchase, and the Company agrees to sell to the Underwriter and/or Substituted Purchasers, flow-through units of the Company (the "**FT Units**", and collectively with the Public Offering Securities, the "**Offered Securities**") at a price of C\$0.57 per FT Unit (the "**FT Unit Price**") by way of a private placement (the "**Private Placement**"). The Company has also granted the Underwriter an option, exercisable in full or in part up to 48 hours prior to the closing of the Private Placement, to purchase for resale up to that number of additional FT Units that is equal to up to 15% of the FT Units issued pursuant to the Private Placement at the FT Unit Price (the "**Underwriter's Option**"). The closing of the Private Placement is expected to occur on or around the Public Offering Closing Date.