SIXTH AMENDMENT TO THE LETTER AGREEMENT

AMENDMENT (this "**Sixth Amendment**"), dated March 29, 2024, to the letter agreement dated June 13, 2023 among Mandeville Ventures Inc. and Sumer Resources Inc., as amended (the "**Letter Agreement**"). Capitalized terms used but not defined herein shall have the meaning assigned to such term in the Letter Agreement.

WHEREAS, the parties hereto originally entered into the Letter Agreement on June 13, 2023;

AND WHEREAS the Letter Agreement was amended by amendment dated August 4, 2023 to extend the due diligence investigation period contained in the Letter Agreement to September 1, 2023 (the "**First Amendment**");

AND WHEREAS the Letter Agreement was further amended by amendment dated September 1, 2023 to extend the due diligence investigation period and the period for the execution of a definitive agreement contained in the Letter Agreement to October 2, 2023 (the "**Second Amendment**");

AND WHEREAS the Letter Agreement was further amended by amendment dated October 2, 2023 to extend the due diligence investigation period and the period for the execution of a definitive agreement contained in the Letter Agreement to November 30, 2023 (the "**Third Amendment**");

AND WHEREAS the Letter Agreement was further amended by amendment dated November 30, 2023 to extend the due diligence investigation period and the period for the execution of a definitive agreement contained in the Letter Agreement to February 28, 2024 (the "**Fourth Amendment**");

AND WHEREAS the Letter Agreement was further amended by amendment dated February 28, 2024 to extend the due diligence investigation period and the period for the execution of a definitive agreement contained in the Letter Agreement to March 29, 2024 (the "**Fifth Amendment**");

AND WHEREAS the parties wish to further amend the Letter Agreement to further extend the due diligence investigation period and the period for the execution of a definitive agreement as contained in the Letter Agreement to June 28, 2024; and

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the parties to the Letter Agreement hereby agree as follows:

1. Each reference to the date "March 29, 2024" contained in Section 21 of the Letter Agreement is hereby deleted and replaced with "June 28, 2024".

2. Except as expressly modified by this Sixth Amendment, all of the terms and conditions of the Letter Agreement shall remain in full force and

effect. In the event of a conflict between the terms of the Letter Agreement and this Sixth Amendment, the provisions of this Sixth Amendment shall prevail. This Sixth Amendment may be executed in counterparts, and any party hereto may execute any such counterpart, each of which when executed and delivered shall be deemed to be an original and all of which counterparts taken together shall constitute but one and the same instrument. This Sixth Amendment shall become effective when each party hereto shall have received a counterpart hereof signed by the other parties hereto. The parties agree that the delivery of this Sixth Amendment may be effected by means of an exchange of electronic or facsimile signatures.

[signature page follows]

IN WITNESS WHEREOF, each party hereto has caused this Sixth Amendment to be duly executed by its duly authorized officer or representative as of the date first above written.

MANDEVILLE VENTURES INC.

By: *(signed) "Dean Hanisch"*
Name: Dean Hanisch
Title: President and Chief Executive Officer

SUMER RESOURCES INC.

By: *(signed) "Arnoldus Brand"*
Name: Arnoldus Brand
Title: Executive Chairman