

CONFIDENTIAL INFORMATION MEMORANDUM

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Private Placement

March 2017



Maximum Offering: \$1,000,000 in equity units and-or flow through shares \$0.10 per hard dollar unit - \$0.12 per flow-through share
(all figures in Canadian dollars)

Voyageur Minerals Ltd. (VM: TSX-V) is developing near term cash flow on its barite projects in BC, Canada, and is actively exploring lithium brine projects in Utah USA.

- The ULI Lithium Project: Located in the Paradox Basin, Utah, USA, the ULI is a Subterranean Pressurized Brine (SPB) system located along the Robert's Rupture Fault Zone, with historic fluid analysis shows up to 1700 ppm Lithium - less than 1000m from the project area/claims.
- Comparable to highest grades currently being produced worldwide. The high grade lithium brine is recovered from a naturally flowing brine aquifer. High flow rates to surface and new advancements in lithium extraction technology allows for high production with fewer wells.
- Voyageur Minerals Ltd and Anson Resources Ltd. (Australia) have entered into a joint venture agreement. Anson has agreed to fund entire project to the post drilling phase to earn 70% of the working interest in the project.
- Voyageur Minerals Ltd. has a 100% interest in a new Lithium brine project located in Utah, USA. Management is focused on a near surface lithium brine aquifer. The company is currently staking more ground. This project has been reviewed by our Qualified Person (QP).
- Voyageur's Barite Projects: near term production potential. Low capital investment to generate cash flow. Two of Voyageur's BC Barite deposits, Jubilee and Francis Creek, are high grade BaSo. Testing at Loring Labs and SGS Canada Inc., in 2016 concluded that the Barite on Voyageur's Francis Creek project is industrial grade Ba, suitable for sales into the US industrial barite market (paint and chemical manufacturers).
- No high grade Barite production remains in Canada or the US: Aside from a small mine in Atlanta, owned by a chemical company, there are no other mines with industrial grade barite production in Canada or the USA. The Canadian and US industrial grade barite market is 100% reliant on imports from China, India or Morocco.
- Voyageur's May 2017 drilling program is designed to upgrade the NI 43-101 report on the Francis Creek property. Management estimates that the mining costs at Frances Creek **will be** less than the costs to import barite from China.
- **Cash Flow Focused:** Pre-marketing efforts have identified prospective North American customers seeking high grade barite sources.

2017 Term Sheet - Summary of Terms

- Issuer:** Voyageur Minerals Ltd. VM:TSX-V
- Offering:** Common Equity units or Flow-Through shares to be issued by way of private placement exemptions from prospectus requirements, as provided for in the Securities Act (Alberta) and comparable provisions in other provinces in Canada (the "Offering").
- Size of the Offering:** Maximum \$1,000,000 in equity units and flow through shares (CAD).
- Issue Price:** \$ 0.10 per Common Equity unit, where each unit is comprised of one Common share and one Common share purchase warrant, each warrant is exercisable at \$0.18 for a period of two years from closing. The Flow Through shares are priced at \$0.12 per share.
- The warrant contains an acceleration clause such that the warrants may be called in and/or force exercised at the company's discretion once the shares trade at or above \$0.25 per share for a period of ten (10) consecutive trading days. If the Company elects to call the warrants they must be exercised with-in thirty (30) days from that notice.
- Tax Considerations:** Voyageur, pursuant to the provisions in the Income Tax Act (Canada) will incur Canadian Exploration Expenses (the "Qualifying Expenditures") after the Closing Date and prior to December 31, 2018 in the aggregate amount of not less than the total amount of the gross proceeds raised from the issue of Flow-Through shares. Voyageur will renounce the Qualifying Expenditures incurred to the purchasers of the Flow-Through shares such that \$.12 per Flow-Through share will be deductible against the subscribers' taxable income for the fiscal year ended December 31, 2017. All investors are encouraged to seek advice from their own tax advisors, in regards to the tax treatment of these deductions.
- Use of Proceeds:** The net proceeds received by Voyageur from the issue of Common shares will be used to expand and explore for lithium assets and to immediately optimize Voyageur's barite industrial grade properties to develop and produce a high grade barite product for production and sales into the the industrial market in Canada & the US.
- Offering Jurisdictions:** The selling jurisdictions (the "Selling Jurisdictions") for the offering will be the provinces of Alberta, Saskatchewan, Manitoba, British Columbia, Ontario. and such other provinces and territories should participating agents specify and the corporation agrees to prior to the Closing date. The Common shares will be sold on a private placement basis pursuant to Notice 45-318 **Prospectus Exemptions for Certain Distributions through an investment dealer (the "Dealers Exemption") and the "accredited investor" exemption contained in National Instrument 45-106** and certain other available and agreed upon exemptions. The Common shares may also be placed privately in the United States with certain qualified buyers.

Liquidity: The Common Shares may be subject to applicable hold periods and resale restrictions imposed under applicable securities laws.

Closing Date: Voyageur intends to do one or more closings on or before April 30 2017.

New Exemption: Voyageur's subscription agreements include the new **Broker Dealers Exemption** that allows Non Accredited retail investors to purchase Voyageur's private placement units' subject to: suitability review by an IIROC registered broker dealer (IA). This exemption is only available for subscribers in BC, AB, SK, MB and NB.

Private Investors: Accredited investors wishing to apply for units directly with the issuer, please contact Mr. Steven R. Livingston at Voyageur Minerals Ltd. + (403) 471-1659.

Our Counsel: Norton Rose Fulbright Canada, attention: Mr. James O'Sullivan, Partner and/or Mr. Rick Skeith, Senior Partner.

For more information please visit us at www.voyageurminerals.ca or contact:

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