

**TURNIUM TECHNOLOGY GROUP, INC.
UP TO C\$3,500,000 IN UNITS
INDICATIVE TERM SHEET**

NOT FOR GENERAL DISTRIBUTION IN THE UNITED STATES

This term sheet (the "Term Sheet") summarizes the principal terms of a proposed offering of up to C\$3.5 million of units of Turnium Technology Group, Inc. to certain qualified subscribers (each such subscriber, an "Investor") pursuant to a brokered private placement.

This Term Sheet is for discussion purposes only. This Term Sheet is not intended to represent an "offering memorandum" for purposes of applicable securities legislation. Any investment by the Investor will be in all respects contingent upon and subject to, among other things, satisfactory completion of due diligence and the negotiation of satisfactory documentation.

Issuer:	Turnium Technology Group, Inc. (the "Company").
Listing:	The Company's common shares currently trade under the ticker symbol "TTGI" on the TSX Venture Exchange (the "Exchange").
Offering:	Private placement of up to [•] units of the Company (the "Offered Securities") to raise up to C\$3,500,000 on a commercially reasonable efforts basis (the "Offering").
Gross Proceeds:	Up to C\$3,500,000.
Issue Price:	[C\$•] per Offered Security (the "Issue Price").
Offered Securities:	Each Offered Security shall be comprised of (i) one common share of the Company (a "Common Share") and (ii) one common share purchase warrant of the Company (a "Warrant").
Warrants:	Each Warrant shall be exercisable to acquire one Common Share at an exercise price of [C\$•] per Common Share (the "Exercise Price") for a period of 36 months from the Closing Date.
Use of Proceeds:	The net proceeds of the Offering will be used for the repayment of debt in the amount of ~C\$2,000,000, and to provide general working capital to support operations.
Form of Offering:	The Offered Securities will be issued by private placement pursuant to the listed issuer financing exemption under section 5A.2 of National Instrument 45-106 – <i>Prospectus Exemptions</i> (the "Listed Issuer Financing Exemption") in each of the provinces and territories of Canada (other than Quebec), and in the United States pursuant to exemptions from the registration requirements under the United States Securities Act of 1933, as amended.

The Offering will be made available to offshore investors pursuant to relevant prospectus or registration exemptions in accordance with applicable laws.

Eligibility:	The Offered Securities will be qualified investments eligible for RRSP, RESP, RRIF, TFSA and DPSP accounts.
Qualification:	Purchasers of Offered Securities under the Listed Issuer Financing Exemption will not be subject to a statutory hold period.
Cash Commission:	7.0% of the aggregate gross proceeds of the Offering payable in cash or Offered Securities, or any combination of cash or Offered Securities at the option of the Lead Agent.
Agents' Warrants:	The Agents will receive warrants (the "Agents' Warrants") exercisable at any time prior to the date that is 36 months from the Closing Date to acquire that number of Offered Securities which is equal to 7.0% of the number of Offered Securities sold under the Offering, at an exercise price equal to the Issue Price.
Selling Group:	The Lead Agent reserves the right to assemble a selling group in accordance with standard industry practice.
Closing Date:	The closing of the Offering will occur on or about July 28, 2023 or on such other date(s) as agreed to between the Company and the Lead Agent (the "Closing Date").
Lead Agent:	Canaccord Genuity Corp. 100%.