

## FREQUENTLY ASKED QUESTIONS

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### MESSAGE FROM CEO OF LAURION MINERAL EXPLORATION INC.

As the President and CEO of Laurion Mineral Exploration Inc. (“LME”), I understand that shareholders and potential investors of LME may have questions about the company from time to time.

With this in mind, I have set out below, responses to questions that are often raised to LME. I am extremely excited about LME, and remain exceedingly confident in the work my team has done and continues to do, to work towards maximizing shareholder value as LME continues to advance its flagship Ishkodoy Project. A consequence of LME’s efforts and advancement over the past several years is that the company has become positioned as a possible acquisition target for appropriate potential acquirors. Rest assured that LME will continue to seek out and explore opportunities and potential transactions that are strategically beneficial to the company and its stakeholders.

I want to reiterate our commitment to maximizing shareholder value and the confidence we have in the future prospects of our company. We appreciate your ongoing support and trust as we diligently work towards achieving LME’s goals. Our strategy, backed by a highly skilled team, positive results, and a careful and ongoing assessment of strategic options, positions us well for long-term success. We are dedicated to transparency, accountability, and creating an environment that benefits our stakeholders.

A handwritten signature in blue ink, appearing to read 'Cynthia Le Sueur-Aquin', is positioned above the printed name.

Cynthia Le Sueur -Aquin

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**Q** *What plans are in place to keep/grow LME's stock price? Shareholders should not be expected to rely solely on "we'll sell the Company one day". Why should an investor remain with LME now as opposed to investing in another opportunity and then returning to LME in a year? What was once a 12 to 18 month plan has been underway for over 3 years?*

**A** LME has a robust and multi-faceted plan in place, to not only maintain but also enhance the current stock price. We understand that relying solely on the prospect of a future sale of the company is not sufficient, nor may it be the most beneficial option for the company and its stakeholders. Therefore, we are actively focused on maximizing the value of our assets, primarily the Ishkoday property. Our team is committed to continuous exploration, development, and optimization of the property to showcase its full potential for sale.

By remaining invested in LME, shareholders can benefit from our unwavering dedication to creating long-term value. Our successful efforts to expand the Company's mineral resources over the substantial project area, improve operational efficiency, and strengthen our position in the market, are designed to generate consistent growth which may attract potential buyers, who should recognize the immense opportunities presented by LME. We believe that our ongoing initiatives, coupled with our commitment to transparent communication, make LME an attractive and compelling investment choice in the short and long-term.

LME will communicate regularly with shareholders via our website, LinkedIn, press releases, SEDAR filings and other avenues to ensure that shareholders are kept up to date with the company, as we work diligently to execute our plans to demonstrate the full value of LME and its Ishkoday Project for sale to an ideal buyer.

**Q** *LAURION's assays results have been very positive in their press releases and annual reports. How should shareholders interpret LME's increasing confidence in the work the technical team have completed on the Project? Does the work on the property to-date improve the initial inference of the potential resources in management's view? After years of exploration work which included prospecting, grab sampling, trenching, channel sampling and drilling. Some of that speculated potential on the project should be able to be defined.*

**A** Exploration and development in the mining industry can be complex and unpredictable, often leading to extended timelines beyond initial estimates. While LME's original 12 to 18 month plan has surpassed the projected duration, it is crucial to note that this extension does not indicate a lack of progress or commitment to the Ishkoday Project. On the contrary, current timelines demonstrate LME's dedication to thoroughness, attention to detail, and commitment to exploring every avenue to maximize shareholder value.

As evidenced by our positive press releases and annual reports, LME's confidence in the potential of the Ishkoday property has significantly increased over time. The work we have

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undertaken on the property has yielded substantial advancements, improving our understanding and refining the initial inference of resources. To date, our team has identified a significant number of gold occurrence and mineralized structures on the Ishkoday, and every day our exploration efforts in conjunction with advanced geological studies, have allowed us to enhance the accuracy and reliability of LME's mineral potential.

We want our shareholders to interpret the extended timeline as a testament to our unwavering commitment to delivering the best possible outcomes. Through our meticulous approach and diligent exploration efforts, we are steadily progressing towards unlocking the true potential of the Ishkoday property, thus reinforcing the value proposition for our shareholders at a maximum value.

**Q** *What is the minimum purchase price LME would be willing to accept for the Ishkoday Project given the current view of the resources on the property?*

**A** Determining the minimum purchase price for the Ishkoday Project involves careful consideration and evaluation. I assure you that, if and when approached with an offer to complete a M&A transaction or any other possible strategic alternative, LME's Board of Directors and management will continue being fully committed to maximizing shareholder value and securing the best possible outcome for our investors.

We recognize the significance of the current view of resources on the property in driving valuation discussions. Any negotiated purchase price for LME or the Ishkoday Project (if applicable), would need to reflect what we believe to be the true value of the Ishkoday Project based on the view of our team, in collaboration with industry experts, advisors and committed partners, while considering diligently analyzed market conditions and resource estimates. I am LME's largest shareholder and in line with the interests of the company's other shareholders, I would want the best price for my shares if an opportunity to sell these shares were to arise in the future.

Interest directed at LME's Board of Directors previously has been at a premium to the current average market share price (as of August 1<sup>st</sup>, 2023).

**Q** *There seems to be opposition to preparing and filing an updated Mineral Resource Estimate (MRE) technical report because such reports are expensive and may underestimate the mineralization potential of the property. However, once you do the first MRE, they can be updated easily and quickly. Wouldn't it make sense to plan on doing an MRE and then updating it annually to show growth? In the Sept. 27<sup>th</sup>, 2022 press release, it was disclosed that LME's Board of Directors were evaluating the prospect of initiating a new NI 43-101 technical report but that was never updated or discussed thereafter. What is the update on that strategy? Are there examples of dispositions like the one sought by LME that were executed with strong valuation without the MRE having been done?*

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A The concept of conducting an updated MRE and regularly updating it to showcase growth aligns with our commitment to transparency and demonstrating the value of our assets. We recognize the importance of providing timely and accurate information to our shareholders, as well as the company's other stakeholders. While an MRE can be a valuable tool in showcasing the potential of LME's mineral resources, it remains only one of many options for doing so. On an ongoing basis, LME considers the merits of all such available options to ensure the most effective utilization of the company's financial and human resources and to maximize shareholder value, based on the circumstances.

Considering the dynamic nature of the mining industry and the evolving understanding of resource estimates, we carefully assess the best strategies for providing comprehensive and up-to-date information about new drill results and other new technical and scientific information about the Ishkoday Project. While an annual update to the MRE is an option worth considering, we have been exploring other means, such as consistent communication through press releases, quarterly reports, and investor presentations, to highlight our progress, growth trajectory, and potential for further mineral resource expansion.

There is certainly enough data on the Ishkoday Project owned by LME to successfully complete an MR,E but that does not mean that the completion of that process would be in the best interest of LME shareholders. There is a risk that a MRE can act as a limitation or cap the potential of the property, as opposed to a floor and that could negatively impact the future valuation of the business. LME regularly assesses whether there is a need – whether legal, practical or otherwise – to update its existing technical report for the Ishkoday Project and certainly, if circumstances would ever arise where any such update is required by applicable securities laws, then LME would not hesitate to provide this update. We want to assure our investors that we are committed to openness and transparency in presenting the growth potential of LME. In the Board's view, an MRE has not been required to-date for achieving this aim, but will continue to be an option the Board revisits regularly on a going-forward basis.

**Q *Shareholders understand that LME cannot typically confirm or deny the existence of any specific ongoing discussions about NDA-engaged parties interested in acquiring the company (unless required to do so by law). Can you tell us anything about discussions that were active but are no longer? Why did they not advance and does that process inform future discussions? Has an offer to purchase LME ever been made? What feedback has LME received from previous suitors who are no longer pursuing an acquisition?***

A LME will continue to explore opportunities and potential transactions that are strategically beneficial to the company and its shareholders. The dynamic nature of this ongoing process and any discussions that may arise therefrom means that it is not always necessary, or appropriate, to publicly disclose these discussions, unless they advance to a stage where they constitute a material fact or material change. LME will promptly issue a press release if any new disclosable material information arises or if a material change

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occurs, in accordance with the policies and requirements of the TSX-V and applicable securities legislation.

The insights gained from previous discontinued discussions in regard to potential transactions and strategic alternatives for LME are valuable in informing our future approach. Each interaction contributes to our understanding of market dynamics, potential hurdles, and investor expectations. We continuously strive to incorporate these learnings into our strategy, refining our approach when faced with these types of potential opportunities.

We remain committed to achieving the best possible outcome for our shareholders and are actively engaged in seeking opportunities to unlock maximum value for our stakeholders.

**Q** *Although LME is a public company that is listed on the TSX-V, we believe that LME is in many ways a wonderfully kept secret. Why not hire an independent and experienced investment banking or relations firm to professionally market and promote LME to the street? Why not engage multiple firms since LME has (what we believe to be), such a rare asset and let a free and well-informed market establish LME's value? The current approach seems to be dependent on a small part of the LME Board's efforts to explore the potential sale of the company. Why not get as many firms to the table and give all of their clients' access to LME's work on the Ishkoday Project? This may even result in consortiums or syndicates forming to buy LME.*

**A** LME's Board of Directors is aware that possible strategic alternatives and transactional opportunities may arise and/or could be procured in the short or medium terms. In the meanwhile, as stated above and as publicly announced by the company, LME intends to continue to seek out and explore opportunities and potential transactions that are strategically beneficial to the company and its shareholders. One such potential opportunity may be the sale of LME.

We appreciate the potential benefits of a comprehensive and effective marketing and promotion strategy to maximize shareholder value through broad and loud communications to capital market participants. LME has previously engaged consultants to provide marketing, advertising and investor awareness services for the purposes of raising awareness about LME and the development of the Ishkoday Project. Engaging an independent and experienced investment banking or relations firm to assist in professionally marketing LME is one option that we may consider as part of our evaluation process.

By leveraging the expertise and network of such a firm, LME could tap into the firm's extensive industry knowledge, market reach, and negotiation skills. Hiring a reputable investment banking or relations firm could assist with communicating our company's value proposition to potential investors, buyers and other possible interested parties, thereby maximizing LME's exposure.

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We also recognize the potential benefits of engaging multiple firms, allowing for a broader market assessment and enabling a free market to establish LME's value. LME's current approach, driven by a select group of the company's Board of Directors, is based upon careful evaluation of all available options, considering factors such as costs, expertise, and market dynamics, as well as the wide breadth of potential opportunities and strategic alternatives for the company. Notwithstanding the foregoing, LME remains open to the possibility of exploring different approaches in the future if circumstances change or evolve. Ultimately, our objective is to secure the best possible outcome for LME and its stakeholders.

**Q** *In a corporate video regarding LME, the company's President and CEO, Cynthia, expressed confidence that LME's overall strategy and objectives are sound and remain on track. Can you tell us where that confidence comes from? One of the highlighted objectives has been to maximize shareholder value; is there an element of time associated to that value? A maximum?*

**A** Our confidence in LME's strategy stems from a combination of factors that give us a strong foundation for future success. Firstly, our team is comprised of highly skilled professionals with extensive experience in the mining industry. Their expertise, coupled with a disciplined approach to exploration, development, and execution, instills confidence in LME's ability to achieve its strategic goals.

Furthermore, the positive results we have achieved, and the progress made in LME's exploration and development activities, contribute significantly to our confidence. The ongoing advancement of the Ishkoday Project, combined with the continuous evaluation of new opportunities, supports our objective of maximizing shareholder value.

While time can influence market conditions and the realization of value, we understand the importance of striking a balance between short-term and long-term objectives. Our focus is not solely on achieving immediate gains but on sustaining long-term growth and generating sustainable shareholder value. We remain committed to diligently executing our strategy while proactively adapting to market dynamics and seizing favorable opportunities as they arise.

Maximizing shareholder value is a paramount objective for us. Although there may not be a predetermined maximum value within a fixed timeframe, we are committed to generating substantial returns for our shareholders over the long run. Our dedication to delivering value, combined with our ongoing efforts to enhance operational efficiency and expand our mineral resource base, favorably positions LME to capitalize on changing market conditions and maximize shareholder returns.

**Q** *The stated objectives of LME from many sources are the exploration, development and disposition of the company. How do you spend your time on each of these critical activities?*

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A Every day is a new and different day. There are days (which I love) that start and end with exploring the Ishkoday in my boots and fighting the bugs to find new evidences for mineralized structures that we haven't previously seen, and potentially have the power to confirm the substantial potential of the Ishkoday Project. There are other days that start and end in board rooms and/or on video conferences with groups and their teams about the data we've collected about our property with a view to forming a valuation for LME as an acquisition target. In between those days, I spend time developing critical relationships with our Indigenous partners and corporate governance teams as well as geological partners, ESG partners, water sampling partners, local students and much, much more.

This means that no 2 days are every truly alike but one is never more important than another. Only by winning at all 3 of those phases will LME shareholders realize the maximum value of their investment in LME.

**Q *As President and CEO of LME, Cynthia appears to be the most visible representative of the company. What functions of corporate governance are being executed by LME's current Board of Directors? What accountability to shareholders has been/will be demonstrated by the Board? Would LME benefit from having a broader, more experienced Board in place that are independent of stock ownership in the company? Could that Board be focused on potential corporate finance and M&A matters while a separate Technical Board advises on the geologic work being done on the Ishkoday Project?***

A Accountability to LME's shareholders is of utmost importance to the Board of Directors, and Board members recognize the need to demonstrate transparency and responsibility in their actions. The Board actively executes its governance duties, ensuring that the company's operations align with shareholder interests. The Board oversees strategic decision-making, risk management, and continuously reviews, revises and implements of corporate governance practices and policies that protect shareholder rights.

Some studies have shown that when it comes to the size of a board of directors, smaller boards can, at times, be more efficient and effective than larger ones. For example, smaller boards are viewed by some as being more inclined to work collaboratively and, in some cases, outperform larger boards. Regardless of whether you subscribe to this perspective on smaller boards, LME regularly reassesses the size and composition of its own Board of Directors based on a number of factors that it deems critical, including the following:

- (a) independence;
- (b) diversity;
- (c) expertise and experience; and
- (d) functions of the Board.

Based on the foregoing, and considering the current Board's track record and the fact that LME already has a separate Technical Advisory Committee, we are confident that the

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current size and composition of the Board is suitable for LME. We value the continuity and dedication of our existing Board members who have been integral to our progress thus far.

### **Qualified Person**

The technical information in this Corporate PowerPoint has been prepared in accordance with Canadian regulatory requirements and has been reviewed and approved by Jean Philippe Paiement, P.Geo., MSc., a consultant to LAURION, and a “qualified person” within the meaning of National Instrument 43-101.

For further questions and answers with respect to LAURION and its project, Ishkoday, please contact:  
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