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## OFFERING DOCUMENT UNDER THE LISTED ISSUER FINANCING EXEMPTION

June 15, 2026



**ARRAS MINERALS CORP.**  
(the “**Issuer**”, “**Arras**” or “**we**”)

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**SUBSCRIPTION PRICE \$1.36 PER OFFERED SHARE**

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### PART 1 SUMMARY OF OFFERING

#### What are we offering?

<b>Securities:</b>	<p>11,030,000 common shares of the Issuer (“<b>Offered Shares</b>”) (12,684,500 Offered Shares if the Over-Allotment Option (as defined below) is exercised in full) are being offered (the “<b>Offering</b>”) pursuant to the listed issuer financing exemption (the “<b>LIFE Exemption</b>”) under Part 5A of National Instrument 45-106 – <i>Prospectus Exemptions</i> (“<b>NI 45-106</b>”), as amended and supplemented by Coordinated Blanket Order 45-935 – <i>Exemptions from Certain Conditions of the Listed Issuer Financing Exemption</i>.</p> <p>The Issuer shall have the right to designate subscribers to purchase up to 1,470,588 common shares of the Issuer (the “<b>Common Shares</b>”) at the Offering Price (as defined below) (the “<b>President’s List</b>”) as part of the Offering. References to “<b>Offered Shares</b>” and the “<b>Offering</b>” herein include the Common Shares that may be issued to subscribers on the President’s List.</p>
<b>Offering Price:</b>	\$1.36 per Offered Share (the “ <b>Offering Price</b> ”).
<b>Offering:</b>	The issue and sale of the Offered Shares will be made on a “bought deal” private placement basis pursuant to an underwriting agreement to be entered into between the Issuer and Haywood Securities Inc., as lead underwriter and sole

	bookrunner (the “ <b>Lead Underwriter</b> ”) on behalf of a syndicate of underwriters (collectively with the Lead Underwriter, the “ <b>Underwriters</b> ”) on or before the Closing Date (as defined below). The Underwriters may arrange for substituted purchasers (“ <b>Substituted Purchasers</b> ”) of the Offered Shares with the effect that such Substituted Purchasers will be the initial purchasers of the Offered Shares, and will be entitled to the Purchasers’ Rights set out in Part 5 hereof. To the extent that Substituted Purchasers purchase any Offered Shares, the Underwriters shall not be obligated to purchase the Offered Shares so purchased by such Substituted Purchasers.
<b>Offering Amount:</b>	\$15,000,800, inclusive of aggregate gross proceeds attributable to the President’s List (and \$17,250,920 if the Over-Allotment Option is exercised in full).
<b>Over-Allotment Option:</b>	The Issuer will grant to the Underwriters an option, exercisable up to 48 hours prior to the Closing Date (as defined below), to arrange for the sale of additional shares equal to up to 15% of the number of Offered Shares, being 1,654,500 Common Shares, at the Offering Price under the LIFE Exemption for additional gross proceeds of up to \$2,250,120 (the “ <b>Over-Allotment Option</b> ”). References to “ <b>Offered Shares</b> ” and the “ <b>Offering</b> ” herein include the Common Shares that may be issued under the Over-Allotment Option.
<b>Closing Date:</b>	The Offering is expected to close on or about July 7, 2026 (the “ <b>Closing Date</b> ”), or such earlier or later date or dates in one or more tranches as may be agreed between the Lead Underwriter and the Issuer in their sole discretion, such date being no later than 45 days from the date the Issuer issues the press release announcing the Offering.
<b>Exchange:</b>	The Common Shares are listed on the TSX Venture Exchange (the “ <b>Exchange</b> ”) under the symbol “ARK” and trade on the OTCQB Venture Market trading platform in the United States under the symbol “ARRKF”.
<b>Last Closing Price:</b>	On June 12, 2026, the last trading day prior to the date of this Offering Document, the closing price of the Common Shares on the Exchange was \$1.50, and on the OTCQB Venture Market was US\$1.0647.

### Description of Common Shares:

The holders of Common Shares are entitled to: (i) receive dividends as and when declared by the board of directors of the Issuer, out of the moneys properly applicable to the payment of dividends, in such amount and in such form as the board of directors may from time to time determine; (ii) in the event of the dissolution, liquidation or winding-up of the Issuer, whether voluntary or involuntary, or any other distribution of the assets of the Issuer among its shareholders for the purpose of winding-up its affairs, receive the remaining property and assets of the Issuer; and (iii) receive notice of and to attend all meeting of the shareholders of the Issuer and to have one vote for each Common Shares held at all meetings of the shareholders of the Issuer, except for meeting at which only holders of another specified class or series of shares of the Issuer are entitled to vote separately as a class or series.

It is anticipated that the Offered Shares will be deposited electronically with CDS Clearing and Depository Services Inc. (“**CDS**”) through the book-based system administered by CDS on the Closing Date. In such case, except in limited circumstances, no purchaser of Offered Shares will be entitled to receive definitive certificates or other instruments from the Issuer or CDS representing their interest in the Offered Shares. Such purchaser will receive only a customer confirmation from the registered dealer who is a CDS participant and from or through whom the Offered Shares are purchased.

***No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this document. Any representation to the contrary is an offence. This Offering may not be suitable for you and you should only invest in it if you are willing to risk the loss of your entire investment. In making this investment decision, you should seek the advice of a registered dealer.***

All references in this Offering Document to “dollars” or “\$” are to Canadian dollars, unless otherwise stated.

## **General Information**

The Issuer is conducting a listed issuer financing under section 5A.2 of National Instrument 45-106 – *Prospectus Exemptions*. In connection with this Offering, the Issuer represents the following is true:

- The Issuer has active operations and its principal asset is not cash, cash equivalents or its exchange listing.
- The Issuer has filed all periodic and timely disclosure documents that it is required to have filed.
- The Issuer is relying on the exemptions in Coordinated Blanket Order 45-935 *Exemptions from Certain Conditions of the Listed Issuer Financing Exemption* (the Order) and is qualified to distribute securities in reliance on the exemptions included in the Order.
- The total dollar amount of this offering, in combination with the dollar amount of all other offerings made under the listed issuer financing exemption and under the Order in the 12 months immediately preceding the date of the news release announcing this offering, will not exceed \$25,000,000.
- The Issuer will not close this Offering unless the Issuer reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution.
- The Issuer will not allocate the available funds from this Offering to an acquisition that is a significant acquisition or restructuring transaction under securities law or to any other transaction for which the Issuer seeks security holder approval.

## **Cautionary Note Regarding Forward-Looking Statements**

This offering document contains forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “will”, “proposes”, “expects”, “targeted”, “possible”, “continue”, “estimates”, “intends”, “anticipates” or “believes”, or variations (including negative and grammatical variations) of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. All statements, other than statements of historical fact, that address activities, events or developments that the Issuer believes, expects or anticipates will or may occur in the future (including, without limitation, statements regarding any objectives and strategies of the Issuer) are forward-looking statements. Examples of such forward-looking statements in this offering document include:

- closing of the Offering;
- exercise of the Over-Allotment Option;
- use of available funds, including the proceeds of the Offering, and the cost of the Offering;
- the timing and results from the Issuer’s business activities;
- the Issuer’s planned activities at the Elemes Project in 2026 and beyond;
- the Issuer’s advancement of the Elemes Project regional license package;

- expectations, strategies and plans for the Issuer's mineral properties and projects, including with respect to mineral reserve and mineral resources estimates and the quantity and quality thereof, expected mine life, development schedule, production, capital and operating cost estimates and the availability of capital for development;
- estimation and realization of mineral resources;
- cost, timing and location of exploration and development projects;
- the Issuer's business plans, milestones and timeframes related to such plans and milestones;
- costs and timing of business activities and the results that may be obtained therefrom;
- potential upcoming changes to the Issuer's board of directors;
- any acquisitions or dispositions of material assets;
- timing and receipt of approvals, consents and permits under applicable legislation; and
- business objectives and milestones; and adequacy of financial resources.

These forward-looking statements reflect the current expectations, assumptions or beliefs of the Issuer based on information currently available to the Issuer.

Forward-looking information is based on the reasonable assumptions, estimates, analysis and opinions of management made in light of its experience and its perception of trends, current conditions and expected developments, as well as other factors that management believes to be relevant and reasonable in the circumstances at the date that such statements are made, but which may prove to be incorrect. The material factors and assumptions used to develop the forward-looking statements contained in this offering document include, without limitation:

- that the Issuer is able to raise sufficient investments from investors to complete the Offering;
- that the Issuer will remain competitive in the marketplace;
- that the Issuer will remain compliant with all applicable laws including those with respect to environmental and mineral exploration;
- that the Issuer will be able to adapt to changes to competition, industry trends, new technologies, fluctuations in commodity and input pricing and laws;
- the availability and final receipt of required approvals, licenses and permits, sufficient working capital, access to adequate services, workers and supplies, economic conditions, input prices, interest rates, access to equity and debt markets and associated costs of funds, availability of a qualified work force;
- that the Issuer is able to procure equipment and supplies in sufficient quantities and on a timely basis; and
- that the Issuer maintains its ongoing relations with its business partners and governmental authorities.

There can be no assurance that forward-looking statements will prove to be accurate, as actual results, performance or developments could differ materially from those anticipated in such statements. Although the Issuer believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and accordingly undue reliance should not be put on such statements due to the inherent uncertainty therein. The factors identified above are not intended to represent a complete list of the factors that could affect the Issuer.

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the Issuer's actual results, performance or developments to be materially different from any future results, performance or developments expressed or implied by the forward-looking statements, and even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on, the Issuer. Prospective investors should consider the risk factors set forth below, as well as risks described in the Issuer's public disclosure filings with the Canadian securities regulatory authorities and available on the Issuer's SEDAR+ profile at [www.sedarplus.ca](http://www.sedarplus.ca). Risks which may impact the forward looking information contained in this offering document include but are not limited to:

- obtaining the requisite approval of the Exchange for the Offering;
- the Issuer being unable to raise sufficient financing from investors and electing not to complete the Offering;
- costs, timing and the results that may be obtained in relation to the Issuer's business plans and operations;
- general political and economic conditions in Canada and globally;
- risks of political and economic instability in Kazakhstan;
- industry conditions, including fluctuations in the costs of key inputs including labour;
- risks associated with foreign operations including, without limitation, geopolitical risks, tariffs, political instability, changes to laws and regulations, compliance with laws, expropriation risks, risks related to the loss of rights to the Issuer's assets and currency fluctuations;
- general risks associated with the Issuer's business;
- risks relating the Issuer's "foreign private issuer" status;
- risks relating to the Issuer's possible status as a passive foreign investment company;
- the Issuer's ability to obtain additional funding;
- risks related to the Issuer's exploration stage operations and other risks inherent with mineral explorations;
- risks related to the Issuer's relationship with local communities and organizations;
- the potential for defects in title of the Issuer's properties;
- changes in laws and regulations impacting the Issuer's activities; legal and litigation risks;
- statutory and regulatory compliance; insurance and uninsurable risks;
- the Issuer's history of losses and negative cashflow, which may continue into the foreseeable future;
- the Issuer's inability to pay dividends;
- commodity price fluctuations and cycles;
- environmental and environmental regulation risks;
- risks related to the Issuer's obligations to make land payments, royalties and other work commitments;
- risks associated with climate change;
- volatility in the Issuer's share price;
- the continuation of the Issuer's management team and the Issuer's ability to secure the specialized skill and knowledge;
- the Issuer's reliance on international advisors and consultants;
- the availability of capital on acceptable terms;
- failure to maintain or obtain all necessary government licenses, permits, approvals and authorizations;
- relations with and claims by key suppliers, customers, stakeholders and non-governmental organizations;
- failure to maintain market acceptance; actual and perceived political risks in local jurisdictions;
- the effectiveness of the Issuer's internal control over financial reporting;
- the Issuer's ability to acquire additional mineral properties or property concessions;
- general business, economic, competitive, political and social uncertainties including recession, interest rate hikes, trade disputes, war and other factors; and
- public health crises such as pandemics and other uninsurable risks.

The forward-looking information contained in this offering document is expressly qualified by this cautionary statement. We undertake no duty to update any of the forward-looking information to conform such information to actual results or to changes in our expectations except as otherwise required by applicable securities legislation. Readers are cautioned not to place undue reliance on forward-looking information.

## PART 2 SUMMARY DESCRIPTION OF BUSINESS

### What Is Our Business?

The Issuer is a Canadian exploration and development company advancing a portfolio of copper and gold assets in northeastern Kazakhstan. The Issuer has established one of the largest license packages in the country prospective for copper and gold. The Issuer's exploration is focused on discovering and delineating mineral resources at its exploration licenses, including the Elemes copper-gold porphyry project where initial drill results in 2025 identified porphyry style mineralization across a 10km line of strike.

The Issuer was incorporated on February 5, 2021, as a wholly owned subsidiary of Silver Bull Resources, Inc. ("**Silver Bull**").

On March 19, 2021, Silver Bull transferred its Kazakh assets to the Issuer in exchange for 36,000,000 Common Shares pursuant to an asset purchase agreement, and on September 24, 2021, Silver Bull completed a spin out of the Issuer by issuing 34,546,838 Common Shares of the Issuer to its shareholders as a special dividend.

Additionally, the Issuer holds its interest in the Stepnoe and Ekidos properties through the Stepnoe and Ekidos Joint Venture Agreement dated September 1, 2020 (the "**Stepnoe and Ekidos JV Agreement**"), and the Akkuduk, Nogurbek, Maisor, Elemes, Aktasty, Besshoky, Aimandai and South Bozshakol properties through the Maikain Joint Venture Agreement dated May 20, 2021 (the "**Maikain JV Agreement**").

On February 3, 2022, the Issuer acquired Ekidos LLP ("**Ekidos**"), which holds other exploration licenses located in Kazakhstan, for total consideration of \$1,000. On February 10, 2023, Arras Metals Ltd. was incorporated in Kazakhstan as a wholly owned subsidiary of the Issuer, for the purpose of holding certain mineral exploration investments.

The Issuer also holds interest in the Tay, Azhe 1, Karatal 1, 2 and 3, Beskauga West and Beskauga East properties.

#### Stepnoe and Ekidos JV Agreement

On September 1, 2020, Silver Bull entered into the Stepnoe and Ekidos JV Agreement in connection with, among other things, mineral license applications (the "**Stepnoe and Ekidos Licenses**") for, and further exploration and evaluation of certain properties, including the Stepnoe and Ekidos properties located in Kazakhstan. The exploration licenses for the Stepnoe and Ekidos properties were granted on October 22, 2020.

The Issuer (through Ekidos) and Copperbelt have initial participating interests in the joint venture of 80% and 20%, respectively. Pursuant to the Stepnoe and Ekidos JV Agreement, once the Issuer spends a minimum of US\$3,000,000 on either the Stepnoe or Ekidos property, the Issuer has the option to acquire Copperbelt's participating interest in such property for US\$1,500,000. As of October 31, 2024, approximately US\$2,671,000 of the required expenditures had been incurred under the Beskauga Option Agreement.

#### Maikain JV Agreement

On May 20, 2021, Ekidos entered into the Maikain JV Agreement with Orogen LLP, a company incorporated under the laws of Kazakhstan, in connection with, among other things, mineral license applications for, and further exploration and evaluation of, certain properties in an area of interest, including the Akkuduk, Nogurbek, Maisor, Elemes, Aktasty, Besshoky, Aimandai and South Bozshakol properties located in Kazakhstan. The exploration licenses have been granted for an initial six-year period, with the possibility of a five-year extension.

The Issuer (through Ekidos) and Orogen LLP has initial participating interests in the Maikain joint venture of 80% and 20%, respectively. Pursuant to the Maikain JV Agreement, once the Issuer spends a minimum of US\$3,000,000 on a property in the area of interest, the Issuer has the option to acquire Orogen LLP's participating interest in such property for US\$1,500,000. As of October 31, 2025, approximately US\$5,586,000 of the required expenditures had been incurred. As of the date of this Offering Document, the option has not been exercised.

## Recent Developments

Recent key developments in our business include:

- On June 9, 2026, the Issuer announced results from two holes from its drill program, these at the Berezski North target located on its Elemes project in northeastern Kazakhstan (the “**Elemes Project**”). The Issuer also announced that an additional six holes had been drilled at the Berezski North target and three holes were completed at the K-Ozek target, all with assays pending. The Issuer also provided an exploration update, stating four diamond drill rigs were operating at targets on its Elemes Project: two rigs at the Berezski Central target, one rig at the Novii target, and one rig at the K-Ozek target. Additionally, the Issuer announced that it had completed a 362-hole top of bedrock drill program totalling over 6,000 metres over the Berezski and Aimandai trends.
- On April 23, 2026, the Issuer announced the first drill results from the 2026 drill program, these at the Berezski East target located on its Elemes Project. The Issuer also provided an exploration update, stating four diamond drill rigs were operating at targets on its Elemes Project.
- On March 2, 2026, the Issuer announced the final drill results from the 2025 drill program, these at the Berezski North and Berezski Central targets located on its Elemes Project. The Issuer also provided an exploration update, stating that two diamond drill rigs had commenced drilling at the Berezski East target on its Elemes Project, and that an additional two drill rigs were expected to arrive in late March.
- On February 20, 2026, the Issuer announced the recommencement of drilling at its Elemes Project.
- On February 9, 2026, the Issuer announced the end of the Strategic Alliance with Teck Resources Limited, while highlighting the findings of the two-year generative exploration program, and providing a plan for advancing the related license package going forward. The Issuer also announced the issuance of 47,018 DSUs to certain independent directors.
- On January 22, 2026, the Issuer announced its 2026 exploration plan for the advancement of its Elemes Project. Highlights of the plan include a 20,000 metre diamond drill program being completed with a total of four drill rigs. Emphasis will be on expanding scale of Berezski Central and Berezski North targets, extending the footprint of the Berezski East target, and to find the source of the porphyry mineralization identified at the Novii target. Additionally, 6,000 metres of top of bedrock drilling is planned at both Berezski and Aimandai Trends to accelerate target definition in these zones.
- On January 13, 2026, the Issuer announced drill results from the Berezski Trend at its Elemes Project.

## Material Facts

There are no material facts about the Offered Shares being distributed hereunder that have not been disclosed either in this Offering Document or in another document filed by the Issuer over the 12 months

preceding the date of this Offering Document on the Issuer's profile at [www.sedarplus.ca](http://www.sedarplus.ca). You should read these documents prior to investing.

The Issuer is a corporate entity formed under the laws of the province of British Columbia and its Common Shares are governed by the *Business Corporations Act* (British Columbia) and the Issuer's articles. The laws and regulations applicable to the Issuer and its securities may be materially different than that applicable in any prospective purchaser's own jurisdiction. Prospectus purchasers should consult their own professional advisors with respect to receiving, owning and disposition of securities of the Issuer.

### What are the business objectives that we expect to accomplish using the available funds?

The primary business objective the Issuer expects to accomplish using the net proceeds of the Offering, together with existing cash and cash equivalents, is the exploration and advancement of the Issuer's projects in northeastern Kazakhstan.

Building on the exploration progress in 2025 and thus far in 2026, the Issuer plans to continue its exploration efforts in 2026 and 2027, focusing on the Elemes license. Additionally, the Issuer intends to advance the regional license package building on the initial outcomes from the US\$5m generative exploration program that was completed in 2024-2025. Additional opportunities to acquire new projects will be evaluated from time to time as well.

## PART 3 USE OF AVAILABLE FUNDS

### What will our available funds be upon the closing of the Offering?

		Assuming 100% of the Offering (\$) <sup>(1)</sup>	Assuming 100% of the Offering and exercise of the Over-Allotment Option (\$) <sup>(1)</sup>
<b>A</b>	Amounts to be raised by the Offering <sup>(2)</sup>	15,000,800	17,250,920
<b>B</b>	Selling commissions and fees <sup>(3)</sup>	900,048	1,035,055
<b>C</b>	Estimated Offering costs (e.g., legal, accounting, audit)	200,000	200,000
<b>D</b>	<b>Net proceeds of Offering: D = A – (B+C)</b>	13,900,752	16,015,865
<b>E</b>	Working capital as at most recent month end	7,901,000	7,901,000
<b>F</b>	Additional sources of funding	-	-
<b>G</b>	<b>Total available funds: G = D+E+F</b>	21,801,752	23,916,865

#### Notes:

- (1) The Issuer will not close this Offering unless the Issuer reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution. Amounts are approximate and based on management expectations based on available information as of the date hereof and are subject to change. Amounts rounded to nearest dollar.
- (2) Assumes the maximum amount of gross proceeds will be raised pursuant to the Offering.
- (3) The Issuer will pay to the Underwriters a cash commission of 6% of the aggregate gross proceeds of the Offering. See "Part 4 Fees and Commissions".

## How will we use the available funds?

The Issuer intends to use the available funds as follows:

Description of intended use of available funds listed in order of priority	Assuming 100% of the Offering (\$)	Assuming 100% of the Offering and exercise of the Over-Allotment Option (\$)
Exploration and advancement of the Issuer's projects in Kazakhstan <sup>(1)</sup>	19,301,752	21,416,865
General corporate purposes	2,500,000	2,500,000
<b>Total: Equal to G in the Use of Available Funds table</b>	<b>21,801,752</b>	<b>23,916,865</b>

### Notes:

(1) The Issuer plans to continue its exploration efforts in 2026 and 2027 focusing on the Bereszki trend, Aimandai trend, and the Novii target, all located on its Elemes license. See "Part 2 – Summary Description of Business - What are the business objectives that we expect to accomplish using the available funds?"

The above noted allocation of capital and anticipated timing represents the Issuer's current intentions based upon its present plans and business condition, which could change in the future as its plans and business conditions evolve. Although the Issuer intends to spend the proceeds from the Offering as set forth above, there may be circumstances such as where the Offering is not fully subscribed in which case for sound business reasons, a reallocation of funds may be deemed prudent or necessary and may vary materially from that set forth above, as the amounts actually allocated and spent will depend on a number of factors, including the Issuer's ability to execute on its business plan. See the "Cautionary Note Regarding Forward-Looking Statements" section above.

The Issuer has recently generated negative cash flows from operating activities and anticipates that it may continue to have negative operating cash flow beyond the 12 months after the final Closing Date of the Offering. As a result, certain of the net proceeds from this Offering may be used to fund such negative cash flow from operating activities in future periods. See the "Cautionary Note Regarding Forward-Looking Statements" section above.

The most recent audited consolidated annual financial statements and unaudited condensed consolidated interim financial report of the Issuer included a going concern note. The Issuer is still in the development and growth stage and the Issuer has not yet generated positive cash flows from its operating activities, which may cast doubt on the Issuer's ability to continue as a going concern. The Offering is intended to permit the Issuer to advance its business objectives and is not expected to affect the decision to include a going concern note in future consolidated financial statements of the Issuer.

## How have we used the other funds we have raised in the past 12 months?

The Issuer has not raised any funds in the past 12 months.

## PART 4 FEES AND COMMISSIONS

**Who are the dealers or finders that we have engaged in connection with this Offering, if any, and what are their fees?**

<b>Underwriters:</b>	The Issuer has engaged the Lead Underwriter to act on behalf of a syndicate of Underwriters to be determined in connection with the Offering.
<b>Compensation Type:</b>	Cash commission, as further described below.

<b>Cash Commission:</b>	The Issuer will pay to the Underwriters a cash commission of 6% of the aggregate gross proceeds of the Offering.
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**Does the Underwriters have a conflict of interest?**

To the knowledge of the Issuer, it is not a “related issuer” or “connected issuer” of or to any of the Underwriters, as such terms are defined in National Instrument 33-105 - *Underwriting Conflicts*.

**PART 5 PURCHASERS’ RIGHTS**

**Rights of action in the Event of a Misrepresentation.**

**If there is a misrepresentation in this Offering Document, you have a right**

- a) to rescind your purchase of these Offered Shares with the Issuer, or**
- b) to damages against the Issuer and may, in certain jurisdictions, have a statutory right to damages from other persons.**

These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the Offered Shares.

If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations.

You should refer to any applicable provisions of the securities legislation of your province or territory for the particulars of these rights or consult with a legal adviser.

**PART 6 ADDITIONAL INFORMATION ABOUT THE ISSUER**

**Where can you find more information about us?**

You can access the Issuer’s continuous disclosure under its profile at [www.sedarplus.ca](http://www.sedarplus.ca) and at [www.arrasminerals.com](http://www.arrasminerals.com).

**Purchasers should read this Offering Document and consult their own professional advisors to assess the income tax, legal, risk factors and other aspects of their investment in the Offered Shares.**

**PART 7 DATE AND CERTIFICATE**

Dated: June 15, 2026

**This Offering Document, together with any document filed under Canadian securities legislation on or after June 15, 2025, contains disclosure of all material facts about the Offered Shares being distributed and does not contain a misrepresentation.**

*"Timothy Thomas Barry"*

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Timothy Thomas Barry  
Chief Executive Officer

*"Christopher Matthew Herbert Richards"*

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Christopher Matthew Herbert Richards  
Chief Financial Officer