

## UNDERTAKING

**TO:** Ontario Securities Commission, as principal regulator  
British Columbia Securities Commission  
Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan, Securities Division  
The Manitoba Securities Commission  
Financial and Consumer Services Commission, New Brunswick  
Nova Scotia Securities Commission  
Office of the Superintendent of Securities, Prince Edward Island  
Office of the Superintendent of Securities, Newfoundland and Labrador

(collectively, the “**Securities Administrators**”)

**RE: Undertaking in connection with the final short form base shelf prospectus of Lavras Gold Corp. (the “Company”) dated November 26, 2024 (the “Prospectus”) regarding the offering from time to time of common shares of the Company**

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In connection with the filing of the Prospectus, and in accordance with Section 6.1 and Section 6.4 of National Policy 41-201 – *Income Trusts and Other Indirect Offerings*, the undersigned hereby undertakes, in complying with its reporting issuer obligations, for as long as the undersigned is a reporting issuer and Lavras do Sul Mineração Ltda (“**LDSM**”) would be treated as an operating entity if the undersigned were an income trust, that:

1. the undersigned will treat LDSM as a subsidiary of the undersigned; however, if generally accepted accounting principles (“**GAAP**”) used by the undersigned prohibit the consolidation of the financial information of LDSM and the undersigned, then for so long as LDSM represents a significant asset of the undersigned, the undersigned will provide shareholders with separate audited annual financial statements and interim financial reports and management’s discussion and analysis for LDSM, prepared in accordance with the same GAAP as the undersigned’s financial statements and interim financial reports and in accordance with National Instrument 51-102 – *Continuous Disclosure Obligations*, or its successor;
2. for long as LDSM represents a significant asset of the undersigned, then the undersigned will take the appropriate measures to require each person who would be an “insider” (as defined in the *Securities Act* (Ontario)) of LDSM or a “person or company in a special relationship” (as defined in the *Securities Act* (Ontario)) with LDSM, if LDSM was a reporting issuer, to comply with statutory prohibitions against insider trading under applicable Canadian securities laws;
3. for so long as LDSM represents a significant asset of the undersigned, then the undersigned will take the appropriate measures to require each person who would be a “reporting insider”(as that term is defined in National Instrument 55-104 – *Insider Reporting Requirements and Exemptions*) of LDSM, if LDSM was a reporting issuer, to file insider reports about trades in securities of LDSM (including securities which are exchangeable into securities of LDSM); and
4. the undersigned will annually certify as to its compliance with the above undertakings and file the certificate on SEDAR+ concurrently with the filing of its annual financial statements.

**DATED** this 27<sup>th</sup> day of November, 2024.

**LAVRAS GOLD CORP.**

By: “Hemdat Sawh”

Hemdat Sawh, Chief Financial Officer