

**New Found Gold Corp.**  
**Treasury Offering of Charity Flow-Through Common Shares**  
**December 7, 2022**

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*A final base shelf prospectus containing important information relating to the Charity Flow-Through Common Shares has been filed with the securities regulatory authorities in each of the provinces and territories of Canada, excluding Quebec. A copy of the final base shelf prospectus, any amendment to the final base shelf prospectus and any applicable shelf prospectus supplement that has been filed, is required to be delivered with this term sheet.*

*This term sheet does not provide full disclosure of all material facts relating to the Charity Flow-Through Common Shares. Investors should read the final base shelf prospectus, any amendment and any applicable shelf prospectus supplement for disclosure of those facts, especially risk factors relating to the Charity Flow-Through Common Shares, before making an investment decision.*

**Terms and Conditions**

- Issuer:** New Found Gold Corp. (the “Company” or “you”).
- Offering:** Treasury offering of 6,250,000 Charity Flow-Through Common shares (the “Charity Flow-Through Common Shares”).
- The purchasers of the Charity Flow-Through Common Shares may subsequently donate such Charity Flow-Through Common Shares to registered charities, who may sell such shares (the “Donated Shares”) to purchasers arranged by the Underwriters at the Re-Offer Price for the common shares. The distribution of the Donated Shares will also be qualified under the prospectus supplement in Canada and the U.S.
- Offering Price:** C\$8.00 per Charity Flow-Through Common Share
- Re-Offer Price:** C\$5.68 per common share (the “Common Shares”)
- Offering Amount:** C\$50,000,000
- Over-Allotment Option:** The Company has granted the Underwriters an option, exercisable, in whole or in part, at any time until and including 30 days following the closing of the Offering, to purchase up to an additional 15% of the Offering at the Offering Price to cover over-allotments, if any, and for market stabilization purposes.
- Use of Proceeds:** The Company intends to use net proceeds from the financing to continue its exploration and drilling efforts at its Queensway Project.
- Charity Flow-Through Common Shares Income Tax Considerations:** The Company, pursuant to the provisions in the Income Tax Act (Canada), (i) shall, in the case of the Charity Flow-Through Common Shares, incur CEE which qualifies as “flow-through mining expenditures” within the meaning of the Income Tax Act (Canada) (the “Qualifying Expenditures”) after the Closing Date and prior to June 30, 2023 in the aggregate amount of not less than the total amount of the gross proceeds raised from the issue of Charity Flow-Through Common Shares. The Company shall renounce the Qualifying Expenditures so incurred to the purchasers of Charity Flow-Through Common Shares as set forth above. In the event that the Company is unable to renounce C\$8.00 per Charity Flow-Through Common Share of Qualifying Expenditures effective on or prior to December 31, 2022 for each Charity Flow-Through Common Share purchased, the Company will as sole recourse for such failure to renounce, indemnify each Charity Flow-Through Common Share subscriber for the additional taxes payable by such

subscriber to the extent permitted by the Income Tax Act (Canada) as a result of the Company's failure to renounce the Qualifying Expenditures as agreed.

- Form of Offering:** Bought deal by way of a prospectus supplement to be filed in all provinces and territories of Canada, excluding Quebec. Registered public offering in the U.S. via MJDS.
- Listing:** An application will be made to list the Common Shares on the TSX Venture Exchange (the "**TSXV**") and the NYSE American LLC ("**NYSE**"). The existing common shares are listed on TSXV under the symbol "NFG" and on NYSE under the symbol "NFGC".
- Sole Bookrunner:** BMO Capital Markets
- Commission:** 5.0%; subject to a 1.0% cash commission being payable on sales to members of the president's list (the "President's List"), such President's List to not exceed 20% of the aggregate proceeds from the Offering Amount and the Over-Allotment Option.
- Closing:** December 14, 2022.

Copies of the base shelf prospectus dated July 22, 2022 and prospectus supplement relating to the Offering, when available, may be obtained upon request in Canada by contacting BMO Nesbitt Burns Inc. ("BMO Capital Markets"), Brampton Distribution Centre C/O The Data Group of Companies, 9195 Torbram Road, Brampton, Ontario, L6S 6H2 by telephone at 905-791-3151 Ext 4312 or by email at torbramwarehouse@datagroup.ca, and in the United States by contacting BMO Capital Markets Corp., Attn: Equity Syndicate Department, 151 W 42nd Street, 32nd Floor, New York, NY 10036, or by telephone at (800) 414-3627 or by email at bmoprospectus@bmo.com. Copies of the base shelf prospectus and prospectus supplement, when available, can be found under the Company's profile on SEDAR at [www.sedar.com](http://www.sedar.com), and a copy of the registration statement and the prospectus supplement can be found on EDGAR at [www.sec.gov](http://www.sec.gov).