



CMX GOLD & SILVER CORP.

wholly-owned subsidiary: CMX Gold & Silver (USA) Corp.

CSE:CXC OTC:CXXMF

**OFFERING OF 6,000,000 UNITS
(1 Common Share and 1 Share Purchase Warrant)**

\$450,000

SUBSCRIPTION PRICE: \$0.075 PER UNIT

TERM SHEET

DATE:	February 28, 2017
ISSUER:	CMX GOLD & SILVER CORP. (“ CMX ”)
HEAD OFFICE:	31 Stranraer Place SW Calgary, Alberta T3H 1H5 Phone: (403) 457-2697 Email: janalston@cmxgoldandsilver.com
THE OFFERING:	Units comprised of 1 Common Share and 1 Share Purchase Warrant exercisable for two years from closing at \$0.15 (U.S.) per share.
PRICE:	\$0.075 (U.S.) per Unit
SELLING DOCUMENT:	Offering Circular and Supplement filed on EDGAR and available at: http://www.sec.gov/Archives/edgar/data/1652452/000137647416000522/cmxcgs_1a.htm
MAXIMUM INVESTMENT:	An investor cannot subscribe for Units with an aggregate purchase price more than 10% of the greater of the investor’s annual income or net worth.
CLOSING DATES:	On or about March 10, 2017 and subsequent closings as determined by CMX.
SUBSCRIPTION AND PAYMENT TERMS:	Email to janalston@cmxgoldandsilver.com a PDF copy of the completed and signed Subscription Agreement. Aggregate subscription amount to be wired to CMX’s U.S. bank. Bank wire details will be provided to subscribers.
REGISTRATION EXEMPTION:	The Offering is pursuant to a Tier 2 Form 1-A Regulation A Offering Statement under the Securities Act of 1933 qualified by the U.S. SEC by Notice of Qualification dated February 3, 2016. This Offering is not available to persons or companies resident in Canada.
4 MONTH HOLD PERIOD:	The Common Shares and Share Purchase Warrants will be subject to a trading restriction and may not be traded before the date that is 4 months and a day after the closing date.
USE OF PROCEEDS:	Funds will be used as described in the Offering Circular.