

**AREV BRANDS INTERNATIONAL LTD.
(the "Corporation")**

**RESOLUTIONS OF THE
BOARD OF DIRECTORS OF THE CORPORATION**

The following resolutions are hereby consented to in writing by all the directors of the Corporation pursuant to the Articles of the Corporation and the provisions of the *Business Corporations Act* (British Columbia) effective as of the 24th day of February 2020.

WHEREAS:

SHARE CONSOLIDATION

- A. The Company proposes to undertake a share consolidation (the "**Consolidation**").
- B. Shares will be consolidated on the basis of one (1) Share for each six (6) Shares currently issued and outstanding.
- C. The completion of the Consolidation is subject to the approval of the Canadian Securities Exchange (the "**CSE**") on such terms as the CSE may require.

NAME CHANGE

- 1. The name of the Company be changed from AREV Brands International Ltd. to AREV NanoTec Brands Inc. effective on the first trading day post consolidation on such terms as the CSE may require.
- 2. The Articles and the Notice of Articles of the Company be altered accordingly.
- 3. Any director or officer of the Company is authorized and directed to sign all documents and to do all things necessary or desirable to effect such alteration including the filing of a Notice of Alteration to a Notice of Articles with the Registrar of Companies.
- 4. The alteration to the Articles of the Company referred to above does not take effect until the Notice of Alteration to the Notice of Articles of the Company has been filed with the Registrar of Companies and takes effect.
- 5. The alteration to the Articles of the Company referred to above does not take effect until the Notice of Alteration to the Notice of Articles of the Company has been filed with the Registrar of Companies and takes effect.

RESOLVED that:

Approval of Consolidation

The proposed Share Consolidation be and is hereby approved.

Approval of Consolidation

The proposed Name change be and is hereby approved.

These resolutions may be signed by the directors in as many counterparts as may be deemed necessary, each of which so signed shall be deemed to be an original (and each signed copy sent by facsimile shall be deemed to be an original), and such counterparts together shall constitute one and the same instrument notwithstanding the date of execution and shall be deemed to bear the date as set forth above.

"Mike Withrow"

Michael Withrow

"Michael Phillet"

Michael Phillet

"Denby Greenslade"

Denby Greenslade