

**OFFICER'S CERTIFICATE**

**TO:** CANADIAN SECURITIES EXCHANGE

**AND TO:** BEADLE RAVEN

**RE:** VALDOR TECHNOLOGY INTERNATIONAL INC. (the "Company")

The undersigned, Amar Purewal, the Chief Financial Officer of the Company, hereby certifies for and on behalf of the Company, and not in his personal capacity, intending that the same may be relied upon by the addressees hereto without further enquiry, that:

- (a) annexed hereto, forming part hereof and marked as Exhibit "A" is a true and complete excerpt of the consent resolutions of the board of directors of the Company dated as of May 14, 2026 (the "**Resolutions**") relating to the consolidation (the "**Consolidation**") of the common shares of the Company (the "**Common Shares**") on the basis of one (1) post-Consolidation Common Share for every one hundred (100) pre-Consolidation Common Shares to take effect on an effective date to be determined by any one director or officer of the Company. The Resolutions have been duly and validly passed and are in full force and effect, and are un-amended as at the date hereof, and no proceedings have been taken or are pending to amend, supplement, revoke or repeal the Resolutions; and
- (b) on behalf of the Company, the undersigned, hereby determines the effective date of the Consolidation to be May 22, 2026 and the record date of the Consolidation to be May 22, 2026.

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Dated this 21<sup>st</sup> day of May, 2026.

*“/s/ Amar Purewal”*

**AMAR PUREWAL**

Chief Financial Officer

## EXHIBIT "A"

*Excerpt of Directors' Resolutions dated May 14, 2026*

### **APPROVAL OF SHARE CONSOLIDATION**

#### **WHEREAS:**

- A. pursuant to the Company's Articles, the Board may authorize by resolution a consolidation of the issued share capital of the Company;
- B. the Board has determined it is in the best interests of the Company to consolidate (the "**Consolidation**") all of the Company's issued and outstanding common shares (the "**Common Shares**") on the basis of one (1) post-consolidation Common Share (each, a "**Post-Consolidation Share**") for every one hundred (100) pre-consolidation Common Shares (each, a "**Pre-Consolidation Share**");
- C. at the Company's annual general and special meeting held on May 13, 2026, shareholders approved a special resolution authorizing the Board to consolidate the issued and outstanding Common Shares on the basis of one (1) Post-Consolidation Share for every one hundred (100) Pre-Consolidation Shares;
- D. the Consolidation is subject to the acceptance of the Canadian Securities Exchange (the "**CSE**");
- E. pursuant to section 83 of the *Business Corporations Act* (British Columbia) (the "**BCBCA**"), no fractional Shares will be issued in connection with the Consolidation, and any fractional Share resulting from the Consolidation will be rounded down to the nearest whole Share; and
- F. the Board believes the Consolidation will optimize the Company's capital structure, support future financing and strategic initiatives, and be in the best interests of the Company and its shareholders.

#### **BE IT RESOLVED THAT:**

- 1. Subject to the acceptance of the CSE, the Consolidation is hereby approved and authorized, effective on a date to be determined by any one director or officer of the Company, in accordance with CSE policies and after consultation with Endeavor Trust Corporation, the Company's registrar and transfer agent (the "**Transfer Agent**").
- 2. In accordance with section 83 of the BCBCA, no fractional Shares will be issued in connection with the Consolidation, and any fractional Share resulting from the Consolidation will be rounded down to the nearest whole Share.
- 3. Any one director or officer of the Company is authorized to fix the record date for determining the shareholders entitled to have their Pre-Consolidation Shares consolidated into Post-Consolidation Shares, and only shareholders of record on such date shall be entitled to participate in the Consolidation.

4. Notwithstanding the foregoing authorization, the Board may, in its discretion, determine not to proceed with the Consolidation.
5. New forms of share certificates (the “**Share Certificates**”) or DRS statements of advice (the “**DRS Statements**”), as applicable, representing the Post-Consolidation Shares, in such form as approved by any one officer or director of the Company, are hereby approved and adopted for use by the Company, and the signatures of any two directors of the Company may be mechanically reproduced thereon, each certificate to be countersigned by a duly authorized officer of the Transfer Agent before issuance.

#### **APPROVAL OF APPLICATION TO THE CSE AND NEW CUSIP**

6. The application to the CSE for acceptance of the Consolidation is hereby approved, and any one officer or director of the Company is authorized and directed to take all steps and execute all documents necessary to implement the Consolidation, including filing CSE Form 12 – Notice of Proposed Stock Consolidation, and any other required filings.
7. Any one director or officer of the Company is authorized to approve a form of letter of transmittal and to make any required directions or filings with the Transfer Agent and the CSE.
8. Any one director or officer of the Company is authorized to request a new CUSIP and ISIN for the Post-Consolidation Shares and to take all other actions considered necessary or desirable to give full effect to these resolutions.
9. The issuance of Post-Consolidation Shares and corresponding Share Certificates or DRS Statements representing such Post-Consolidation Shares is hereby approved, and the Transfer Agent is authorized to effect the same in accordance with the Company’s instructions.

#### **GENERAL**

RESOLVED THAT any one director or officer of the Company be and is hereby authorized and directed, for and on behalf of the Company, to execute and deliver all such documents and to perform all such acts as such person may deem necessary or desirable to carry out the intent of these resolutions, and such execution or performance shall be conclusive evidence of such authority.