

QUIZAM MEDIA CORPORATION

(the “Company”)

CERTIFIED COPY OF THE RESOLUTIONS OF DIRECTORS APPROVING THE SHARE CONSOLIDATION

I, Russ Rossi, a director of the Company, hereby certify the following is a true and exact copy of an extract from resolutions passed by the directors of the Company consented to and adopted in writing by the directors as of April 05, 2020:

“WHEREAS the Company is proposing to consolidate the fully paid and issued common shares of the Company (the “Shares”) on a twelve (12) old Shares for one (1) new Share basis, so that the current 71,372,124 Shares without par value of the Company which are issued and outstanding (or such other number as will be issued and outstanding as at the effective date) will be consolidated into approximately 5,947,677 Shares without par value (the “Consolidation”), as permitted by Section 9.1 of the Company's Articles

IT IS RESOLVED THAT:

1. The Company's authorized share structure be altered by consolidating all of the current 71,372,124 fully paid and issued Shares without par value (or such other number of fully paid and issued Shares that are outstanding on the effective date of the Consolidation) on a twelve (12) old Shares for one (1) new Share basis into approximately 5,947,677 Shares without par value (or such other number of fully paid and issued Shares resulting from the Consolidation).
2. Any one of the directors or officers of the Company be authorized to approve the form of the generic share certificate representing the post-Consolidation Shares of the Company.
3. No fractional Shares will be issued as a result of the Consolidation. A fractional Share will be disregarded and cancelled without any repayment of capital or other compensation. Each shareholder will receive a whole number of consolidated Shares.
4. The application to be made to the Canadian Securities Exchange (the “Exchange”) including the filing of the Form 12 – Notice of Proposed Stock Consolidation for the approval of the Consolidation, be and is hereby approved and confirmed, and therefore be filed with the Exchange all documents and other things as may be necessary in connection therewith.
5. Any one of the directors or officers of the Company is authorized to do all things necessary to affect the issuance of Consolidated Shares on a push out basis, or by way of letter of transmittal, if applicable, in the form as approved by any one director or officer of the Company, and if necessary be approved for mailing to shareholders of the Company.
6. Any one director or officer of the Company be and is hereby authorized to take, or cause to be taken, for and on behalf of the Company, any and all action which such person may deem necessary or desirable to carry out the purpose and intent of any of the foregoing resolutions, and to make, file, execute and deliver or cause to be made, filed, executed and delivered, all agreements, undertakings, documents, instruments, filings, forms or certificates, in the name and on behalf of the Company, under its corporate seal or otherwise, as such person may deem necessary or desirable in

connection therewith and to perform and observe or cause to be performed or observed, the obligations of the Company under all of the instruments, agreements, filings, forms or documents contemplated herein.”

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I further certify that the said resolutions have not been amended or rescinded and are still valid and in full force and effect as at the date hereof.

DATED at Vancouver, British Columbia, this 26th day of May, 2020.



RUSS ROSSI, DIRECTOR