

## FORM 12

### NOTICE OF PROPOSED STOCK CONSOLIDATION OR RECLASSIFICATION

Name of Listed Issuer: Vejii Holdings Ltd. ( the "Issuer")

Trading Symbol: VEJI

Date: March 16, 2022

This form is to be used to report a proposed reclassification, which is any change to the terms of a listed security other than a stock split or dividend.

1. Provide full details of the reclassification

The Issuer proposes to consolidate its common shares on the basis of four (4) pre-consolidation common shares for one (1) post-consolidation common share. The Issuer will retain its current name, Vejii Holdings Ltd. and current stock symbol CSE: VEJI post-consolidation. The Issuer has received approval from the CSE exempting the Issuer from changing its name and stock symbol post-consolidation.

2. Number of securities outstanding and reserved for issuance following the reclassification

The Issuer has 114,338,428 issued and outstanding pre-consolidation common shares and will have approximately 28,584,607 issued and outstanding common shares post-consolidation.

3. Describe the anticipated impact of the reclassification on the liquidity of the market for the listed security and on voting and equity rights of public shareholders

The Issuer does not anticipate the consolidation will have a material impact on the liquidity of the listed securities. The voting and equity rights of the public shareholders will be unaffected.

4. Date of shareholders' meeting to approve the reclassification

The consolidation was approved by resolution of the directors of the Issuer dated March 1, 2022, pursuant to Article 9.1(g) of the Issuer's Articles.

5. Record date for the reclassification

March 28, 2022

**6. Certificate of Compliance**

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 12 Notice of Proposed Stock Consolidation or Reclassification is true.

Dated March 21, 2022.

Darren Gill

Name of Director or Senior  
Officer

"Darren Gill"

Signature

President and COO

Official Capacity

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