

FORM 27

Securities Act (British Columbia)

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE SECURITIES ACT

Item 1. Reporting Issuer

The full name, address, telephone number and the principal office in Canada of the Reporting Issuer is;

Valdor Fiber Optics Inc.
Suite 830 - 789 West Pender Street
Vancouver, British Columbia V6C 1H2
Telephone: (604) 687-3775

Item 2. Date of Material Change

April 3, 2001

Item 3. Press Release

A press release issued pursuant to Section 85(1) of the Act announcing the material change summarized below was transmitted for filing to the Canadian Venture Exchange and for additional dissemination to Canada Stockwatch and Market News Publishing, Inc. on April 3, 2001.

Item 4. Summary of Material Change

The Board of Directors of Valdor Fiber Optics Inc. announced receipt of a Purchase Order for US\$3,200,000 for an annual requirement of passive fiber optic components, which are to be used by major North American Global Telecommunication OEM.

Item 5. Full Description of Material Change

Please see attached Press Release.

Item 6. Reliance on Section 85(2) of the Act

This Report is not being filed on a confidential basis in reliance on Section 85(2) of the Act.

Item 7. Omitted Information

No information has been omitted from this Report on the basis that the Reporting Issuer believes that such information should remain confidential.

Item 8. Senior Officers

The name and business telephone number of a senior officer of the Reporting issuer who is knowledgeable about the material change and this report is:

Brian Findlay
Valdor Fiber Optics Inc.
Telephone: (604) 687-3775

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, as of the 3rd day of April, 2001.

“BRIAN FINDLAY”

Brian Findlay
Director
VALDOR FIBER OPTICS INC.

Valdor Fiber Optics Inc.

Canadian Headquarters

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PRESS RELEASE FOR IMMEDIATE DISTRIBUTION

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US\$3,200,000 PURCHASE ORDER RECEIVED

San Jose, California, April 3, 2001 – The Board of Directors of **Valdor Fiber Optics Inc. (“Valdor”)** (CDNX: VFO) announced receipt of a Purchase Order for US\$3,200,000 for an annual requirement of passive fiber optic components, which are to be used by major North American Global Telecommunication OEM. These components involve assorted fiber optic products from **Valdor’s** core offering.

Dr. Michel Y. Rondeau, **Valdor’s** Chief Executive Officer, commented, “Our strategy of building a diverse customer base is paying off, and, in the near term, the market for these types of products remains active.” Dr. Rondeau further stated, “The future fulfillment of orders of this type from our core product line will be substantially enhanced, in terms of quality and cost savings through the introduction of our patented IMPACT MOUNT™ technology. **Valdor** anticipates having the ability to automate the manufacturing process of our core product line in the near future. This automation, along with our introduction of two new technologies to the automation process – the fiber brag grating and laser lancing, will further position **Valdor** as a leader in the fiber optic industry.”

Valdor Fiber Optics Inc. is a high technology company specializing in the design and manufacture of fiber optic connectors, ferrules, splices, Dense Wavelength Division Multiplexers and other optical and opto-electronic components using its proprietary and fully patented IMPACT MOUNT™ technology, which is considered a potential displacement technology in opto-electronic packaging applications.

The Canadian Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of the contents hereof.