

FORM 53-901F (Previously Form 27)
FORM 27 (ALBERTA)

SECURITIES ACT

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE SECURITIES ACT
(BRITISH COLUMBIA) AND SECTION 118(1) OF THE SECURITIES ACT
(ALBERTA)**

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 480 - 789 West Pender Street
Vancouver, British Columbia V6C 1H2
Telephone: (604) 687-3775

Item 2. Date of Material Change

January 27, 2005

Item 3. Press Release

A press release issued pursuant to Section 85(1) of the Act (British Columbia) and Section 118(1) of the Securities Act (Alberta) announcing the material change summarized below was transmitted for filing to the TSX Venture Exchange and for additional dissemination to Canada Stockwatch and Market News Publishing, Inc. on January 27, 2005.

Item 4. Summary of Material Change

Valdor Fiber Optics Inc. ("Valdor") (TSX-V: VFO) has released a rugged mechanical field splice for repairing fiber cable in the field. Valdor's IMT "Field Repair Splice" is based on the patented and proven *Impact Mount™ Technology* (IMT).

Item 5. Full Description of Material Change

Please see attached Press Release.

Item 6. Reliance on Section 85(2) of the Act of the Securities Act (British Columbia) and Section 118(2) of the Securities Act (Alberta)

This Report is not being filed on a confidential basis in reliance on Section 85(2) of the Act (British Columbia) and Section 118(2) of the Securities Act (Alberta).

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 27th day of January, 2005.

“BRIAN FINDLAY”

Brian Findlay
Director
VALDOR FIBER OPTICS INC.



PRESS RELEASE

FOR IMMEDIATE RELEASE

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OPELTECH ACQUISITION RATIFIED AT CANADA TRADE MISSION SIGNING CEREMONY

Vancouver, British Columbia – January 27, 2005: Valdor Fiber Optics Inc. ("Valdor") (TSX-V: VFO) is pleased to report their participation in the recent *Canada Trade Mission* to China headed by Canada's Prime Minister Paul Martin and Canada's Minister for International Trade. At an official Signing Ceremony held in Shanghai, China, companies that qualified were given the opportunity to be included in the signing of final documentation between the participating parties and the ratification of their agreements by the Canadian and Chinese governments.

The Signing Ceremony was attended by The Honorable, James S. Peterson, Minister of International Trade for Canada and Mr. Pan Longquin, the Chairman of the Shanghai Municipal Economic Relations for China, Mr. Rong Jiaxial, the Deputy General Manager of Shanghai United Assets and Equity Exchange, Mr. Wu Haisheng, the Deputy General Manager of China WorldBest Group Corporation (www.chinaworldbest.com), Mr. Shan Tingting, the Executive Deputy General Manager of China International Intellectech Corp. (www.ciic.com.cn) and Dr. Michel Rondeau, the Chairman of Valdor, for the execution of an Equity Transfer Agreement for the acquisition of Shanghai Opel Technologies Inc. ("Opeltech") by Valdor.

As announced in the Press Release dated September 17, 2004, Opeltech will be renamed Valdor Shanghai Inc., and will handle all sales and marketing in the Asia Pacific fiber optic market, further establishing Valdor's foothold. Opeltech's acquisition adds additional optical and printed circuit board assembly to Valdor's fiber optic manufacturing capabilities.

Shanghai Opel Technologies Inc. is a designer manufacturer and provider of Fiber Optics, Electronics and Electro-Mechanic products. It has a well experienced Research and Development manufacturing and management team, which is focused on low cost manufacturing of high quality products for the fiber optic industry.

Valdor is a high technology company specializing in the design and manufacture of fiber optic connectors, ferrules, splices, DWDM's and other optical and optoelectronic components using its propriety and patented *IMPACT MOUNT*™ and *HEPTOPORT*™ technology.

**THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT
RESPONSIBILITY FOR THE ACCURACY OR ADEQUACY OF THIS PRESS RELEASE**