FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1. NAME AND ADDRESS OF COMPANY

Valdor Technology International Inc. (the "**Company**")
6th Floor – 905 West Pender Street
Vancouver, BC V6C 1L6
Canada

ITEM 2. DATE OF MATERIAL CHANGE

May 16, 2025

ITEM 3. NEWS RELEASE

A news release announcing the material change was disseminated on May 16, 2025, through The Newswire distribution network and a copy filed on the Company's SEDAR+ profile at www.sedarplus.ca.

ITEM 4. SUMMARY OF MATERIAL CHANGE

On May 16, 2025, the Company announces that it has closed its previously announced debt settlement agreement to settle an outstanding debt owed to an arm's length creditor totaling $105,000.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

Please see news release attached.

ITEM 5.2 DISCLOSURE FOR RESTRUCTING TRANSACTION

Not applicable.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

Not applicable.

ITEM 8. EXECUTIVE OFFICER

Contact: Dorian Banks, Chief Executive Officer & Director
Telephone: (604) 629-5400

ITEM 9. DATE OF REPORT

May 16, 2025

May 16, 2025 CSE: VTI

VALDOR ANNOUNCES CLOSING OF DEBT SETTLEMENT

Vancouver, B.C. – May 16, 2025 – Valdor Technology International Inc. ("**Valdor**" or the "**Company**") (CSE: VTI), a provider of advanced fiber optic components, announces that it has closed its previously announced debt settlement agreement (the "**Settlement Agreement**") to settle an outstanding debt owed to an arm's length creditor (the "**Creditor**") totaling $105,000 (the "**Debt Settlement**").

Pursuant to the Settlement Agreement, the Company has issued an aggregate of 2,100,000 common shares (each a "**Share**", collectively the "**Shares**") at a deemed price of $0.05 per Share. The Shares issued pursuant to the Settlement Agreement are subject to a four month and one day hold period, pursuant to National Instrument 45-106 – *Prospectus Exemptions*.

The board of directors of the Company determined that it was in the best interests of the Company to complete the Debt Settlement in order to preserve the Company's cash for working capital.

About Valdor

Valdor Technology International Inc. has an operating subsidiary company, Valdor Fiber Optics, Inc., headquartered near San Francisco, California which assembles optical fiber components and specializes in the design, manufacture and sale of passive fiber optic equipment.

ON BEHALF OF THE BOARD OF DIRECTORS OF
VALDOR TECHNOLOGY INTERNATIONAL INC.

Dorian Banks
CEO & Director
604-629-5400

Forward-Looking Statements

This news release contains "forward-looking information" within the meaning of applicable Canadian securities legislation, including statements regarding the proposed Transaction, the potential issuance of securities, and the intended benefits of the licensing arrangement. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not *anticipate", or "believes", or variations of such words and phrases or state that certain acts, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company, as the case may be, to be materially different from those expressed or implied by such forward-looking information, including the Debt Settlement. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. Actual results and developments may differ materially from those contemplated by these statements. The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.*

No securities regulatory authority has either approved or disapproved of the contents of this news release.