

RESOLUTION OF THE SOLE SHAREHOLDER
OF

Imperium Ventures Ltd.
(the “Corporation”)

1. BY-LAW NUMBER 1 AND 2

RESOLVED that the Articles attached as Schedule “A” which govern the general affairs of the Corporation and respecting the borrowing of money and the issuing of securities, be and the same are hereby enacted as by-laws of the Corporation.

2. APPROVAL OF DIRECTORS RESOLUTIONS

RESOLVED that the resolutions of the Director of the Corporation dated the 15th day of October, 2025, and appearing in the Minutes of the Directors section of the Minute Book, be and the same are hereby approved, ratified, sanctioned and confirmed.

3. EXEMPTION FROM AUDIT REQUIREMENTS

WHEREAS pursuant to the provisions of the *Ontario Business Corporations Act*, the Corporation is exempt from the requirement to appoint auditors, provided that the shareholders of the corporation consent in writing.

AND WHEREAS the undersigned, being the shareholder(s) of the Corporation, has agreed to signify his consent by affixing his signature of the proper officer hereto;

NOW THEREFORE BE IT RESOLVED that no auditor shall be appointed by the shareholder(s) of the Corporation for the ensuing year or any subsequent year until this consent is revoked in writing.

4. APPOINTMENT OF ACCOUNTANT

RESOLVED that the Corporation take steps to appoint an accountant or firm of accountants as soon as reasonably possible as accountant of the Corporation until the first annual meeting of the Corporation or until a successor is appointed, the directors being authorized to fix the remuneration of the accountants.

5. APPOINTMENT OF THE DIRECTOR

WHEREAS by special resolution of the shareholder(s) dated the 15th day of October, 2025, the number of authorized directors appointed to the Board of Directors of the Corporation has been set at a range of 1 - 10;

NOW THEREFORE BE IT RESOLVED that the following person be and is hereby appointed the directors of the Corporation:

Valter Ricardo Vieira Leite

THE UNDERSIGNED, being the sole shareholder of the Corporation hereby consents to the foregoing resolutions as evidenced by his signature hereto, pursuant to the provisions of the *Business Corporations Act R.S.O. 1990*.

DATED the 15th day of October, 2025

Valter Ricardo Vieira Leite – Sole Shareholder