

TO: British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission

Re: Annual General and Special Meeting of Shareholders of Cloud3 Ventures Inc. (the “**Company**”)
to be held on December 2, 2024 (the “**Meeting**”)

The undersigned, David Nikzad, Chief Executive Officer of the Company, hereby certifies on behalf of the Company and not in his personal capacity that:

- (a) The Company is relying on section 2.20 of National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“**NI 54-101**”), which permits a reporting issuer to abridge the time prescribed by sections 2.1(b), 2.2(1) and 2.5(1) of NI 54-101 for the establishment of meeting and record dates to a lesser period, to abridge the time prescribed in subsection 2.2(1) and 2.5(1) of NI 54-101 in respect of the Meeting;
- (b) The Company has made arrangements to have the proxy-related materials relating to the Meeting sent in compliance with the applicable timing requirements in sections 2.9 and 2.12 of NI 54-101 to all beneficial shareholders of the Company; and
- (c) The Company has made arrangements to carry out all of the requirements of NI 54-101 in addition to those described in the preceding subparagraph (b).

DATED November 8, 2024.

CLOUD3 VENTURES INC.

Per: “David Nikzad”
David Nikzad
Chief Executive Officer