

SECURITIES TRADING POLICY

1.0 Introduction

The board of directors (“**Board**”) of Fort Technology Inc. (“**Fort**”) has determined that Fort should formalize its policy on securities trading by directors, senior executives and employees and other Insiders in accordance with securities laws and regulations. This policy does not negate or modify the responsibilities and obligations of Fort or any individual pursuant to securities laws and all associated regulations. Unless otherwise stated, all defined terms used in this Policy have the meaning set out in Schedule “A”.

2.0 Objective of the Policy

Trading while in possession of material non-public information, and informing others of such material non-public information, is a violation of securities and criminal laws. The purpose of this Securities Trading Policy (the “**Policy**”) is to provide guidelines and restrictions applicable to: (i) trading in Securities of Fort; and (ii) communication of Material Non-Public Information (as defined in section 6.1 of this Policy).

The guidelines set out in this Policy supplement those set out in Fort’s Corporate Communications Policy. **This Policy does not negate or modify the responsibilities and obligations of Fort or any individual pursuant to securities laws and all associated regulations.**

3.0 Application of the Policy

This Policy applies to all Insiders of Fort, and any person who receives Material Non-Public Information from any such Insider in respect of trading in Securities of Fort (including shares, convertible securities, options and other securities as defined in Schedule “A” to this Policy).

4.0 Communication of the Policy

Copies of this Policy are made available directly to directors, officers, employees and consultants. All directors, officers and employees will be informed whenever significant changes are made. New directors, officers, employees and consultants will be provided with a copy of this Policy.

5.0 Administrative Responsibility

5.1 *Compliance Officer*

The Chief Executive Officer, or in his or her absence, the Company’s Chief Financial Officer, will act as the compliance officer (the “**Compliance Officer**”) for this Policy, and shall be responsible for its day to day administration, as well as monitoring and enforcing compliance with this Policy. The Compliance Officer may designate one or more individuals to assist in the administration of this Policy.

6.0 Specific Policies

6.1 Material Non-Public Information

Material Non-Public information of Fort is Material Information (as defined in Schedule “B”), which has not been “**Generally Disclosed.**” In order to be “Generally Disclosed,” information must:

- (a) consist of readily observable matter;
- (b) be disseminated to the public by way of a news release together with the passage of a reasonable amount of time for the public to analyze the information; and
- (c) have been made known in a manner that would, or would be reasonably likely to, bring it to the attention of persons who commonly invest in Securities of a kind whose price might be affected by the information and, since it was made known, a reasonable period for it to be disseminated among such persons has elapsed.

Unless otherwise advised that the period is longer or shorter, for the purposes of paragraphs 6.1(b) and 6.1(c), a reasonable amount or reasonable period of time will have passed at the close of business on the first Trading Day, after the Material Non-Public Information has been Generally Disclosed.

Any person, who has knowledge of Material Non-Public Information with respect to Fort, must treat such Material Information as confidential until the Material Information has been Generally Disclosed. Refer to Fort’s “Corporate Communications Policy” for further information on the treatment of confidential information.

Material Non-Public Information shall not be disclosed to anyone except “in the necessary course of business” (as defined in section 6.3 of this Policy). If Material Non-Public Information has been lawfully disclosed in the necessary course of business, anyone so informed must clearly understand that it is to be kept confidential, and, in appropriate circumstances, execute a confidentiality agreement.

Material Non-Public Information shall not be disclosed to anyone in any circumstances, including in the necessary course of business, if the person considering making the disclosure knows, or ought reasonably to know, that the person to whom the Material Non-Public Information is being disclosed would or would be likely to:

- apply for, acquire, or dispose of, Securities, or enter into an agreement to apply for, acquire, or dispose of, Securities; or
- procure another person to apply for, acquire, or dispose of, Securities, or enter into an agreement to apply for, acquire, or dispose of, Securities.

When in doubt, all persons to whom this Policy applies must consult with the Compliance Officer to determine:

- whether disclosure in a particular circumstance is in the necessary course of business; and

- whether the person proposing to make the disclosure knows, or ought reasonably to know, that the person to whom the Material Non-Public Information is being disclosed would or would be likely to apply for, acquire, or dispose of, Securities, or enter into an agreement to apply for, acquire, or dispose of, Securities or procure another person to apply for, acquire, or dispose of, Securities, or enter into an agreement to apply for, acquire, or dispose of, Securities.

For greater certainty, disclosure to analysts, institutional investors, other market professionals and members of the press and other media is a form of “Tipping” (as defined in section 6.3 of this Policy) and will not be considered to be in the necessary course of business.

6.2 Trading of FORT Securities

Insider Trading, for the purpose of this policy, refers to the purchase or sale of Securities by a person with knowledge of Material Non-Public Information, whether or not they are in a “Special Relationship” with Fort (“**Relevant Insider**”). Insider Trading is illegal and strictly prohibited by this Policy. For greater certainty, examples of prohibited transactions by such a person would include, but are not limited to the following:

- (a) buying or selling Securities of Fort;
- (b) buying or selling Securities whose price or value may reasonably be expected to be affected by changes in price of Securities of Fort;
- (c) selling Securities acquired through the exercise of share options; and
- (d) buying or selling Securities of another company in which Fort proposes to invest or where the individual, in the course of employment with Fort, becomes aware of Material Non-Public Information concerning that other company.

6.3 Tipping

Fort, as a reporting issuer, and/or a person or a company who is a Relevant Insider may not inform, other than in the necessary course of business and then only in certain circumstances, another person or company of Material Non-Public Information. This activity, known as tipping (“**Tipping**”), is prohibited because it places Material Non-Public Information in the hands of a few persons and not in the hands of the broader investing public.

Subject to certain limitations discussed below, there is an exception to the prohibition on Tipping if selective disclosure is required in the necessary course of business.

The question of whether a particular disclosure is being made “in the necessary course of business” is a mixed question of law and fact that must be determined on a case-by-case basis. However, the necessary course of business exception would generally cover communications with:

- (a) vendors, suppliers, or strategic partners on issues such as research and development, sales and marketing, and supply contracts;
- (b) employees, officers, and board members;

- (c) lenders, legal counsel, auditors, underwriters, and financial and other professional advisors to Fort;
- (d) parties to negotiations;
- (e) labour unions and industry associations;
- (f) government agencies and non-governmental regulators; and
- (g) credit rating agencies (provided that the information is disclosed for the purpose of assisting the agency to formulate a credit rating and the agency's ratings generally are or will be publicly available),

(together "**Excepted Disclosure**").

However, and as noted above, this exception to Tipping will not apply where the person proposing to make the disclosure knows, or ought to reasonably know, that the Excepted Disclosure to the relevant party would or would be likely to result in such party:

- applying for, acquiring, or disposing of, Securities, or entering into an agreement to apply for, acquire, or dispose of, Securities; or
- procuring another person to apply for, acquire, or dispose of, Securities, or enter into an agreement to apply for, acquire, or dispose of, Securities,

in breach of the relevant Insider Trading prohibitions.

6.4 Insider Trading Reports - Canadian and U.S. Securities Laws Requirements

Under Canadian securities legislation, subject to certain exceptions, Insiders that are deemed to be "Reporting Insiders" of Fort are required to file an initial insider trading report within ten (10) days after becoming a Reporting Insider electronically through the System for Electronic Disclosure by Insiders ("**SEDI**") at www.sedi.ca. Under U.S. securities legislation, subject to certain exceptions, Insiders that are deemed to be "Reporting Insiders" of Fort are required to file a Form 3 within ten (10) days after becoming a Reporting Insider electronically Electronic Data Gathering, Analysis, and Retrieval ("**EDGAR**") at www.sec.gov.

Under Canadian securities legislation, Reporting Insiders are further required, subject to certain exceptions, to file an insider trading report on SEDI within five (5) days of a change in: (i) the beneficial ownership of, control or direction over, whether direct or indirect, Securities of Fort; or (ii) a change in an interest in, or right or obligation associated with, a Related Financial Instrument involving a Security of Fort. Under U.S. securities legislation, Reporting Insiders are further required, subject to certain exceptions, to file a Form 4 on EDGAR within two (2) days of a change in the beneficial ownership of, control or direction over, whether direct or indirect, Securities of Fort.

Under Canadian securities legislation, Reporting Insiders must also file an insider trading report within five (5) days if the Reporting Insider enters into, materially amends, or terminates an agreement, arrangement or understanding that (i) has the effect of altering,

directly or indirectly, the Reporting Insider's economic exposure to Fort; or (ii) involves, directly or indirectly, a Security of Fort or a Related Financial Instrument involving a Security of Fort.

It is the responsibility of each such person to set up and maintain their SEDI profile and to make the necessary filings. However, Fort may assist Insiders in making such filings, provided such persons provide the necessary information to the Compliance Officer in a timely manner.

A person that is uncertain as to whether he or she is a Reporting Insider or whether he or she may be eligible to be exempted from these requirements should contact the Compliance Officer.

Section 8103 of the National Defense Authorization Act for Fiscal Year 2026, named the "Holding Foreign Insiders Accountable Act", which was signed into law on December 18, 2025, requires directors and officers of foreign private issuers to make insider reports under Section 16(a) of the Securities Exchange Act of 1934, as amended (the "**Exchange Act**"), effective March 18, 2026. However, Canada has been designated by the Securities and Exchange Commission (the "**SEC**") as a "qualifying jurisdiction" under an SEC exemptive order issued on March 5, 2026. Accordingly, directors and officers of Canadian foreign private issuers, such as Fort, may be exempt from Section 16(a) reporting requirements under the Exchange Act provided they comply with Canada's insider reporting regime, including National Instrument 55-104 and filings made through SEDI.

7.0 Guidelines

7.1 No Trade and Blackout Periods for Officers, Directors and Employees

The period beginning at ten calendar days of the last month of a fiscal period for which the Company prepares financial statements for, and / or provides a public disclosure of the applicable period's financial results and ending one full Trading Day (as defined in section 6.1 of this Policy) following the date of public disclosure of the financial results for that quarter (or fiscal year) (a "**No Trade Period**") is particularly sensitive, as officers, directors and certain employees may often possess Material Non-Public Information about the expected financial results for the quarter and year end.

Accordingly, to ensure compliance with this Policy and applicable securities laws, all directors, officers and employees shall refrain from any trading activities involving Securities of Fort during No Trade Periods.

From time to time, Fort may also institute additional trading restricted periods for directors, officers, selected employees and consultants and others because of the existence of Material Non-Public Information (a "**Blackout Period**"). In the event a Blackout Period or No-Trade Period is initiated, the Compliance Officer shall disseminate a notice to suspend trading in Fort's Securities, in the form attached hereto as Schedule "C", or other approval form, instructing those people not to engage in any trading of Fort's Securities until further notice, without disclosing the facts giving rise to or the imposition of such suspension of trading.

Even outside of Blackout Periods or No Trade Periods, any person possessing Material Non-Public Information on Fort should not engage in any transactions related to Fort's Securities until two Trading Days after such information has been publicly disclosed. All

directors, officers, employees and other persons are expected to use their judgment in interpreting this Policy, and to err on the side of caution at all times. If in doubt, such person is required to contact the Compliance Officer.

At specific times, Fort's Board may award long term compensation under Fort's Stock Option Plan, or by other means. Under no circumstances will long term compensation awards related to Fort's Securities be made while a Blackout Period or No Trade Period is in effect. In the event that options or other Security related long term compensation expire during a Blackout Period or No Trade Period, such expiry date will be extended as provided in the Incentive Stock Option Plan of Fort, or such other plan governing securities compensation matters, as applicable.

7.2 Pre-Clearance of Trades

Before initiating any trade in Fort's Securities, each person to whom this Policy applies must contact and get approval from the "Clearance Committee" which will be comprised of the Chairperson of the Board, the Chairperson of the Audit Committee and an independent director. The Clearance Committee shall refer each proposed transaction to external corporate counsel to determine if it raises insider trading concerns or other concerns under securities laws and regulations. Clearance of a transaction is valid only for a 48-hour period. If the transaction order is not placed within that 48-hour period, clearance of the proposed transaction must be re-requested. If clearance is denied, the fact of such denial must be kept confidential by the person requesting such clearance.

7.3 Short-Swing Trades

Fort recommends that, other than in the course of exercising an option, Insiders do not buy and sell its Securities within the same six month period.

To the extent applicable, directors and officers of Fort and certain other persons identified by the Company from time to time must also comply with the reporting obligations and limitations on short-swing transactions set forth in Section 16 of the U.S. *Securities Exchange Act of 1934* (the "**Exchange Act**"). The practical effect of these provisions is that officers, directors and such other persons who purchase and sell Fort Securities within a six-month period must disgorge all profits to Fort whether or not they had knowledge of any Material Non-Public Information. Under these provisions, and so long as certain other criteria are met, neither the receipt of an option under Fort equity incentive plans, nor the exercise of that option is deemed a purchase under Section 16; however, the sale of any such shares is a sale under Section 16. Section 16 prohibits executive officers and directors from ever making a short sale of Fort Securities. A short sale is a sale of securities not owned by the seller or, if owned, not delivered. Transactions in put and call options for Fort Securities may in some instances constitute a short sale or may otherwise result in liability for short swing profits. All executive officers and directors of Fort and such other identified persons must confer with the Compliance Officer before effecting any such transaction. Fort does not permit short-swing and short sale transactions by executive officers or directors.

7.4 Short Sales, Call and Put Options

Insiders are not permitted to sell "short" or sell a "call option" on any of Fort's Securities or purchase a "put option" where they do not own the underlying Security or, in the case of a short sale, an option currently exercisable therefor.

7.5 *Buying Fort Securities on Margin*

Insiders are not permitted to buy Fort's Securities on margin.

7.6 *Hedging*

Insiders who are directors and officers of Fort are not permitted to enter into any transaction that has the effect of offsetting the economic value of any direct or indirect interest of such Insiders in Securities of Fort. This includes the purchase of financial instruments such as prepaid variable forward contracts, equity swaps, collars or units of exchange funds that are designed to hedge or offset a decrease in the market value of equity Securities granted to such Insiders as compensation or otherwise held directly or indirectly by such Insiders.

7.7 *Blind Trusts and Pre-Arranged Trading Program*

Rule 10b5-1 of the Exchange Act provides an affirmative defense against insider trading liability for a transaction done pursuant to "blind trusts" (trusts in which investment control has been delegated to a third party, such as an institutional or professional trustee) or pursuant to a written plan, or a binding contract or instruction, entered into in good faith at a time when the Insider was not aware of Material Non-Public Information, even though the transaction in question may occur at a time when such person is aware of Material Non-Public Information.

Fort may, in appropriate circumstances, permit Insiders to enter into a blind trust or a trading program that complies with Rule 10b5-1, in which case, unless otherwise determined as provided herein, the pre-clearance procedures or the Black-Out Periods of this Policy shall not apply to transactions executed pursuant to such blind trust or trading program. All blind trusts and trading programs must be pre-cleared with the Compliance Committee. With respect to arrangements that result or may result in transactions taking place during No Trade Periods, the Compliance Officer will review such arrangements in light of guidelines that it from time to time establishes, with input, if appropriate, from the Board and Fort's legal counsel. Fort reserves the right to bar any transactions in Fort Securities, including transactions pursuant to arrangements previously approved, if the Compliance Officer determines that such a bar is in the best interests of Fort. In addition, Fort does not permit any trades in such a blind trust or a Rule 10b5-1 trading program to consist of any hedging transactions (as described above).

7.8 *Standing Orders*

Standing orders should be used only for a very brief period of time. A standing order placed with a broker to sell or purchase securities at a specified price leaves Insiders with no control over the timing of the transaction. A standing order transaction executed by the broker when you are aware of Material Non-Public Information may result in unlawful insider trading. Transactions pursuant to a plan adopted in accordance with Rule 10b5-1 of the Exchange Act, discussed above, may be excepted from this prohibition against standing orders.

7.9 *Priority of Statutory or Regulatory Trading Restrictions*

The trading prohibitions and restrictions set forth in this Policy will be superseded by any greater prohibitions or restrictions prescribed by federal or state securities laws and regulations, e.g., contractual restrictions on the sale of securities (e.g. under lock-up

agreements), short-swing trading by Section 16 parties or restrictions on the sale of securities subject to Rule 144 under the U.S. Securities Act of 1933, as amended. Any person who is uncertain whether other prohibitions or restrictions apply should ask the Compliance Officer.

7.10 Share Option Exercises

This Policy does not apply to the exercise of an Insider share option if the shares acquired upon exercise are held rather than sold, or to the exercise of a tax withholding right pursuant to the option holder elects to have Fort withhold shares subject to an option to satisfy tax withholding requirements. The Policy does apply, however, to any sale of shares as part of a broker-assisted cashless exercise of an option, or any other sale for the purpose of generating the cash needed to pay the exercise price of an option.

7.11 Restricted Share Awards

This Policy does not apply to the vesting of restricted shares, or the forfeiture of shares to pay for taxes incident to such vesting.

7.12 Restricted Share Awards

Bona fide gifts of Fort Securities generally may be exempt from this Policy. However, all such gifts by Insiders must be pre-cleared by the Compliance Committee if a Black-Out Period is in effect at the time of the gift. The Compliance Committee may prohibit any gift that is subject to pre-clearance in his or her sole discretion.

8.0 Potential Criminal and Civil Liability and/or Disciplinary Action

8.1 Liability for Insider Trading

Under applicable Canadian securities laws, Insiders guilty of trading on Material Non-Public Information of Fort may be subject to:

- (a) penalties of up to the greater of Cdn\$5 million and triple any profit earned or loss avoided; and
- (b) imprisonment.

Under applicable U.S. securities laws, if Fort or its supervisory personnel fail to take appropriate steps to prevent illegal insider trading, they may be subject to the following penalties:

- (a) A civil penalty of up to US\$1,425,000 or, if greater, three times the profit gained or loss avoided as a result of the employee's violation; and
- (b) A criminal penalty of up to US\$5,000,000 and up to 20 years in jail for individuals and/or a fine of US\$25,000,000 for Fort.

Additionally, such conduct may subject Fort or other investors to civil liability.

8.2 Liability for Tipping

Insiders may also be liable for improper transactions by any person commonly referred to as a tippee, to whom they have disclosed Material Non-Public Information about Fort or to whom they have made recommendations or expressed opinions on the basis of such information. The various Canadian securities regulators have imposed large penalties even when the disclosing person did not profit from the trading.

The SEC has imposed large penalties even when the disclosing person did not profit from the trading. The SEC, the stock exchanges, and the Financial Industry Regulatory Authority use sophisticated electronic surveillance techniques to uncover insider trading. In recent years, criminal prosecution of insiders has become much more common, particularly when such persons were aware of their obligations under the securities laws and elected to ignore those obligations in acting on, or in tipping others concerning, Material Non-Public Information.

8.3 Possible Disciplinary Actions

Employees, officers, directors, consultants and contractors who violate this Policy will also be subject to disciplinary action by Fort, which may include restrictions on future participation in equity incentive plans or termination of employment.

9.0 Applicability of Policy to Insider Information Regarding Other Companies

This Policy and the guidelines described herein also apply to Material Non-Public Information relating to other companies, including joint venture partners, customers, vendors and suppliers of Fort (the “**Business Partners**”), when that information is obtained in the course of employment with, or providing services on behalf of, Fort. For the purposes of this Policy, information about Business Partners should be treated in the same way as information related directly to Fort.

10.0 General

The Board may, from time to time, permit departures from the terms of this Policy, either prospectively or retrospectively. The Board shall periodically review and, as necessary, update this Policy to reflect applicable legal, regulatory and business developments, and shall take reasonable steps to educate its directors, officers, employees and other covered persons regarding their obligations under this Policy. The terms of this Policy are not intended in and of themselves to give rise to civil liability on the part of Fort, its directors, officers or employees, to any third party, including to any shareholder, securityholder, customer, supplier, competitor, other employee or regulator, but shall give rise to liability to Fort.

Dated: [], 2026
Approved by: Audit Committee
Board of Directors

**SCHEDULE “A”
INDIVIDUALS AND ENTITIES TO WHOM THIS POLICY APPLIES**

“**Employee**” means a full-time, part-time, contract or secondment employee of Fort.

“**Insider**” means:

- (a) all directors or Officers,;
- (b) a director or Officer of a person or company that is itself an insider or subsidiary of Fort;
- (c) a person or company that has
 - (i) beneficial ownership of, or control or direction over, directly or indirectly, Securities of Fort carrying more than 10 per cent of the voting rights attached to all Fort’s outstanding voting Securities, excluding, for the purpose of the calculation of the percentage held, any Securities held by the person or company as underwriter in the course of a distribution, or
 - (ii) a combination of beneficial ownership of, and control or direction over, directly or indirectly, Securities of Fort carrying more than 10 per cent of the voting rights attached to all Fort’s outstanding voting Securities, excluding, for the purpose of the calculation of the percentage held, any Securities held by the person or company as underwriter in the course of a distribution;
- (d) Fort itself, if it has purchased, redeemed or otherwise acquired a Security of its own issue, for so long as it continues to hold that Security;
- (e) a person or company designated as an insider in an order made under subsection 11 of the *Securities Act* (Ontario); and
- (f) a person or company that is in a class of persons or companies designated under subparagraph 40 v of subsection 143 (1) of the *Securities Act* (Ontario).

“**Major Subsidiary**” means a subsidiary of an issuer if the assets of the subsidiary, as included in the issuer’s most recent annual audited or interim balance sheet, or a statement of financial position, are 30 per cent or more of the consolidated assets of the issuer reported on that balance sheet or statement of financial position, as the case may be, or the revenue of the subsidiary, as included in the issuer’s most recent annual audited or interim income statement, or a statement of comprehensive income, is 30 per cent or more of the consolidated revenue of the issuer reported on that statement;

“**Management Company**” means a person or company established or contracted to provide significant management or administrative services to an issuer or a subsidiary of the issuer;

“**Officer**” means:

- (a) a chair or vice-chair of the Board of Directors, a Chief Executive Officer, a Chief Operating Officer, a Chief Financial Officer, a President, a Vice-president, a Secretary, an Assistant Secretary, a Treasurer, an Assistant Treasurer and a General Manager;
- (b) every individual who is designated as an officer under a by-law or similar authority of Fort; and
- (c) every individual who performs functions similar to those normally performed by an individual referred to above.

“Person or Company in a Special Relationship with a Reporting Issuer” means:

- (a) a person or company that is an insider, affiliate or associate of,
 - (i) Fort,
 - (ii) a person or company that is considering or evaluating whether to or is proposing to make a take-over bid, as defined in Part XX of the *Securities Act* (Ontario), for the Securities of Fort, or
 - (iii) a person or company that is considering or evaluating whether to become a party or is proposing to become a party to a reorganization, amalgamation, merger or arrangement or similar business combination with Fort or to acquire a substantial portion of its property,
- (b) a person or company that is engaging in any business or professional activity, that is considering or evaluating whether to engage in any business or professional activity, or that proposes to engage in any business or professional activity if the business or professional activity is with or on behalf of Fort or with or on behalf of a person or company described in subclause (a) (ii) or (iii),
- (c) a person who is a director, Officer or employee of Fort, a subsidiary of Fort or a person or company that controls, directly or indirectly, Fort, or of a person or company described in subclause (a) (ii) or (iii) or clause (b),
- (d) a person or company that learned of the material fact or material change with respect to Fort while the person or company was a person or company described in clause (a), (b) or (c),
- (e) a person or company that learns of a material fact or material change with respect to Fort from any other person or company described in this subsection, including a person or company described in this clause, and knows or ought reasonably to have known that the other person or company is a person or company in such a relationship. **“Related Financial Instrument”** means an agreement, arrangement or understanding to which an insider of Fort is a party, the effect of which is to alter, directly or indirectly, the insider’s,
 - (a) economic interest in a Security of Fort, or
 - (b) economic exposure to Fort

“Reporting Insider” means an insider of Fort if the insider is

- (a) The CEO, CFO or COO of Fort, of a significant shareholder of Fort or of a Major Subsidiary of Fort;
- (b) A director of Fort, of a significant shareholder of Fort or of a Major Subsidiary of Fort;
- (c) A person or company responsible for a principal business unit, division or function of Fort;
- (d) A significant shareholder of Fort;
- (e) A significant shareholder based on post-conversion beneficial ownership of Fort’s Securities and the CEO, CFO, COO and every director of the significant shareholder based on post-conversion beneficial ownership;
- (f) A Management Company that provides significant management or administrative services to Fort or a Major Subsidiary of Fort, every director of the Management Company, every CEO, CFO and COO of the Management Company, and every significant shareholder of the Management Company;
- (g) An individual performing functions similar to the functions performed by any of the insiders described in paragraphs (a) to (f);
- (h) Fort itself, if it has purchased, redeemed or otherwise acquired a Security of its own issue, for so long as it continues to hold that Security; or
- (i) Any other insider that
 - (i) in the ordinary course receives or has access to information as to material facts or material changes concerning Fort before the material facts or material changes are generally disclosed; and
 - (ii) directly or indirectly, exercises, or has the ability to exercise, significant power or influence over the business, operations, capital or development of Fort.

A **“Security”** is defined in section 1(1) of the *Securities Act* (Ontario) and includes, among other things, all shares, convertible or exchangeable Securities such as warrants or convertible debentures, options, restricted share units as well as a put, call, option or other right or obligation to purchase or sell Securities of Fort, or any Security, the market price of which varies materially with the market price of the Securities of Fort.

“Significant Shareholder” means a person or company that has beneficial ownership of, or control or direction over, whether direct or indirect, or a combination of beneficial ownership of, and control or direction over, whether direct or indirect, Securities of an issuer carrying more than 10% of the voting rights attached to all the issuer’s outstanding voting securities, excluding, for the purpose of the calculation of the percentage held, any Securities held by the person or company as underwriter in the course of a distribution.

A company is considered to be a “**Subsidiary**” of another company if it is controlled by (1) that other, (2) that other and one or more companies, each of which is controlled by that other, or (3) two or more companies, each of which is controlled by that other; or it is a subsidiary of a company that is that other's subsidiary. In general, a company will control another company when the first company owns more than 50% of the outstanding voting Securities of that other company.

“**Trading**” in Securities refers to all investment activities over which a person covered by this Policy has control or direction, whether for their personal account or in a fiduciary capacity, as in the case of a partnership, trusteeship, or executorship. For the purposes of this Policy, trading includes any purchase or sale of a Security as well as the provision of investment advice.

“**Trading Day**” shall mean a day on which the TSX Venture Exchange or Nasdaq Stock Market is open for trading.

SCHEDULE “B”
EXAMPLES OF INFORMATION THAT MAY BE MATERIAL

“**Material information**” consists of both “material facts” and “material changes”. For Canadian purposes, a “material fact” means a fact that would reasonably be expected to have a significant effect on the market price or value of the securities of Fort. For Canadian purposes a “material change” means a change in the business, operations or capital of Fort that would reasonably be expected to have a significant effect on the market price or value of any of the securities of Fort and includes a decision to implement such a change if such a decision is made by the board of directors or by senior management of Fort who believe that confirmation of the decision by the board of directors is probable.

It is not possible to define all categories of material information. However, information should be regarded as material if there is a reasonable likelihood that it would be considered important to an investor in making an investment decision regarding the purchase or sale of Fort’s Securities.

Examples of such information may, depending on the circumstances, include:

- (a) financial results;
- (b) projections of future earnings or losses;
- (c) development of new products and developments affecting Fort 's resources, technology, products or market;
- (d) news of a material merger, joint venture or acquisition;
- (e) news of a disposal of significant assets or a subsidiary;
- (f) impending bankruptcy or financial liquidity problems;
- (g) significant work stoppages or other events affecting production;
- (h) significant pricing changes or agreements that may affect pricing;
- (i) major labour disputes or disputes with major contractors or suppliers;
- (j) proposed changes in capital structure including stock splits and stock dividends;
- (k) proposed or pending material financings;
- (l) material increases or decreases in the amount outstanding of Securities or indebtedness;
- (m) material changes in the business of Fort;
- (n) changes in Fort’s auditors;
- (o) defaults in material obligations;

- (p) results of the submission of matters to vote of securityholders;
- (q) material transactions with directors, officers or principal securityholders;
- (r) significant litigation exposure due to actual or threatened litigation;
- (s) a transaction for which the consideration payable or receivable is a significant proportion of the written down value of Fort 's consolidated assets;
- (t) a recommendation or declaration of a dividend by Fort;
- (u) a recommendation or decision that a dividend will not be declared by Fort;
- (v) a material change in accounting policy adopted by Fort; and
- (w) changes in senior management.

Either positive or negative information may be material.

SCHEDULE "C"
PRIVATE AND CONFIDENTIAL

**TO: DIRECTORS, OFFICERS AND EMPLOYEES OF FORT TECHNOLOGY INC. (THE
"COMPANY") AND ITS AFFILIATES**

RE: SUSPEND TRANSACTION NOTICE

Further to our Securities Trading Policy, please suspend all further securities and related financial instrument transactions in respect of the Company until further notice.

Should you have any questions or concerns please contact Compliance Officer at Compliance@fort.com.

Sincerely,

FORT TECHNOLOGY INC.
4908-1684-9322 v3 [55777-502]