

CAPITALIZATION TABLE

Summit Digital Solutions, Inc.

Post-Series C Financing

As of December 31, 2023

CONFIDENTIAL AND PROPRIETARY

This document contains confidential information of Summit Digital Solutions, Inc. and is subject to the terms of the applicable confidentiality agreements.

1. SUMMARY OF CAPITALIZATION

1.1 Authorized Capital Stock

- Common Stock: 50,000,000 shares, \$0.001 par value
- Preferred Stock: 25,000,000 shares, \$0.001 par value
- Series A Preferred: 5,000,000 shares designated
- Series B Preferred: 7,500,000 shares designated
- Series C Preferred: 10,000,000 shares designated
- Undesignated: 2,500,000 shares

1.2 Outstanding Securities

Total Fully Diluted Shares: 28,750,000

2. DETAILED OWNERSHIP BREAKDOWN

2.1 Common Stock

Total Outstanding: 12,500,000 shares

- Founders & Early Employees: 8,750,000 shares (70.0%)
- Dr. Alexandra Reeves (CEO): 3,500,000 shares
- Michael Chang (CTO): 2,750,000 shares
- Sarah Blackwell (COO): 2,500,000 shares
- Employee Stock Pool: 3,750,000 shares (30.0%)
- Allocated: 2,875,000 shares

- Reserved for Future Grants: 875,000 shares

2.2 Series A Preferred Stock

Total Outstanding: 4,500,000 shares

- Innovation Ventures Fund VI: 2,250,000 shares
- TechGrowth Partners: 1,500,000 shares
- Strategic Angels LLC: 750,000 shares

Conversion Rate: 1:1

Original Issue Price: \$2.00/share

2.3 Series B Preferred Stock

Total Outstanding: 5,750,000 shares

- Growth Capital Partners: 2,875,000 shares
- Digital Transformation Fund: 1,725,000 shares
- Innovation Ventures Fund VI (Follow-on): 1,150,000 shares

Conversion Rate: 1:1

Original Issue Price: \$4.50/share

2.4 Series C Preferred Stock

Total Outstanding: 6,000,000 shares

- Enterprise Tech Fund IV: 2,400,000 shares
- Global Digital Growth Fund: 1,800,000 shares
- Strategic Investment Partners: 1,200,000 shares
- Existing Investor Pro-rata: 600,000 shares

Conversion Rate: 1:1

Original Issue Price: \$8.00/share

3. OWNERSHIP PERCENTAGES (Fully Diluted)

3.1 By Stockholder Class

- Common Stock: 43.48%
- Series A Preferred: 15.65%
- Series B Preferred: 20.00%

- Series C Preferred: 20.87%

3.2 Major Stockholders (>5%)

Founders & Early Employees: 30.43%

Enterprise Tech Fund IV: 8.35%

Growth Capital Partners: 10.00%

Innovation Ventures Fund VI: 11.83%

Employee Stock Pool: 13.04%

4. NOTES AND ASSUMPTIONS

1 This cap table assumes conversion of all preferred stock to common stock.

2 All share numbers are shown on an as-converted basis.

3 Employee stock pool reflects both issued and reserved shares under the 2016 Equity Incentive Plan, as amended.

4 Numbers exclude:

- Warrants issued to Series C lead investors
- Shares reserved for future equity incentive plans
- Potential strategic partnership shares

5. VOTING RIGHTS

1 Each share of Common Stock entitled to one (1) vote.

2 Each share of Preferred Stock entitled to votes equal to number of shares of Common Stock into which convertible.

6. CERTIFICATION

The undersigned hereby certifies that this Capitalization Table is true and complete as of the date first written above.

SUMMIT DIGITAL SOLUTIONS, INC.

By: _

Name: James Henderson

Title: Chief Digital Officer & Corporate Secretary

Date: December 31, 2023

DISCLAIMER: This capitalization table is for informational purposes only and does not constitute a legal document of title. Share ownership is subject to the terms of the Company's Certificate of Incorporation, Bylaws, and applicable stockholder agreements.