

MINUTES OF THE ANNUAL MEETING OF STOCKHOLDERS

SUMMIT DIGITAL SOLUTIONS, INC.

June 15, 2023

A meeting of the stockholders of Summit Digital Solutions, Inc., a Delaware corporation (the "Corporation"), was held virtually via secure video conference on June 15, 2023, at 10:00 a.m. Eastern Time, pursuant to notice duly given in accordance with Delaware law and the Corporation's bylaws.

1. ATTENDANCE AND QUORUM

Dr. Alexandra Reeves, Chief Executive Officer and Chairperson of the Board, called the meeting to order and acted as Chairperson. Sarah Blackwell, Chief Operating Officer, acted as Secretary of the meeting.

The Secretary reported that:

- Holders of record of 12,847,392 shares of common stock, representing 83.2% of the total outstanding shares, were present virtually or by proxy
- A quorum was present for the transaction of business
- The list of stockholders entitled to vote was available for examination

2. NOTICE OF MEETING

The Secretary presented proof of proper notice of the meeting, including:

- Electronic distribution of notice on May 15, 2023
- Confirmation of delivery to all stockholders of record as of May 1, 2023
- Compliance with SEC regulations and Delaware General Corporation Law requirements

3. MATTERS PRESENTED FOR STOCKHOLDER VOTE

3.1 Election of Directors

The following individuals were nominated to serve as directors until the next annual meeting:

- Dr. Alexandra Reeves
- Michael Chang
- Sarah Blackwell

- James Henderson
- Dr. Robert Martinez
- Katherine Wilson (Independent)
- David Thornton (Independent)
- Michelle Rodriguez (Independent)

Upon motion duly made and seconded, the stockholders approved the election of all nominated directors by the following vote:

- FOR: 12,445,392 shares
- AGAINST: 302,000 shares
- ABSTAIN: 100,000 shares

3.2 Ratification of Independent Auditors

The stockholders considered the ratification of Ernst & Young LLP as independent auditors for the fiscal year ending December 31, 2023.

Upon motion duly made and seconded, the stockholders approved the ratification by the following vote:

- FOR: 12,747,392 shares
- AGAINST: 50,000 shares
- ABSTAIN: 50,000 shares

3.3 Advisory Vote on Executive Compensation

The stockholders considered an advisory vote to approve the compensation of named executive officers.

Upon motion duly made and seconded, the stockholders approved the compensation by the following vote:

- FOR: 11,947,392 shares
- AGAINST: 800,000 shares
- ABSTAIN: 100,000 shares

4. MANAGEMENT PRESENTATIONS

4.1 Financial Performance

The Chief Financial Officer presented the Corporation's financial results for fiscal year 2022, highlighting:

- Revenue growth of 42% year-over-year to \$87.5 million
- Gross margin improvement to 68%
- EBITDA margin of 24%
- Cash position of \$45.2 million

4.2 Strategic Initiatives

The CEO presented key strategic initiatives for 2023-2024:

- Expansion of Peak Performance Platform capabilities
- Geographic expansion into EMEA markets
- Strategic acquisition opportunities in AI/ML space
- Investment in R&D for next-generation IoT solutions

5. STOCKHOLDER QUESTIONS

The meeting was opened for stockholder questions. Topics addressed included:

- Competitive positioning in enterprise digital transformation
- M&A strategy and pipeline
- Technology roadmap and R&D investments
- ESG initiatives and sustainability goals

6. ADJOURNMENT

There being no further business to come before the meeting, upon motion duly made and seconded, the meeting was adjourned at 11:45 a.m. Eastern Time.

7. CERTIFICATION

The undersigned hereby certifies that the foregoing minutes are a true and correct record of the proceedings of the Annual Meeting of Stockholders of Summit Digital Solutions, Inc. held on June 15, 2023.

—

Sarah Blackwell

Secretary of the Meeting

Date: June 15, 2023

8. ATTACHMENTS

The following documents are attached to and made part of these minutes:

- Exhibit A: List of Stockholders Present
- Exhibit B: Notice of Annual Meeting
- Exhibit C: Proxy Materials
- Exhibit D: Voting Results Certification
- Exhibit E: Management Presentation Materials

[CORPORATE SEAL]