

**IMPORTANT NOTICE REGARDING:**

**IONIC DIGITAL INC.**

2332 Galiano Street, 2<sup>nd</sup> Floor  
Coral Gables, FL 33134

**NOTICE OF 2025 ANNUAL MEETING OF STOCKHOLDERS**

Dear Stockholder:

Please be advised that the Annual Meeting of Stockholders of Ionic Digital Inc., a Delaware corporation (the “Company”), previously scheduled to be held on March 17, 2025, at 9:00 a.m. will be adjourned, without conducting any business. The Company’s Board of Directors (the “Board”) made this determination following discussions between the Company and certain stockholders (the “Plaintiff Stockholders”) in litigation pending before the Delaware Court of Chancery (the “Court”) and in light of the timeline set by the Court for that litigation.

More specifically, the Company is a defendant in litigation commenced by the Plaintiff Stockholders pending before the Court where the Plaintiff Stockholders alleged: (i) the size of the board of directors should be held by the Court to consist of six directors, rather than the current five directors; (ii) certain nominees for election as director(s) of the Company’s at the Annual Meeting should be deemed by the Court as having complied with the Company’s Advance Notice Bylaws Section 2.4; and (iii) the quorum requirements at the Annual Meeting should not be set according to the Company Bylaws.

A trial on these issues is scheduled for May 8 or 9, 2025 in the Court. It is not known at this time when the Court may issue a ruling on the matter following that trial. Stockholders are hereby advised that the Annual Meeting will be held approximately 30 days from the date of the Court’s decision (the “Rescheduled Annual Meeting”). A supplemental notice confirming the date of the Rescheduled Annual Meeting, will be issued as soon as reasonably practicable after the Court’s decision.

This adjournment does not impact the record date of the Annual Meeting that was previously set by the board of directors. Stockholders of record at the close of business on February 7, 2025 shall be eligible to vote at the Rescheduled Annual Meeting.

This notice is being distributed and made available on or about March 11, 2025.

By Order of the Board of Directors,

Laura Schnaidt  
Chief Legal Officer  
Ionic Digital Inc.