

BAYLIN TECHNOLOGIES INC.

Report of Voting Results

Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*

This report relates to the Annual and Special Meeting of Shareholders of Baylin Technologies Inc. (the “**Company**”) held on May 8, 2025 (the “**Meeting**”) and the matters voted on at the Meeting.

There were 122,367,584 common shares of the Company represented by shareholders present in person or by proxy at the Meeting, representing approximately 80.81% of the number of common shares outstanding at the record date for the Meeting. All votes were all conducted by ballot. Matters 3, 4 and 5 were approved by disinterested vote in accordance with the rules of the Toronto Stock Exchange.

Matter 1: Election of Directors

Each of the eight nominees proposed by management was elected to serve as a director of the Company to hold office for the ensuing year or until their successors are elected or appointed.

Nominee	Votes in Favour		Votes Withheld	
	Number	Percentage	Number	Percentage
Leighton Carroll	122,178,773	99.87	162,718	0.13
Janice Davis	122,184,947	99.87	156,004	0.13
Bejoy Pankajakshan	122,196,423	99.88	144,528	0.12
Barry Reiter	122,171,173	99.86	169,778	0.14
Jeffrey Royer	122,051,273	99.76	289,678	0.24
David Saska	122,197,773	99.88	143,178	0.12
Donald Simmonds	122,184,823	99.87	156,128	0.13
Harold Wolkin	120,983,448	98.89	1,357,503	1.11

Matter 2: Appointment of Auditors

RSM Canada LLP were appointed auditors of the Company to hold office until the next annual meeting of shareholders and the board of directors was authorized to fix their remuneration.

Votes in Favour		Votes Withheld	
Number	Percentage	Number	Percentage
122,338,405	99.98	29,179	0.02-

Matter 3: Amendments to the Omnibus Equity Incentive Plan

The shareholders passed the Equity Plan (Amendment) Resolution approving amendments to the Company’s Omnibus Equity Incentive Plan (as amended and restated, the “**Plan**”), including amendments to amend the basis on which the limit on the number of common shares issuable

under the Plan is determined and to remove the limits on the number of shares issuable and issued to reporting insiders under the Plan, as described in the Management Information Circular for the Meeting.

Disinterested Votes in Favour		Votes Against	
Number	Percentage	Number	Percentage
118,620,760	98.80	1,442,020	1.20

Matter 4: Approval of 2024 Bonus Awards Plan

The shareholders passed the 2024 Bonus Awards Plan Resolution approving the 2024 Bonus Awards Plan, a new security-based compensation arrangement providing for the payment of bonuses to eligible employees in the form of equity awards, as described in the Management Information Circular for the Meeting.

Disinterested Votes in Favour		Votes Against	
Number	Percentage	Number	Percentage
121,838,004	99.77	277,704	0.23

Matter 5: Approval of Performance Award Plan

The shareholders passed the Performance Award Plan Resolution approving the Performance Award Plan, a new security-based compensation arrangement providing for the grant of a performance-based award to the Chief Executive Officer of the Company, as described in the Management Information Circular for the Meeting.

Disinterested Votes in Favour		Votes Against	
Number	Percentage	Number	Percentage
120,509,953	98.80	1,462,182	1.20

Matter 6: Common Share Consolidation

The shareholders passed the Share Consolidation Resolution authorizing an amendment to the articles of the Company to consolidate the number of outstanding common shares on the basis of 40 pre-consolidation common shares for one post-consolidation common shares, as described in the Management Information Circular for the Meeting.

Votes in Favour		Votes Against	
Number	Percentage	Number	Percentage
120,145,355	98.18	2,222,229	1.82

May 8, 2025.

For further information, please contact:
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