



On September 13, 2023, Nano Financial Holdings (the “Company”) held its Annual Meeting of Stockholders (the “Annual Meeting”). There were 11,913,290 shares of Company common stock issued and outstanding on the record date and entitled to vote at the Annual Meeting, and 8,243,513 shares were represented in person or by proxy at the Annual Meeting, which constituted a quorum to conduct business at the Annual Meeting.

The final number of votes cast for or against, as well as the number of abstentions, with respect to each matter are set out below.

**1. Proposal 1 — Ratify Authorized Number of Directors.**

The proposal to ratify the Board of Director’s action fixing the authorized number of directors at seven (7) was approved. The voting results were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
8,243,513	-	-

**2. Proposal 2 — Election of Directors.**

Five nominees were elected to serve as directors of the Company until the completion of the 2024 Annual Meeting of Stockholders and until their successors are duly elected and qualified. Two nominees did not receive the requisite number of votes. The voting results were as follows:

	<b>For</b>	<b>Against</b>	<b>Abstain</b>
Scott Racusin	7,466,046	655,868	121,599
Mary Lynn Lenz	6,931,777	1,190,138	121,599
Lynn Tallerico	7,526,845	590,069	121,599
Steve Buster	6,870,977	1,250,937	121,599
David Conne	3,512,702	4,548,413	182,398
Amarpreet Malik	8,061,115	60,799	121,599
John Davies	4,310,004	3,751,111	182,398

3. **Proposal 3 — Approval of the Compensation of the Board of Directors.**

The proposal of the compensation of the Board of Directors was approved. The voting results were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
6,820,751	1,282,796	139,966

4. **Proposal 4 — Amend Section 2.5(d) and Section 3.1 of the Bylaws to provide for a plurality approval in contested elections.**

The proposal to amend Section 2.5(d) and Section 3.1 of the Company's Bylaws to provide for a plurality vote in contested elections was defeated. The voting results were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
814,449	7,373,792	55,272

5. **Proposal 5 — Ratification of the Appointment of Eide Bailly as our Independent Registered Public Accountants.**

The appointment of the Company's independent registered public accounting firm for fiscal year 2023 was ratified. The voting results were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
8,243,513	-	-