

Visionary Holdings Inc.
Notice Regarding Voting Matters for the 2024/2025 Annual General Meeting of
Shareholders
(NASDAQ Listed Company, Stock Symbol: GV)

To ensure the compliant and orderly convening of the 2024/2025 Annual General Meeting of Shareholders (hereinafter referred to as the "Annual General Meeting") of Visionary Holdings Inc. (hereinafter referred to as the "Company") and protect the legitimate voting rights of all shareholders, the following key matters regarding voting at the Annual General Meeting are hereby specified in accordance with the U.S. Securities Exchange Act of 1934, the Company's Articles of Association, and NASDAQ listing rules:

I. Arrangements for Voting Deadline

Voting at the Annual General Meeting is divided into two categories: "on-site voting" and "proxy voting (including proxy voting)", with different specific deadlines and requirements. Shareholders may arrange their voting time reasonably according to their participation method to avoid invalidation of voting due to overdue submission:

(I) Deadline for On-Site Voting

On-site voting includes two forms: submission of paper ballots and sending of email ballots. The deadline for both forms is synchronized with the end time of the Annual General Meeting, specifically **11:30 a.m. (Eastern Time, USA) on September 4, 2025**. Among them, shareholders who submit ballots via email shall send valid ballots to the Company's designated voting email address: vote@visionary.holdings, and the email must be successfully delivered before the aforementioned deadline; shareholders attending the meeting on-site shall complete the submission of paper ballots during the meeting. If no submission is made after the aforementioned deadline (including failure to deliver the email on time or submit the paper ballot on time), the shareholder will be unable to participate in on-site voting, and their on-site voting rights corresponding to their shareholdings shall be deemed automatically waived.

(II) Deadline for Proxy Voting (Including Proxy Voting)

To ensure the validity of proxy voting and the orderly conduct of subsequent statistics, proxy voting must be submitted to the Company's designated voting address before **5:30 p.m. (Eastern Time, USA) on September 3, 2025**. The Company's designated voting address is Units 217-218, 445 Apple Creek Boulevard, Markham, Ontario, Canada L3R 9X7. Any proxy voting submitted after the aforementioned deadline shall be deemed invalid and excluded from the voting statistics of the Annual General Meeting.

The aforementioned voting deadlines will be further confirmed in subsequent disclosure documents on the Company's official website. Shareholders are advised to continuously pay attention to the updated information on the official website to ensure accurate understanding

of the time nodes; shareholders voting via email may test the email sending function in advance to avoid voting delays due to technical issues.

II. Shareholders' Right to Revoke Voting Instructions and Operation Methods

In accordance with relevant regulatory provisions and the Company's system, shareholders have the right to revoke the submitted voting instructions before the deadline of the corresponding voting category. The specific operation procedures and precautions are as follows:

(I) Operation Procedure for Submitting Revocation Notice Directly to the Company

If a shareholder needs to apply to the Company directly for revoking voting instructions, they shall submit a written revocation notice. The notice shall fully include the shareholder's name (for individual shareholders) or company name (for corporate shareholders), actual shareholding quantity, securities account information, and valid signature (for individual shareholders) or official seal (for corporate shareholders); for corporate shareholders, an additional copy of the business license with the official seal affixed and a power of attorney stating "authorization to handle voting revocation matters" (clearly specifying the principal, agent, and scope of authorization) shall be attached.

The written revocation notice may be submitted through the following two methods, and must be delivered to the Company before the deadline of the corresponding voting category:

1. Submission via email: Scan the written revocation notice into an electronic version and send it to the email address of the Company's Board Secretary Office (boardsecretary@visionary.holdings). The subject of the email shall be marked as "【2024/2025 Annual General Meeting - Revocation of Voting Instructions】 + Shareholder Name" to facilitate the Company's quick identification and processing; if the email ballot submitted via "vote@visionary.holdings" needs to be revoked, the revocation notice shall still be sent in this manner, and direct reply to the original voting email is not allowed;
2. Submission via mail: Mail the original written revocation notice to the Company's designated address (Units 217-218, 445 Apple Creek Boulevard, Markham, Ontario, Canada L3R 9X7), with the recipient marked as "Board Secretary Office (For Voting Revocation Only)". It is recommended to choose a mailing method with trackable logistics information to avoid loss or delay of documents.

(II) Operation Procedure for Submitting Revocation Application Through Third-Party Platforms

If a shareholder initially submits voting instructions through a third-party platform such as a securities broker or custodian institution, they shall apply to the third-party platform for revoking the voting instructions through the original submission channel. The specific operation procedures (such as required application materials, approval links, and processing

time limits) shall be subject to the internal rules of the third-party platform, and the Company cannot directly interfere with the operation procedures of the third-party platform.

It is recommended that shareholders communicate with the customer service or contact person of the third-party platform in advance to confirm the operation details and deadline before applying for revocation, and reserve sufficient processing time to avoid failure of the revocation application to take effect before the voting deadline due to delays in the platform's procedures, which may affect the exercise of their rights.

(III) Important Reminder

After revoking the submitted voting instructions, if a shareholder fails to resubmit new valid voting instructions (such as resending a compliant ballot to "vote@visionary.holdings" or resubmitting a voting instruction to a third-party platform) before the deadline of the corresponding voting category, they shall be deemed to have automatically waived their voting rights at the Annual General Meeting, and the voting rights corresponding to their shareholdings shall not be included in the voting statistics of the proposals at this meeting.

III. Arrangements for Issuing the Notice of the Annual General Meeting

The official notice document of the Annual General Meeting will include the complete agenda of the meeting, detailed explanation of voting methods (including guidelines for email voting), proxy voting form template, compliance basis clauses, resumes of director candidates (if any), and all other necessary information to ensure that shareholders fully understand the meeting arrangements and voting-related requirements.

The official notice document will be disclosed on the designated page of the Company's official website at **10:00 a.m. (Eastern Time, USA) on September 3, 2025**, with the specific access link as follows:

<https://visionary.holdings/news/detailed-descriptions-of-proposals-for-visionary-holdings-annual-meeting-of-shareholder-meeting-on-september-4-2025/616/.html>.

Shareholders are requested to access the aforementioned link in a timely manner to review the notice document. If access is unavailable due to network issues, or if there are questions about the operation details of email voting (sending to vote@visionary.holdings), please contact the Company through the following contact information for assistance to ensure full understanding of all information about the Annual General Meeting and smooth exercise of shareholder rights.

IV. Consultation and Contact Information

If shareholders have any questions about the voting matters of the Annual General Meeting (such as time nodes, email voting operations, revocation procedures, document requirements,

link access, etc.), they may contact the Company's Board Secretary Office for assistance through the following methods:

- Contact Person: Company's Board Secretary Office
- Contact Phone Number: +1-(905)-305-1881
- Email Address: boardsecretary@visionary.holdings

Thank you to all shareholders for their support and cooperation in the preparation of the Annual General Meeting. The Company will strictly implement all voting arrangements in accordance with regulatory requirements and this notice to ensure the legal, compliant, and smooth convening of the Annual General Meeting and effectively protect the legitimate rights and interests of all shareholders.

Visionary Holdings Inc.

August 28, 2025