

WONDERFI TECHNOLOGIES INC.
MEETING OF EARNOUT RIGHTS HOLDERS
JULY 17, 2025
REPORT OF VOTING RESULTS

In accordance with Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, the following sets out the matter voted upon at the Meeting (the “**Meeting**”) of earnout rights holders (the “**Holder**s”) of WonderFi Technologies Inc. (“**WonderFi**”, or the “**Company**”) held on July 17, 2025. The matter set out below is described in greater detail in the Notice of Meeting of Earnout Rights Holders (the “**Notice**”) dated June 13, 2025, and in the Company’s public disclosure record available on its issuer profile on SEDAR+ (www.sedarplus.ca).

Approval of the Amendment Resolution

The extraordinary resolution (the “**Amendment Resolution**”) to approve amendments to the earnout rights indenture dated July 7, 2023, as set forth in Exhibit 1 to Schedule A attached to the Notice, was passed by the Holders. The text of the Amendment Resolution that passed generally provides that:

- (a) the last Interim Earnout Payment Period (as defined in the Notice) will be the period from July 1, 2025 to and including the earlier of (i) the business day immediately prior to the effective date of the closing of the plan of arrangement transaction involving WonderFi, Wrangler Holdings Inc. (the “**Purchaser**”) and Robinhood Markets, Inc. (“**Robinhood**”) and (ii) November 14, 2025;
- (b) the aggregate Earnout Payment payable to the holders of earnout rights (excluding certain holders who have waived their rights in respect thereof) in respect of such amended last Interim Earnout Payment Period shall be \$199,396; and
- (c) the payment date for such last Interim Earnout Payment Period shall be the earlier of (i) the business day that is immediately prior to the effective date of the closing of the plan of arrangement provided for in the arrangement agreement dated May 12, 2025 between WonderFi, the Purchaser and Robinhood, as such agreement may be amended from time to time and (ii) such date determined by the Company that is on or before March 31, 2026

The following is a summary of votes cast by Holders:

Earnout Rights Holders Vote			
Votes For		Votes Against	
Number	%	Number	%
37,114,092	98.04%	743,338	1.96%

Dated at Toronto, ON, July 17, 2025

WONDERFI TECHNOLOGIES INC.

by /s/ “Dean Skurka”
Name: **Dean Skurka**
Title: **Chief Executive Officer**