

## **Notice of Annual Meeting of Stockholders**

**To Be Held at 10:00 a.m. PST on January 11, 2021**

To the stockholders of Ezenia! Inc.:

PLEASE TAKE NOTICE THAT the Annual Meeting of Stockholders of Ezenia! Inc., a Delaware corporation, will be held on Monday, January 11, 2021 at 10:00 a.m. PST at the 620 Newport Center Drive, 11<sup>th</sup> Floor, Newport Beach, CA 92660, for the following purposes:

1. To elect one (1) Class II director to the Board of Directors, to serve until the third annual meeting of stockholders following his election or until his successor is duly elected and qualified, subject to his earlier death, resignation, disqualification or removal; and
2. To transact any other business as may properly come before the meeting or any adjournment thereof.

The Board of Directors has fixed the close of business on December 7, 2020 as the record date for the determination of stockholders entitled to notice of, and to vote at, the meeting. You may inspect a list of stockholders of record as of December 7, 2020 at Ezenia Principal Place of Business, 620 Newport Center Drive, 11<sup>th</sup> Floor, Newport Beach, CA 92660, during regular business hours, during the 10-day period before the meeting. You may also inspect this list at the meeting.

Your attendance at the meeting is very much desired. You may vote either in person at the meeting or by a proxy executed in writing by you or your duly authorized attorney-in-fact.

Set forth below is important additional information regarding:

- the Board's nominee for Class II director, and
- deadlines for submitting notice of intent to nominate someone for director or to present a stockholder proposal.

### **BOARD NOMINEE FOR CLASS II DIRECTOR**

The Board intends to elect Mr. Jonathon R. Skeels at the meeting to serve as a Class II director. Jonathon R. Skeels was appointed as a Class II director and Chairman of the Board of Ezenia! in August 2020. Mr. Skeels is the Founder and Managing Partner of Novelty Capital, LLC, a private investment firm. Mr. Skeels also serves as Chief Executive Officer, Interim Chief Financial Officer and a member of the Board of Directors at hopTo, Inc. (OTCQB: HPTO), a software-focused holding company. Mr. Skeels previously held various executive roles at IP Navigation Group, LLC a leading intellectual property monetization firm and served as Vice President and Senior Research Analyst at Davenport & Company, LLC, a financial services firm where he was responsible for investments in publicly traded technology companies. Mr. Skeels holds a BS from American University in Washington, DC.

## **DEADLINES FOR NOMINATIONS AND OTHER PROPOSALS**

Any shareholder entitled to notice of and to vote at the meeting may nominate a candidate for election as a Class II director or submit a proposal for additional business to be conducted at the annual meeting. Any such nomination or proposal must be received by Ezenia! Inc. no later than January 7, 2021 and must comply with all of the procedural and disclosure requirements contained in Article III, Section 4, and Article X, respectively, of the Ezenia! Inc. Amended and Restated By-Laws, which can be found at Ezenia.com by clicking on the "Corporate Governance" tab.

BY ORDER OF THE BOARD OF DIRECTORS

A handwritten signature in black ink, appearing to read "Jonathon R. Skeels", is written above a solid horizontal line.

Name: Jonathon R. Skeels

Title: Chairman of the Board

Newport Beach, CA

December 28, 2020