Phaos Technology Holdings (Cayman) Limited
Important Notice Regarding the Availability of Proxy Materials for the Extraordinary General Meeting of Shareholders to be Held on August 18, 2026

This communication presents only an overview of the more complete Proxy Materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the Proxy Materials before voting.

ACCESSING YOUR PROXY MATERIALS ONLINE

The following Proxy Materials are available to you to review at: **https://ir.phaostech.com/corporate-governance/shareholder-meetings/**

- Notice of the Extraordinary General Meeting of Shareholders;
- Proxy Statement for the Extraordinary General Meeting of Shareholders; and
- The Proxy Card, and any amendments to the foregoing materials that are required to be furnished to stockholders.

PROXY STATEMENT OVERVIEW

The Extraordinary General Meeting of Shareholders of Phaos Technology Holdings (Cayman) Limited (the "Company"), will be held virtually on August 18, 2026 at 9:30 p.m. Singapore Time (August 18, 2026 at 9:30 a.m. Eastern Time) by accessing the following hyperlink: **https://edge.media-server.com/mmc/p/4cfk4utm**

Proposals to be voted at the meeting are listed below along with the Board of Directors' recommendations.

1. As an ordinary resolution, to increase the Company's authorized share capital from US$100,000 divided into 950,000,000 Class A Ordinary Shares, par value US$0.0001 per share and 50,000,000 Class B Ordinary Shares, par value US$0.0001 per share, to US$10,000,000,000 divided into 95,000,000,000,000 Class A ordinary shares of a par value of US$0.0001 each and 5,000,000,000,000 Class B ordinary shares of a par value of US$0.0001 each, by the creation of 94,999,050,000,000 Class A ordinary shares of a par value of US$0.0001 each and 4,999,950,000,000 Class B ordinary shares of a par value of US$0.0001 each (the "Share Capital Increase");
2. As an ordinary resolution: (a) to approve the share consolidations of the Company's issued and unissued Class A ordinary shares (the "Class A Ordinary Shares") and Class B ordinary shares (the "Class B Ordinary Shares" and collectively with the Class A Ordinary Shares, the "Ordinary Shares"), par value US$0.0001 each, at any one time or multiple times during a period of up to two years of the date of the Meeting, at the exact consolidation ratio and effective time as the board of directors (the "Board") may determine from time to time in its absolute discretion, provided that the accumulative consolidation ratio for all such share consolidations (altogether, the "Share Consolidations" and each, a "Share Consolidation") shall not be more than 50:1; (b) authorize the Board, at its absolute and sole discretion, to implement one or more Share Consolidations, and determine the exact consolidation ratio and effective date of each of such Share Consolidations during a period of two (2) years of the date of the Meeting; (c) authorize the Board to settle as the Board considers expedient any difficulty which arises in relation to the Share Consolidations so that no fractional shares be issued in connection with the Share Consolidations and all fractional shares resulting from the Share Consolidations will be rounded up to the whole number of shares; and (d) if and when deemed advisable by the Board in its sole discretion, to authorize any director or officer of the Company, for and on behalf of the Company, to do all such other acts and things and execute all such documents necessary or desirable to implement the Share Consolidations;
3. As a special resolution, to amend and restate the Company's current amended and restated memorandum and articles of association to provide for (A) the conversion right of Class B Ordinary Shares into Class A Ordinary Shares and (B) an exclusive jurisdiction for dispute resolution in respect of certain Cayman law and internal affairs claims, subject to the carve-outs set out therein, against the Company and subject to Proposal One being passed, to amend and restate the Company's current amended and restated memorandum of association to reflect the Share Capital Increase (the "Adoption of the Amended and Restated Memorandum and Articles");
4. As an ordinary resolution, to approve the allotment and issuance of 2,900,000 pre-consolidation Class B Ordinary Shares to Hong Loon Gan (the "Share Issuance");
5. As an ordinary resolution, to approve that with respect to the matters duly approved under these resolutions at the Meeting, (a) any one or more of directors of the Company be and is/are hereby authorized to do all such acts and things and execute all such documents, which are ancillary to the Share Capital Increase, the Adoption of the Amended and Restated Memorandum and Articles, the Share Consolidations, and other proposals under the foregoing resolutions, in each case only to the extent duly approved by shareholders and only for administrative or ancillary implementation purposes, and of administrative nature, on behalf of the Company, including under seal where applicable, as he/she/they consider necessary, desirable or expedient to give effect to the foregoing resolutions; (b) the registered office service provider of the Company be and is hereby authorized and instructed to make the necessary filings with the Registrar of Companies of the Cayman Islands in respect of the foregoing resolutions; and (c) the Company's share registrar and/or transfer agent be and is hereby instructed to update the register of members of the Company and that upon the surrender to the Company of the existing share certificates (if any) that they be cancelled and that any director or officer of the Company be instructed to prepare, sign, seal and deliver on behalf of the Company new share certificates accordingly (from (a) to (c), the "General Authorization"); and
6. As an ordinary resolution, to adjourn the Meeting to a later date or dates, if necessary, to permit further solicitation and vote of proxies in the event that there are insufficient votes for, or otherwise in connection with, the approval of all the resolutions contemplated by Proposal One, Proposal Two, Proposal Three, Proposal Four and Proposal Five (the "Adjournment").

The Board of Directors recommends that you vote FOR each Proposal.
Please note that all voting must be completed prior to the Meeting using the methods described above; no voting mechanism will be available during the Meeting itself.

PLEASE NOTE - YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares, please follow the instructions provided with this Notice.