



VISLINK TECHNOLOGIES, INC.  
350 CLARK DRIVE  
SUITE 125  
MT. OLIVE, NJ 07828

**NOTICE OF ANNUAL MEETING OF STOCKHOLDERS  
TO BE HELD JULY 8, 2025**

TO THE STOCKHOLDERS OF VISLINK TECHNOLOGIES, INC.:

NOTICE IS HEREBY GIVEN that the Annual Meeting of Stockholders (the “Annual Meeting”) of VISLINK TECHNOLOGIES, INC., a Delaware corporation (the “Company”), will be held virtually in accordance with the instructions above, on July 8, 2025, at 11:00 a.m. Eastern Time for the following purposes:

1. To elect four directors to the Company’s Board of Directors to serve until the Company’s annual meeting of stockholders for the calendar year 2026 (the “2026 Annual Meeting”).
2. To amend the Certificate of Incorporation to decrease the total number of shares of authorized common stock from 100,000,000 to 10,000,000 and decrease the total number of shares of authorized preferred stock from 10,000,000 to 1,000,000.
3. To transact such other business as may properly come before the meeting or any continuation or adjournment thereof.

The foregoing matters are more fully described in the Proxy Statement attached hereto as EXHIBIT A.

Only stockholders of record at the close of business on May 20, 2025, will be entitled to receive notice of and vote at the Annual Meeting in accordance with the number of shares of record held in the name of each stockholder on that date.

Your shares are registered in your name with Continental Stock Transfer & Trust Company (“Continental”), the Company’s transfer agent, and you wish to attend the online-only virtual meeting, go to <https://www.cstproxy.com/vislink/2025>, enter the control number you received on your proxy card or notice of the meeting and click on the “Click here to pre-register for the online meeting” link at the top of the page. Just prior to the start of the meeting, you will need to log back into the meeting site using your control number. Pre-registration is recommended, but attendance is not required. Beneficial stockholders who wish to attend the online-only virtual meeting must obtain a legal proxy by contacting their account representative at the bank, broker, or other nominee that holds their shares and e-mail a copy (a legible photograph is sufficient) of their legal proxy to our transfer agent, Continental, at [proxy@continentalstock.com](mailto:proxy@continentalstock.com). Beneficial stockholders who e-mail a valid legal proxy will be issued a meeting control number that will allow them to register to attend and participate in the online-only meeting. After contacting Continental, a beneficial holder will receive an email prior to the meeting with a link and instructions for entering the virtual meeting. Beneficial stockholders should contact Continental at least five business days prior to the meeting date.

All stockholders attending the Annual Meeting virtually in accordance with the instructions above shall be deemed present as if in person and entitled to vote on the foregoing matters.

All stockholders are cordially invited to attend the meeting.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Carleton M. Miller

Mt. Olive, New Jersey  
May 29, 2025

CARLETON M. MILLER, DIRECTOR AND CEO

WHETHER OR NOT YOU EXPECT TO ATTEND THE MEETING, PLEASE COMPLETE, DATE, SIGN AND RETURN THE ENCLOSED PROXY CARD AS PROMPTLY AS POSSIBLE IN ORDER TO ENSURE YOUR REPRESENTATION AT THE MEETING. A RETURN ENVELOPE (WHICH IS POSTAGE PREPAID IF MAILED IN THE UNITED STATES) IS ENCLOSED FOR THAT PURPOSE. EVEN IF YOU HAVE GIVEN YOUR PROXY, YOU MAY STILL VOTE AT THE MEETING IF YOU ARE IN ATTENDANCE.



**VISLINK TECHNOLOGIES, INC.**

350 CLARK DRIVE  
SUITE 125  
MT. OLIVE, NJ 07828

**PROXY STATEMENT FOR  
2025 ANNUAL MEETING OF STOCKHOLDERS  
TO BE HELD JULY 8, 2025**

In this Proxy Statement, Vislink Technologies, Inc., a Delaware Corporation, is referred to as the “Company,” “we,” “us,” and “our.”

**Information Concerning the Proxy Materials and the Annual Meeting**

This Proxy Statement is furnished in connection with the solicitation of proxies by the Board of Directors (the “Board”) of VISLINK TECHNOLOGIES, INC., a Delaware corporation (the “Company”), for use at the Annual Meeting of Stockholders (the “Annual Meeting”) to be held virtually on July 8, 2025, at 11:00 a.m. Eastern Time, or at any adjournment or postponement of that meeting. Proxies are being solicited by the Board for use at the Annual Meeting via the Internet at <https://www.cstproxy.com/vislink/2025>, and at any adjournment or postponement thereof.

Notices of the Internet availability of proxy materials will first be mailed to stockholders on or about May 22, 2025.

The Board has fixed May 20, 2025, as the record date for the determination of stockholders entitled to vote at the Annual Meeting of Stockholders. On May 20, 2025, there were outstanding and entitled to vote 2,467,618 shares of common stock, par value \$0.00001 per share (“Common Stock”) and zero shares of preferred stock, par value \$0.00001 per share (“Preferred Stock”). Each share of Common Stock is entitled to one vote. The Company’s Common Stock is currently quoted for trading with the OTCQB® Venture Market of OTC Markets Group Inc.

Carleton M. Miller and Ralph E. Faison are named as attorneys-in-fact in the proxy. Mr. Miller is our Chief Executive Officer. Mr. Faison is a member of the Board. Mr. Miller or Mr. Faison will vote all shares of Common Stock represented by properly executed proxies returned in time to be counted at the Annual Meeting. Where a vote has been specified in the Proxy Statement with respect to the matters identified in the notice of the Annual Meeting, the shares of Common Stock represented by the proxy will be voted in accordance with those voting specifications. If no voting instructions are indicated, your shares of Common Stock will be voted as recommended by our Board of Directors on all matters, and as the proxy holders may determine in their discretion with respect to any other matters properly presented for a vote before the Annual Meeting.

Our stockholders will consider and vote upon (i) a proposal to elect four members of the Board, each to serve until the 2026 Annual Meeting of Stockholders and until their successors are elected and qualified or until their earlier resignation or removal; and (ii) a proposal to amend the Certificate of Incorporation to decrease the total number of shares of authorized Common Stock from 100,000,000 to 10,000,000, and to decrease the total number of shares of authorized Preferred Stock from 10,000,000 to 1,000,000. Stockholders will also consider and act upon such other business as may properly come before the Annual Meeting.

None of our stockholders have any dissenters' or appraisal rights or cumulative voting rights with respect to the matter to be voted on at the Annual Meeting.

### **Quorum**

A quorum is the minimum number of shares required to be present or represented at the annual meeting for the meeting to be properly held under our bylaws and Delaware law. Holders of at least 33.33% of the voting power of our outstanding common stock entitled to vote at the annual meeting must be present in person (including virtually) or represented by proxy for us to hold and transact business at the annual meeting. On the record date, there were 2,467,618 shares outstanding and entitled to vote. Thus, the holders of at least 822,540 shares must be present in person (including virtually) or represented by proxy at the annual meeting to have a quorum.

### **Delivery of Notice; Notice by Electronic Transmission**

Under applicable rules under Delaware law, we are furnishing proxy materials to our stockholders primarily via the internet, instead of mailing printed copies of those materials to each stockholder. As a result, the Company intends to mail a notice of Internet availability of proxy materials on or about May 29, 2025, to all stockholders of record entitled to vote at the Annual Meeting. The notice contains instructions on how to access our proxy materials, including our proxy statement and our annual report. The notice also instructs you on how to access your proxy card to vote through the Internet or by telephone. The notice is not a proxy card and cannot be used to vote your shares. This process is designed to expedite stockholders' receipt of proxy materials, lower the cost of the Annual Meeting, and help minimize the environmental impact of the Annual Meeting. However, if you would prefer to receive printed proxy materials, please follow the instructions included in the notice. If you have previously elected to receive our proxy materials electronically, you will continue to receive these materials via e-mail unless you elect otherwise.

## **PROPOSAL 1: ELECTION OF DIRECTORS**

One of the purposes of the Annual Meeting is to elect members of the Board of the Company to serve until the 2026 Annual Meeting of Stockholders or until their successors are elected and have qualified. Shares represented by executed proxies will be voted for the election of the nominees listed below, unless authority to vote in favor of the nominees is withheld. In the event that one or more of such nominees should become unavailable for election for whatever reason, the current Board will propose a substitute nominee.

The Board has fixed the number of directors at four. The nominees receiving the highest number of affirmative votes, by the classes of stock entitled to vote thereon, cast at the meeting, will be elected directors of the Company.

The names of the nominees and the biographical information for each nominee are set forth below.

### **Ralph E. Faison, Director**

Mr. Faison currently serves as Chairperson of Arlo Technologies, Inc., a home automation company that offers a cloud-based platform with a variety of connected devices. Mr. Faison served on the board of directors of Netgear from August 2003 to August 2018. Mr. Faison previously served as a director of Amber Road, Inc., a cloud-based global trade management software-as-a-service (SaaS) provider. From January 2011 to July 2014, Mr. Faison served as the President and Chief Executive Officer and chair of the board of directors of Pulse Electronics Corporation, a public company and manufacturer of electronic components. From February 2003 through December 2007, Mr. Faison served as Chief Executive Officer of Andrew Corporation, a public company and a manufacturer of communications equipment and systems. He also served at various times as President, Chief Operating Officer, and Director at Andrew Corporation. From June 2001 to June 2002, Mr. Faison was President and Chief Executive Officer of Celiant Corporation, a manufacturer of power amplifiers and wireless radio frequency systems, which was acquired by Andrew Corporation. From October 1997 to June 2001, Mr. Faison was Vice President of the New Ventures Group at Lucent Technologies, a communications service provider, and from 1995 to 1997, he was Vice President of advertising and brand management at Lucent. Prior to joining Lucent, Mr. Faison also held various positions at AT&T, a voice and data communications company, including as Vice President and General Manager of AT&T's wireless business unit and manufacturing Vice President for its consumer products unit in Bangkok, Thailand. Mr. Faison received an undergraduate degree from Georgia State University and a graduate degree from Stanford University.

Mr. Faison has extensive experience leading and managing large international companies. He is well-versed in the complex manufacturing and distribution systems that today's multinational companies implement. As an experienced former and current public company chair and chief executive officer, Mr. Faison is able to advise the Company on many aspects of governance and management and is qualified to serve as a member of our Board.

### **Carleton M. Miller, Chief Executive Officer, President, and Director**

Mr. Miller has served as Chief Executive Officer and a member of the Board since January 2020, and as President since March 2020. From 2010 to 2016, Mr. Miller was a co-founder, chief executive officer, president, and a member of the board of directors of BLiNQ Networks, Inc. ("BLiNQ"), an innovator of wireless connectivity solutions for the communications market. Mr. Miller launched BLiNQ with a vision to create a new market category for mobile operators to build scalable high-density wireless broadband networks. He raised approximately \$35 million from venture capital and individual investors over three accretive rounds. BLiNQ was sold to Communications Components, Inc. in November 2016.

Mr. Miller received his B.S. in industrial engineering from the University of Missouri in 1985, his M.B.A. in finance and marketing from Rockhurst College in 1989, and completed the corporate finance program at the London Business School in 1995.

Mr. Miller was selected to serve on our Board based on his extensive leadership and executive experience with technology and networking companies, including as Chief Executive Officer of the Company, and broad experience in the telecommunications industry.

### **Jude T. Panetta, Director**

Mr. Panetta was most recently with Hale Capital Partners (“Hale Capital”) as an Operating Partner from 2017 to 2019. Prior to Hale Capital, he had a 30-plus-year career leading technology companies in the telecommunications, satellite, wireless, and power industries. From 2013 to 2017, Mr. Panetta served as Vice President of Strategy and Technology at Comtech TCS, and prior to that, he served as Vice President of Government Systems at TeleCommunication Systems Inc.; President and Chief Executive Officer of ASC Signal Corporation; Group President of Andrew Corp.; Vice President and General Manager of Andrew Corp’s radio frequency power amplifier business; VP of Operations at Celiant (acquired by Andrew Corp.), VP of Operations at Adtran Corp.; and Director of Operations at Exide Electronics Corporation. During his career, Mr. Panetta has held a leading role in over a dozen acquisitions and divestitures. He is a Graduate of GE’s Manufacturing Management Program and holds a B.S. in mechanical engineering from the University of Virginia.

Mr. Panetta was selected to serve on our Board based on his operating background in the satellite and telecom industries as well as his broad experience in operations and finance.

### **William J. Bender, Lt. General USAF (Ret.)**

Lt Gen Bender is a seasoned board member, tech industry executive, former USAF CIO, and retired three-star general with expertise in IT, cybersecurity, and governance. From September 2017 to May 2024, Lt Gen Bender was Senior Vice President with Leidos (NYSE:LDOS), a \$16B American defense, aviation, information technology, and biomedical research company. From November 2017 to February 2023, Lt Gen Bender was a Board Member and Financial Committee Chair of the National Defense University Foundation. Since 2024, he has held advisory or consulting roles with various firms in the national defense and technology verticals, including ManTech Corp, Varonis, IT Cadre, Electrosoft Services, BYOS, Keeper Technology, and Smartsheet. He is a member of the board of directors of GrammaTech, a cybersecurity research services company, and a member of the board of directors of Tangram Flex, a valuation firm specializing in the software integration of mission-critical systems. Prior to his private sector career, Lt Gen Bender spent over 34 years with the United States Air Force in various roles of increasing seniority, most recently as Chief Information Officer of the USAF.

### **Vote Required**

Each director shall be elected by a plurality of the votes of the shares present in person (including virtually) or represented by proxy at the Annual Meeting.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE IN FAVOR OF EACH NAMED NOMINEE.

## **PROPOSAL 2: SHARE DECREASE PROPOSAL**

The Board is recommending to the Company's stockholders for their approval a proposal to amend the Certificate of Incorporation to decrease the total number of shares of authorized Common Stock from 100,000,000 to 10,000,000 and decrease the total number of shares of authorized Preferred Stock from 10,000,000 to 1,000,000 (the "Share Decrease Proposal"). A copy of the proposed amendment to the Certificate of Incorporation is provided to stockholders as Appendix A to this proxy statement.

The Board's primary objective in asking for authority to decrease the number of authorized shares is to decrease costs associated with the Company's franchise tax obligations. Under Delaware law, the Company owes the State of Delaware taxes based on, among other things, the number of authorized shares. By decreasing the number of authorized shares, the Company's Delaware state tax burden will decrease.

### **Vote Required**

The affirmative vote of holders of a majority of the outstanding shares of Common Stock entitled to vote at the Annual Meeting is required to approve the Share Decrease Proposal.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" THE SHARE DECREASE PROPOSAL.

## **WHERE YOU CAN FIND MORE INFORMATION**

The Company's Common Stock is currently quoted for trading with the OTCQB® Venture Market of OTC Markets Group Inc. Additional information regarding the Company can be found in the Company's annual, quarterly, and current reports, which are available at <https://www.otcm Markets.com/>.

## **NEXT YEAR'S ANNUAL MEETING**

### **Stockholder Proposals for Inclusion in the Proxy Materials for the 2026 Annual Meeting of Stockholders**

For stockholders to present proper proposals (other than nominations of directors) for inclusion in our proxy materials for the 2026 Annual Meeting on a timely basis, the relevant information must be received by the Company's Corporate Secretary at the principal executive offices of the Company, 350 Clark Drive, Suite 125, Mt. Olive, NJ 07828, on or before February 17, 2026; provided that in the event that the date of the 2026 Annual Meeting is advanced more than 30 days prior to, or delayed by more than 30 days after, the anniversary of this year's annual meeting, the relevant information must be received by the Company no later than the deadline set forth in a public announcement made by the Company, which deadline will be a reasonable time after that public announcement and a reasonable time before the Company begins to print and send its proxy materials for the 2026 Annual Meeting.

### **Stockholder Proposals for Consideration at the 2026 Annual Meeting, but not for Inclusion in the Proxy Materials**

Company's amended and restated bylaws also require advanced notice of any stockholder proposal to be proposed, but not included in our proxy materials for the 2026 Annual Meeting (other than the nomination of candidates for election as a director). Any stockholder considering such a proposal should carefully review the Company's amended and restated bylaws, which describe the timing, procedural, and substantive requirements for such proposal. Proposals of matters for consideration at the 2026 Annual Meeting, but not for inclusion in the proxy materials, must be received no earlier than April 28, 2026, and no later than May 28, 2026; provided that in the event that the date of the 2026 Annual Meeting is advanced more than 30 days prior to or delayed by more than 30 days after the anniversary of this year's annual meeting, notice by a stockholder to be timely must be received no earlier than the close of business on the 120th day prior to such annual meeting and not later than the close of business on the later of (i) the 90th day prior to such annual meeting or (ii) the close of business on the 10th day following the day on which public announcement of the date of such meeting is first made.

### **Director Nominations by a Stockholder for the 2026 Annual Meeting of Stockholders**

The Company's amended and restated bylaws also require advanced notice of any stockholder proposal for nomination of candidates for election as a director. Any stockholder considering a proposal for nomination of candidates for election as a director should carefully review the Company's amended and restated bylaws, which describe the timing, procedural, and substantive requirements for such proposal. Proposals for director nominations must be received no earlier than April 28, 2026, and no later than May 28, 2026; provided that in the event that the date of the 2026 Annual Meeting is advanced more than 30 days prior to or delayed by more than 30 days after the anniversary of this year's annual meeting, notice by a stockholder to be timely must be received no earlier than the close of business on the 120th day prior to such annual meeting and not later than the close of business on the later of (i) the 90th day prior to such annual meeting or (ii) the close of business on the 10th day following the day on which public announcement of the date of such meeting is first made.



## OTHER MATTERS

The Board knows of no other matters that may come before the Annual Meeting. If any other matters are properly presented at the Annual Meeting, it is the intention of the person named in the accompanying proxy to vote, or otherwise to act, in accordance with their best judgment on such matters.

May 29, 2025

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Carleton M. Miller

CARLETON M. MILLER

Chief Executive Officer and Director

THE BOARD OF DIRECTORS HOPES THAT THE COMPANY'S STOCKHOLDERS WILL ATTEND THE ANNUAL MEETING. WHETHER OR NOT YOU PLAN TO ATTEND, HOWEVER, YOU ARE URGED TO COMPLETE, SIGN AND RETURN THE ENCLOSED PROXY IN THE ACCOMPANYING ENVELOPE.

APPENDIX A

**CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF  
VISLINK TECHNOLOGIES, INC.**

Vislink Technologies, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the “**Corporation**”), does hereby certify that:

FIRST: The name of the Corporation is Vislink Technologies, Inc.

SECOND: This Certificate of Amendment (this “**Certificate of Amendment**”) amends the provisions of the Corporation’s Certificate of Incorporation, as amended, and any amendments thereto (the “**Certificate of Incorporation**”), last amended by the Certificate of Amendment to the Certificate of Incorporation filed with the Secretary of State on April 27, 2023.

THIRD: The first sentence of Article 4 of the Certificate of Incorporation is hereby amended as follows:

“The total number of shares of all classes of stock which the Corporation is authorized to issue is 11,000,000 shares, divided into 10,000,000 shares of common stock, par value \$0.00001 per share (“**Common Stock**”), and 1,000,000 shares of “Blank Check” preferred stock, par value \$0.00001 per share (“**Preferred Stock**”), as more fully described below:”

FOURTH: This amendment was duly adopted in accordance with the provisions of Sections 212 and 242 of the General Corporation Law of the State of Delaware.

FIFTH: This amendment shall become effective as of [ ], Eastern Time on [ ], 2025.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its officer thereunto duly authorized this [ ] day of [ ], 2025.

VISLINK TECHNOLOGIES, INC.

By:	<u>/s/ Carleton M. Miller</u>
Name:	Carleton M. Miller
Title:	Chief Executive Officer

**YOUR VOTE IS IMPORTANT. PLEASE VOTE TODAY.**

2025

**Vote by Internet – QUICK ★★ ★ EASY**  
**IMMEDIATE – 24 Hours a Day, 7 Days a Week or by Mail**

**VISLINK TECHNOLOGIES, INC.**

Your Internet vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed and returned your proxy card. Votes submitted electronically over the Internet must be received by 11:59 p.m., Eastern Time, on July 7, 2025.

**INTERNET –****www.cstproxyvote.com**

Use the Internet to vote your proxy. Have your proxy card available when you access the above website. Follow the prompts to vote your shares.

**Vote at the Meeting –**

If you plan to attend the virtual online annual meeting, you will need your 12 digit control number to vote electronically at the annual meeting. To attend the annual meeting, visit: **<https://www.cstproxy.com/vislink/2025>**



**MAIL –** Mark, sign and date your proxy card and return it in the postage-paid envelope provided.

**PLEASE DO NOT RETURN THE PROXY CARD  
IF YOU ARE VOTING ELECTRONICALLY.**

▲ FOLD HERE • DO NOT SEPARATE • INSERT IN ENVELOPE PROVIDED ▲

**PROXY**

**MARK, DATE, SIGN AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE [X].**

Please mark  
your votes  
like this



The Board of Directors recommends that you vote **FOR** each director:

## 1. Election of Directors

- (1) Carleton M. Miller
- (2) Jude T. Panetta
- (3) Ralph E. Faison
- (4) William Bender

FOR all  
Nominees  
listed to the  
left

☐

WITHHOLD AUTHORITY  
to vote (except as marked to  
the contrary for all nominees  
listed to the left)

☐

The Board of Directors recommends that you vote **FOR** Proposal 2:

2. To amend the Company's certificate of incorporation to decrease the total number of shares of authorized common stock from 100,000,000 to 10,000,000, and decrease the total number of shares of authorized preferred stock from 10,000,000 to 1,000,000.

☐
☐
☐

**(Instruction: To withhold authority to vote for any individual nominee, strike a line through that nominee's name in the list above)**

**CONTROL NUMBER**

**Signature** \_\_\_\_\_ **Signature, if held jointly** \_\_\_\_\_ **Date** \_\_\_\_\_, 2025

Note: This proxy must be signed exactly as the name appears hereon. When shares of Common Stock are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by a duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by an authorized person.

**VISLINK TECHNOLOGIES, INC.**  
**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**  
**ANNUAL MEETING OF STOCKHOLDERS TO BE HELD ON JULY 8, 2025**

**The 2024 Proxy Statement, the Annual Report on  
Form 10-K and Form 10-K/A (No.1) for the Fiscal Year ending  
December 31, 2024 are available at:  
<https://www.cstproxy.com/vislink/2025>**

▲ FOLD HERE • DO NOT SEPARATE • INSERT IN ENVELOPE PROVIDED ▲

**PROXY**

**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**

**VISLINK TECHNOLOGIES, INC.**

Revoking all prior proxies, the undersigned, a stockholder of Vislink Technologies, Inc. (the “Company”), hereby appoints Carleton M. Miller and Ralph Faison, or either of them, as attorneys-in-fact and agents of the undersigned, with full power of substitution, to vote all of the shares of the Company’s common stock, par value \$0.00001 per share, owned by the undersigned at the Annual Meeting of Stockholders of the Company to be held on July 8, 2025 virtually via the Internet at <https://www.cstproxy.com/vislink/2025>, at 11:00 a.m. Eastern Time, and at any adjournment thereof, as fully and effectively as the undersigned could do if personally present and voting, hereby approving, ratifying, and confirming all that said attorney and agent or his substitute may lawfully do in place of the undersigned as indicated on the reverse.

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED AS DIRECTED. IF NO DIRECTION IS MADE, THE PROXY SHALL BE VOTED FOR THE ELECTION OF THE LISTED NOMINEES AS DIRECTORS, AND FOR THE RATIFICATION OF MARCUM LLP AS THE COMPANY’S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2024.

**IMPORTANT: SIGNATURE REQUIRED ON THE REVERSE SIDE**

(Continued, and to be marked, dated and signed on the other side)

**You May Vote Your Proxy When You View The Material On The Internet. You Will Be Asked To Follow The Prompts To Vote Your Shares.**

**VISLINK TECHNOLOGIES, INC.**

c/o Continental Proxy Services  
1 State Street, New York NY 10004

**VISLINK TECHNOLOGIES, INC.**

**NOTICE OF ANNUAL MEETING OF STOCKHOLDERS**

to be held on  
July 8, 2025

\*Stockholders are cordially invited to attend the Annual Meeting and to vote on the Internet or any Mobile device.

Dear Stockholder,

The 2025 Annual Meeting of Stockholders of Vislink Technologies, Inc. (the "Company") will be conducted online. You will be able to attend the annual meeting and vote your shares electronically during the live webcast of the meeting being held on July 8, 2025, at 11:00 a.m. Eastern Time by visiting: <https://www.cstproxy.com/vislink/2025>.

Proposals to be considered at the Annual Meeting:

- (1) The election of four nominees to serve as directors on the Board of Directors;
- (2) To amend the Company's certificate of incorporation to decrease the total number of shares of authorized common stock from 100,000,000 to 10,000,000, and decrease the total number of shares of authorized preferred stock from 10,000,000 to 1,000,000;
- (3) To address such other matters as may properly come before the 2025 Annual Meeting or any adjournment or postponement thereof.

Your electronic vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated, and returned the proxy card.



**Vote during the Meeting –**

If you plan to attend the virtual online annual meeting, you will need your 12 digit control number to vote electronically during the annual meeting. To attend the annual meeting, visit: <https://www.cstproxy.com/vislink/2025>



**Vote Your Proxy on the Internet:**

**Go to <https://www.cstproxyvote.com>** Have your notice available when you access the above website. Follow the prompts to vote your shares.

**The Proxy Materials are available for review at:**  
**<https://www.cstproxy.com/vislink/2025>**

CONTROL NUMBER

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## VISLINK TECHNOLOGIES, INC.

### Important Notice Regarding the Availability of Proxy Materials For the 2025 Annual Meeting of Stockholders to be Held On July 8, 2025

The following Proxy Materials are available to you to review at:

**<https://www.cstproxy.com/vislink/2025>**

- the Company's Annual Report on Form 10-K and Form 10-K /A (No.1) for the year ended December 31, 2024.
- the Company's 2025 Proxy Statement.
- the Proxy Card.
- any amendments to the foregoing materials that are required to be furnished to stockholders.

This is not a ballot. You cannot use this notice to vote your shares. 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.

If you would like to receive a paper or e-mail copy of these documents, you must request one. There is no charge for such documents to be mailed to you. Please make your request for a copy as instructed below on or before July 7, 2025 to facilitate a timely delivery. You may also request that you receive paper copies of all future proxy materials from the Company.

#### **ACCESSING YOUR PROXY MATERIALS ONLINE**

**Have this notice available when you request a paper copy  
of the proxy materials or to vote your proxy electronically.  
You must reference your Control number.**

#### **REQUESTING A PAPER COPY OF THE PROXY MATERIALS**

**By telephone please call 917-262-2373, or  
By logging on to <https://www.cstproxy.com/vislink/2025> or  
By email at: [proxy@continentalstock.com](mailto:proxy@continentalstock.com)**

*Please include the company name and your control number in the subject line.*



# Your **Vote** Counts!

**VISLINK TECHNOLOGIES, INC.**

2025 Annual Meeting

Vote by July 07, 2025

11:59 PM ET



Hextone, Inc.  
P.O. Box 9142  
Farmingdale, NY 11735

Ricky Campana  
P.O. Box 123456  
Suite 500  
51 Mercedes Way  
Edgewood, NY 11717

1 OF 2  
322,224  
148,294

30#



FLASHID-JOB#

## You invested in VISLINK TECHNOLOGIES, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on July 08, 2025.**

## Get informed before you vote

View the Form 10-K, Notice & Proxy Statement online OR you can receive a free paper or email copy of the material(s) by requesting prior to June 24, 2025. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit **[www.ProxyVote.com](http://www.ProxyVote.com)**

Control #

XXXX XXXX XXXX XXXX



### Smartphone users

Point your camera here and  
vote without entering a  
control number



### Vote in Person at the Meeting\*

July 08, 2025  
11:00 AM EDT

<https://www.cstproxy.com/vislink/2025>

\*If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at [www.ProxyVote.com](http://www.ProxyVote.com) or request a paper copy of the materials, which will contain the appropriate instructions. Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

VISLINK TECHNOLOGIES, INC.  
2025 Annual Meeting  
Vote by July 07, 2025  
11:59 PM ET

Voting Items		Board Recommends
1.	Election of Directors  <b>Nominees:</b>  01   Carleton M. Miller                      03   Ralph E. Faison 02   Jude T. Panetta                            04   William Bender	✓ For
2.	To amend the Company's certificate of incorporation to decrease the total number of shares of authorized common stock from 100,000,000 to 10,000,000, and decrease the total number of shares of authorized preferred stock from 10,000,000 to 1,000,000.	✓ For
<b>NOTE:</b> Such other business as may properly come before the meeting or any adjournment thereof.		

Under New York Stock Exchange rules, brokers may vote "routine" matters at their discretion if your voting instructions are not communicated to us at least 10 days before the meeting. **We will nevertheless follow your instructions, even if the broker's discretionary vote has already been given, provided your instructions are received prior to the meeting date.**