

IONIC DIGITAL INC. – PRIVACY NOTICE TO SHAREHOLDERS

Last updated: April 2024

This privacy notice (“Privacy Notice”) is provided by Ionic Digital Inc., a Delaware Corporation (“Ionic”, “we”, “us”, “our”) and explains the manner in which we collect, utilize and maintain Personal Data (as defined below) about our registered shareholders. This Privacy Notice applies in respect of our prospective and current and former shareholders who are individual natural persons and individual natural persons who are representatives of our shareholders (“you”, “your”). If you are a corporate shareholder that provides us with Personal Data related to individuals connected to you for any reason in relation to your shareholding, this Privacy Notice will be relevant for those individuals and you should transmit this document to such individuals or otherwise advise them of its content. If you have received MiningCo Common Stock (as defined in the Plan) (“MiningCo Stockholders”), processing of your Personal Data will be subject to the limitations set forth in the Findings of Fact, Conclusions of Law, and Order Confirming the Modified Joint Chapter 11 Plan of Celsius Network LLC and Its Debtor Affiliates [Docket No. 3972] (the “Confirmation Order”), pursuant to which the Bankruptcy Court approved and confirmed the Modified Chapter 11 Plan of Reorganization of Celsius Network LLC and Its Debtor Affiliates [Docket Nos. 3972, Ex. A; 4289] (as amended, supplemented, or modified from time to time, the “Plan”).

We are committed to protecting your privacy and maintaining the confidentiality and security of your Personal Data. We are providing you with this Privacy Notice to help you understand how we handle the Personal Data about you that we collect and how we use that data.

If you are a resident of the United States, please also see our [GLBA Consumer Privacy Notice](#) for additional information regarding our collection and other processing of your non-public personal information (as defined therein); provided, that with respect to the non-public personal information of MiningCo Stockholders covered under the Plan and Confirmation Order, to the extent the Consumer Privacy Notice conflicts with the disclosures in this Privacy Notice, this Privacy Notice shall control with respect to such conflicts.

Individuals in the European Economic Area (“EEA”) or the United Kingdom (“UK”) should refer to the Section titled “[Information For Residents of the EEA or UK](#)” for additional information regarding our collection and processing of your Personal Data.

Changes to this Privacy Notice

We reserve the right to update this Privacy Notice at any time to keep it up to date with current legal requirements and the way we operate our business. Where required by applicable data protection laws, we will notify you of any material updates or changes to this Privacy Notice. We may also notify you in other ways from time to time about the processing of your Personal Data.

If we change our policy to offer non-public personal information to non-affiliated third parties other than for the reasons mentioned in this Privacy Notice, we will provide you with an option to exclude your data from inclusion in this information sharing program and certain disclosures may require us to get an “opt in” or “opt out” from you. If this is required, we will do so before information is shared.

Categories of Personal Data We Collect

We collect, process and maintain several types of information, some of which may constitute your Personal Data. “Personal Data” as used in this Privacy Notice means any information that identifies, relates to, describes, is reasonably capable of being associated with or could reasonably be linked, directly or indirectly, with a particular person, but does not include any information that is publicly

available (unless such information is subject to the GDPR (defined below)) or that is aggregated or de-identified.

We collect and use Personal Data about you including the following:

- Contact details and identifiers, including your name, title, addresses, signature, telephone numbers and email addresses;
- Know your client and shareholder due diligence information, including Personal Data contained in government-issued identification documents, such as passports, identification cards and driver licenses (including identification numbers and your photograph) and bank account details;
- Shareholder activity, including account information (such as your account number and reference numbers attributed to you as a shareholder);
- Tax-related information, such as your IRS Form W-8 or Form W-9 for U.S. persons;
- Votes you casted and other information relating to the exercise of your rights as a shareholder;
- Contents of emails and other correspondence and communications with you; and
- Other information you may provide to us from time to time.

Sources of Personal Data

We collect your Personal Data when you provide details to us or to our third party stock transfer agent or other brokerage firms we employ in connection with our stock option plans directly or through your agent, stock broker or other third party acting on your behalf, including via:

- Shareholder application forms or stock transfer forms;
- When you register for or use any services made available to our shareholders; and
- Other interactions and communications you may have with us or our third party stock transfer agent or other brokerage firms, including through the Odyssey Shareholder Portal.

In some cases, we may also obtain your Personal Data from third party and publicly available sources. For example, in order to comply with applicable laws and regulations, including those related to anti-money laundering, sanctions and anti-bribery, we may utilize public sources to verify some of the Personal Data you provide us, including publicly available and accessible directories and databases, credit agencies, fraud prevention and detection organizations and tax, governmental and regulatory records. We may combine information that you provide to us with information that we collect about you from other sources.

Purposes for Processing Your Personal Data

We (with support from our third party stock transfer agent or other brokerage firms, subject to the restrictions set forth herein) process your Personal Data for purposes including the following:

- process and manage your shareholding interest in Ionic;
- allow you to exercise your rights as a shareholder;
- keep our shareholder register up-to-date, including where you move addresses, update your contact information or change your name or email address;
- contact you with shareholder related information, including important information about dividend distributions, shareholder resolutions, reports and meetings (including details of our Annual General Meeting);
- address any queries you raise with us or our third party stock transfer agent or other brokerage firm;

- conduct shareholder due diligence and risk assessments, including for anti-money laundering and anti-fraud purposes;
- system administration, operation, testing and support and to operate control systems and management information systems;
- run our business in an efficient and proper way, including managing our financial position, business capability, planning, communications, corporate governance and audit;
- compliance with our legal and regulatory obligations; and
- dealing with any disputes, legal claims or regulatory investigations (as required by applicable law).

Several of the above purposes for processing may overlap and there may be several purposes which justify our use of your Personal Data. We will only use your Personal Data for the purposes for which we collected it, unless we reasonably consider that we need to use it for another reason and that reason is compatible with the original purpose for such collection.

Notwithstanding the foregoing or anything to the contrary herein and as noted above, with respect to the Personal Data of MiningCo Stockholders we will only process the Personal Data covered by the Plan and Confirmation Order as reasonably required to distribute Ionic common stock and, following such distribution, in accordance with or as otherwise permitted under the Plan and Confirmation Order and applicable law.

Disclosures of Personal Data

We will disclose your Personal Data only for limited and specified purposes, namely, those described in this Privacy Notice. We have not and will not sell the Personal Data you share with us.

We disclose Personal Data we collect about you to our non-affiliated service providers, but we only do so in compliance with applicable laws and regulations. For instance, we disclose your Personal Data:

- to nonfinancial company affiliates, including Ionic Digital Holdings Inc., Ionic Digital Treasury Inc., Ionic Digital Services LLC and Ionic Digital Mining LLC;
- to our third party stock transfer agent and registrar for the shares of common stock of Ionic, other third party brokerage firms we employ in connection with our stock option plans or any other individual or company to whom we propose to transfer our obligations and rights in relation to the administration of our share register;
- to payment providers who help us manage dividend and other payments to our shareholders;
- to advisers (e.g. auditors, legal counsel and tax advisers) of Ionic;
- to third parties in connection with the operation of our business, for example where applicable law requires disclosure of beneficial ownership;
- to IT service providers or data centers, including to ensure business continuity;
- to law enforcement agencies, regulatory or tax authorities and other governmental or public agencies or authorities (including those who regulate how we operate);
- in connection with an investigation of suspected or actual fraudulent or other illegal activity;
- to the extent applicable law requires or permits, or there is a duty to the public to share or disclose your Personal Data (e.g. for the purpose of verifying shareholdings or contacting shareholders about matters relating to Ionic, their shareholding or a related exercise of rights);
- when disclosure is necessary or appropriate to prevent physical harm or financial loss to you or another person;
- to other third parties that requires access to or receipt of your Personal Data in connection with or as a result of any agreement we may have with or concerning you, or our arrangements with you; and

- to other third parties for purposes you have allowed or to which you have consented.

The recipients described above may in turn use the services of their affiliates or service providers to process your Personal Data where necessary or appropriate and in line with the same purpose.

We may also disclose your Personal Data to potential investors in the event of an investment in our business or to a buyer or other successor in the event of a divestiture, merger, consolidation or asset sale, whether as a going concern or in the unlikely event of a bankruptcy or similar proceeding.

Additionally, we may disclose aggregated information about you, and information that cannot independently be used to identify any individual, without restriction.

Notwithstanding the foregoing or anything to the contrary herein and as noted above, with respect to the Personal Data of MiningCo Stockholders we will only disclose Personal Data covered by the Plan and Confirmation Order as reasonably required to distribute Ionic common stock and, following such distribution, in accordance with or as otherwise permitted under the Plan and Confirmation Order and applicable laws.

Retention of Personal Data

We will not retain your Personal Data for longer than is necessary to fulfill the purposes explained above. In the event of any dissolution of Ionic, our records of your Personal Data will be destroyed; provided, that, notwithstanding anything to the contrary contained herein, we may retain your Personal Data for longer if it is necessary (including after you have sold your shareholding) as a result of actual or potential legal action or a regulatory investigation at the time of scheduled erasure, or if otherwise required to meet legal, regulatory, tax or accounting requirements.

To determine the appropriate retention period for Personal Data, we consider the amount, nature and sensitivity of the Personal Data, the potential risk of harm from unauthorized use or disclosure, the purposes for which we process your Personal Data and whether we can achieve those purposes through other means, and any applicable legal requirements.

It is important to ensure that the Personal Data we hold about you is accurate and up-to-date, and you should let us know if anything changes, for example if you move your home or change your phone number or email address. To update your information, you can contact our registrar at ionicdigital@odysseytrust.com or use the links below.

Confidentiality and Security

We consider the protection of sensitive information to be a sound business practice and a foundation of customer trust. We protect Personal Data we collect about you by maintaining physical, electronic and procedural safeguards designed to protect the integrity and security of your Personal Data against loss or unauthorized access, disclosure, use, modification or deletion; however, no security measures or programs are 100% secure, and thus we cannot guarantee or warrant the absolute security of the information that you submit to us.

Your Rights

If you would like to update your contact information via your account in the Odyssey Shareholder Portal, you can do so online by following the instructions provided in the “Ionic Common Stock FAQs” available at: https://odysseytrust.com/wp-content/uploads/2024/01/Ionic_Digital_FAQs.pdf. Alternatively, you can complete an Account Update Form located at: <https://odysseytrust.com/wp->

content/uploads/2024/01/Account-Update-Form_US_2024.pdf. The completed form should be scanned to a PDF file or image and submitted by email at ionicdigital@odysseytrust.com.

For California Residents

We do not and will not share information we collect about you with non-affiliated third parties except with your consent or to service your account, or as otherwise permitted by law. Additionally, we do not disclose Personal Data obtained through our services to third parties for their direct marketing purposes. Accordingly, we have no obligations under California Civil Code § 1798.83.

For Vermont Residents

We do not and will not share information we collect about you with non-affiliated third parties except with your consent or to service your account, or as otherwise permitted by law. We will not share information about your creditworthiness with third parties unless you authorize us to do so, or as otherwise permitted under Vermont law.

For Nevada Residents.

Nevada law allows Nevada residents to opt out of the sale of certain types of Personal Data. Subject to a number of exceptions, Nevada law defines “sale” to mean the exchange of certain types of Personal Data for monetary consideration to a person for the person to license or sell the data to additional persons. We do not currently sell Personal Data as defined in the Nevada law.

What happens if you choose not to provide your Personal Data?

As explained above, we require your Personal Data to be able to comply with our legal and regulatory obligations and to enable you to exercise your rights as a shareholder. Accordingly, if you do not provide the information requested, we will not be able to carry out the necessary activities in relation to such purposes (including your ability to exercise your rights as a shareholder).

How to Contact Us

Please contact us at privacy@ionicdigital.com if you have any questions about the information included in this Privacy Notice or if you want to exercise any of your rights set out above.

Information For Residents of the EEA or UK

Identity of the Data Controller

Where the GDPR applies to our processing of your Personal Data (and such persons in respect of whom the processing of Personal Data is subject to the GDPR, the “GDPR Shareholders”), the data controller in respect of all such Personal Data is Ionic. This means that we are responsible for deciding how we hold and use Personal Data about you.

We have appointed a third party stock transfer agent and registrar for the shares of common stock of Ionic. In carrying out its responsibilities as the stock transfer agent and registrar for the shares of common stock of Ionic, our stock transfer agent processes Personal Data about you as a shareholder on our behalf. To the extent you use any other tools or services which our third party stock transfer agent makes available to you as a shareholder, additional privacy notices may apply and supplement this Privacy Notice.

Legal Basis of Processing Your Personal Data

We use the Personal Data about GDPR Shareholders for at least one of the following purposes:

- to comply with legal obligations to which we are subject, including to manage your shareholder rights and our obligations to you as a shareholder and to meet responsibilities we have to our regulators, tax officials, law enforcement or otherwise meet our legal responsibilities; or
- to pursue our legitimate interests, balanced against your interests or fundamental rights and freedoms which are not overridden, which include (i) operating and improving our business and keeping our shareholders informed about our products and services, (ii) prevention of fraud, detection of crime and ensuring the security of our business and shareholders’ information and assets or (iii) any other purposes we identify as relevant to further our business interests.

In addition, in limited circumstances, we occasionally ask for your consent for specific activities, such as for providing your Personal Data to persons acting on your behalf in a fiduciary or representative capacity.

Sensitive Personal Data

If you provide us with sensitive Personal Data or we obtain it from a third party, we will process such sensitive Personal Data only as permitted under applicable laws and regulations. For instance, we may need to process such sensitive Personal Data for the establishment, exercise or defense of legal claims or for reasons of substantial public interest, or where processing of sensitive Personal Data is otherwise authorized by applicable laws or regulations.

Where the GDPR applies, sensitive Personal Data are the following: Personal Data revealing racial or ethnic origin, political opinions, religious or philosophical beliefs, or trade union membership, genetic data, biometric data for the purpose of uniquely identifying a natural person, data concerning health or data concerning a natural person’s sex life or sexual orientation.

Cross-Border Transfers of Personal Data

Ionic, our third party stock transfer agent, our affiliates and some other organizations we share information with may be located outside of the EEA and the UK. The data protection laws in the recipient’s jurisdiction may sometimes provide a lower level of protection than those in the EEA or the UK.

When we transfer your Personal Data outside of the EEA or the UK to a jurisdiction with a data protection regime that is not deemed “adequate” under the GDPR, we will take appropriate steps to ensure it is adequately protected in compliance with the GDPR. For example, we will enter into appropriate data transfer agreements with third-party recipients of your Personal Data that incorporate standard contractual clauses approved by the European Commission and/or the UK Secretary of State (as applicable) governing such data transfers. Please contact us as detailed in the “How to Contact Us” section above if you would like a copy of the standard contractual clauses or further information regarding these transfers.

Your Rights

Where our processing of your Personal Data is subject to the GDPR, you have the following rights in relation to such Personal Data:

- Request access – to request confirmation of whether we process Personal Data relating to you and, if so, to request a copy of that Personal Data;
- Request correction – to request that we rectify or update your Personal Data that is inaccurate, incomplete or outdated;
- Request erasure – to request that we and our service providers erase your Personal Data in certain circumstances, such as where we collected Personal Data on the basis of your consent and you withdraw your consent;
- Request the restriction of processing – to request that we restrict the use of your Personal Data in certain circumstances, such as while we consider another request that you have submitted, for example a request that we update your Personal Data;
- Withdraw consent – in the limited circumstances where our processing of your Personal Data is based on your consent, to withdraw your consent, although withdrawal of consent (i) does not invalidate the consent-based processing that occurred prior to such withdrawal or processing that is not based on consent and (ii) means that we will no longer be able to perform such consent-based processing activities, and may result in us being unable to provide certain services to you;
- Request a machine-readable copy – under the GDPR, if applicable in your circumstances, to request that we provide a copy of your Personal Data to you in a structured, commonly used and machine readable format in certain circumstances; and
- Object to processing – to object to certain of our data processing, such as for direct marketing purposes or where we are relying on legitimate interests (or those of a third party) to which you object based on your particular circumstances.

If you wish to exercise any of your data protection rights or if you consider that we have processed your Personal Data in violation of applicable law, please contact us as detailed in the “How to Contact Us” section above.

If you consider that we have processed your Personal Data in violation of applicable law or that we have failed to remedy such violation to your reasonable satisfaction, you may also lodge a complaint with the data protection supervisory authority in your country where applicable.