

TRANSCRIPT OF THE  
2022 ANNUAL MEETING OF STOCKHOLDERS  
TO THE STARS INC.  
*A Delaware public benefit corporation*

**GetQuorum:** Good day everyone, and welcome to the 2022 Annual Meeting of the shareholders of To the Stars Inc. Currently all participants are in a listen only mode. Please note this call may be recorded. I will be standing by if you should need any assistance. It is now my pleasure to turn today's conference over to Mr. Tom DeLonge. Please go ahead, sir.

**Tom DeLonge:** Hello ladies and gentlemen. I call the 2022 Annual Meeting of the stockholders of To the Stars Inc to order. I am Tom DeLonge, Interim CEO and Chairman of the Board of Directors. Also present today are Jim Semivan, Director and Vice-President of Operations, and Lisa Clifford, Corporate Secretary. Lisa will serve as Inspector of the Election. At the conclusion of the formal part of this meeting, myself and other members of the Executive Team will give an update on the Company and answer your questions. I appoint Jim Semivan to serve as moderator for this meeting.

**Jim Semivan:** Thank you, Tom. Each of you with us today were confirmed as registered stockholders of the Company. The secretary has delivered an affidavit of mailing establishing that notice of this meeting was duly given. A copy of the notice of meeting and the affidavit of meeting will be incorporated into the minutes of this meeting. All stockholders of record at the close of business on April 8, 2022 are entitled to vote. Our first order of business is to determine whether the shares represented at the meeting either in person or by proxy are sufficient to constitute a quorum for the purpose of transacting business. Lisa, do you have the report?

**Lisa Clifford:** Yes. The stockholders list shows that holders of 13,811,906 shares of Class A common stock are entitled to vote at this meeting. Approximately 95% of all of the shares entitled to vote are represented in person or by proxy.

**Jim Semivan:** Thank you, Lisa. Because holders of the majority of the shares entitled to vote at this meeting are present in person or by proxy, I declare this meeting to be duly convened for purposes of transacting business. The next order of business is a description of the matters to be voted on in today's meeting. The link to the materials describing to proposals before us was in the notice sent to you. You can also follow along on the proxy cards.

The first and only proposal before the stockholders is the election of (4) four directors to serve on the Board of Directors until the 2023 Annual Meeting of the stockholders, and until their successors are duly elected and qualified.

The management of the Company recommends the election of the following persons: Tom DeLonge, Jim Semivan, J. Christopher Mizer and Stan Spry.

And now we will proceed to vote on the election of our (4) four directors. Amy, will you please discuss how our shareholders will vote on the (4) four directors?

**GetQuorum:** I will be happy to. If you have already cast your vote, then you do not need to take any action now. If you have not yet cast a vote, you can do so by clicking on the vote tab that is visible in your Zoom platform. You should see an icon that says “vote tab” on your screen. If you do not see this icon, you may be joining on a later version of Zoom that does not allow this. In that case, you can access your voting portal by going to the email that you used to join today’s meeting and within that email there is a button that says, “go to my meeting portal”. Once there, you will be able to open your voting portal and you will have the option to select a vote for each director, “for”, “against”, and “abstain”. Our voting portal is now open and will remain so for approximately 90 more seconds. If you need any assistance with the voting process please reach out to me via the Q&A.

For anyone who has dialed into today’s meeting, you will not have the voting tab. Please access your voting portal through the email method. The email that was sent to you with the link to join today’s meeting, as well as the phone number - within that email you will see a button that says “go to my meeting portal” – if you click on that, you will be able to access your voting portal on any internet connected device.

After you ticked off the vote that you would like to do, either “for”, “against”, or “abstain” you will click next and then you will be able to vote on the next director.

We have had lots of votes coming in. The voting process will stay open for approximately 10 more seconds.

Our voting process is now closed.

**Jim Semivan:** Alright. We now seem to have all the responses. Since all those desiring to vote have done so, I hereby declare the polls closed. The tally of phone votes and proxies will be held in the possession of the Inspector of the Election, Lisa Clifford. She will now count the votes.

**Lisa Clifford:** The ballots have been counted. The nominees for election to the Board of Directors have been duly elected.

**Jim Semivan:** Thank you, Lisa. Now back to Tom DeLonge to conclude the formal portion of the meeting.

**Tom DeLonge:** Thank you, Jim. Thank you all for attending today’s meeting. The meeting is adjourned and Jim and I will now provide some company updates.

**Tom DeLonge:**

We believe that To The Stars is uniquely positioned to be highly successful in the entertainment industry. Now, more than any time in the history of media, studio networks broadcasters and streamers are putting a high value on unique intellectual

property. TTS combines exceptional storytelling with unique access to intellectual property from its partners within aerospace, science, and government. As of today, TTS is working with some of the biggest content creators within the Hollywood studio system and the independent entertainment industry. TTS is creating television series, feature films, graphic novels, podcast, novels, digital assets, and is strategically partnering with highly established, and highly reputable, content creators to bring this IP to life. The entertainment industry is projected to reach \$3.55 trillion by 2028 [1]. Never before in the history of the world has there been such a demand for entertainment and media, and TTS is positioned to become a leading provider of high-end, entertaining, and lucrative content for decades to come.

Last year we hit a major milestone when TTS added entertainment veteran Stan Spry to our board and subsequently signed a co-production agreement with his company Cartel Pictures. This will bring together TTS's brand recognition and sources of original intellectual property with Cartel's extensive degree of expertise in the area of film and series production, including contacts and resources for the creation and exploitation of media products. As part of the deal, we will work together to develop, produce, and explore productions across all media formats and territories.

We pride ourselves in producing original stories across a variety of genres and formats including animation, elevated thrillers, heartfelt dramas, and extraordinary-but grounded science fiction. There are currently over 15 projects at various stages of development. The economics of each project will depend on TTS's percentage of ownership and participation, which will vary depending on if the project is self-funded, co-funded by our production partner Cartel Pictures or includes a third-party financier. Program development is directed by TTS and carried out in collaboration with writers, producers, and creative teams. For any piece of content there are numerous strategic distribution paths and revenue streams to exploit. The main sources include producer fees and revenue participation once profit is attained after monetizing through domestic box office, streaming (subscription video on demand, advertising-based video on demand, transactional video on demand), international distribution, resell and reuse fees, merchandising, sequels/prequels/remakes/spinoffs, and library. The main expenses in film and television include production budget, interest, distribution fees, overhead, marketing, publicity, and advertising.

Our first feature film script and my directorial debut, *Monsters Of California*, is in its final stages of production and we plan for it to come to a screen near you this year. This will show our ability to create an elevated, mainstream product and set the stage to grow into a major film studio with an emphasis on teaching the world a new way to view itself in the universe through informed science fiction, while using passion, access to insider data and our own scientific rigor. We feel that we have finally landed right where everything truly starts. From here we are so excited to start unveiling all the upcoming projects and partnerships that we've been building.

We truly pride ourselves in being the only production house that has its own scientific team, data, and access to some of the understanding regarding the world's biggest unknowns. And although we refocused our efforts to look towards initiatives most likely to achieve financial success, we are committed to continue to support science and technology research and education as it relates to our public benefit mission with the help of our scientific advisory board. Jim will expand on this in a minute.

On a final note, despite going into the second year of the pandemic and closing our physical office and retail space in January 2021, last year became our best annual sales performance for the ecommerce store. Following up the previous best year on record in 2020, merchandise sales were up another 17% overall. We attribute this to an investment in brand designs, digital advertising, sms/email marketing, retargeting programs, new vinyl licensing deals with Universal Music and the launch of the new Angels & Airwaves Lifeforms album.

I started all this with the goal of changing the world. I believe TTS already did, but we only just started. One day, we would like to see worldwide investigations, international data sharing, proprietary hardware, breakthrough understandings and the coming-together of all peoples across the world through our scientific findings that we put to task within major motion picture stories acquired from our UAP data collection efforts that span consciousness, UFOs, paranormal events, ESP, dreams, extra-terrestrial life and the human soul.

I really feel that To The Stars has arrived!

**Jim Semivan** - Thank you, Tom. Next, I will give an update on our public benefit initiatives.

As Tom noted earlier, although we have refocused, we continue our public benefit mission as it relates to our scientific advisory board and other support of the advancement of science and technology. We truly have an outstanding team comprising distinguished scientists, academics, and former US Government personnel. Given their varied backgrounds, we are able to leverage their expertise and connections to prestigious institutions and access credible information to help inform and inspire compelling original content. Our Advisors also help us continue our public benefit initiative of education, awareness and support of scientific advancement and decoding some of the biggest mysteries in the universe. This includes public outreach through mainstream media about facts and exciting theories surrounding unidentified aerial phenomenon, in-depth academic discussions about scientific mysteries through our own podcast series and supporting advanced scientific research, engineering and academic initiatives that could benefit humanity.

As many of you are aware, TTS entered into a Collaborative Research and Development Agreement, known in the business as a CRADA, with the U.S. Army's Combat Capabilities Development Command to advance developments in material science, space-time metric engineering, quantum physics, beamed energy propulsion and active camouflage. We are very happy to report that testing at their National Labs has resumed after being paused during the pandemic. It is important to note that this is now the focus for the advancement of the ADAM Research Project and TTS' metamaterial research. I know everyone is eager for results, but I am sure you can appreciate the sensitive nature of this relationship with the Army and the unprecedented program. We will not jump to conclusions and will work rigorously with our partners to keep the program moving forward.

TTS Talks, formerly TTSA talks, is a podcast where we take a deep dive into the complexities of our mission by bringing you one-on-one conversations with the various people who are helping us achieve our goals and who give life to our projects. We have started production on entirely new episodes that will be released in the coming days and will start with a 3-part series of a discussion about the research and themes in the non-fiction Sekret Machines trilogy "Gods, Man & War." We are so happy with how well the podcast has resonated with our community and brings greater awareness and education through fascinating conversations with our experts. In 2020, the TTS Talks Podcast spent over four months at the top of the New Science Podcasts on Apple and, as of December 2021, has a 4.8-star rating from over two hundred reviewers. We look to continue that momentum with new fresh content this in 2022.

At the end of last year, we launched a new global climate initiative through a partnership with One Tribe Global, a climate action platform enabling businesses and their customers to make a positive impact on the environment. One Tribe Global is a certified B Corporation and with every purchase you make with To The Stars Media, a portion of the proceeds is donated to help protect the rainforest. TTS and its community of fans have already protected over 28,000 trees.

**Tom DeLonge:** Thanks Jim for moderating the meeting and for those exciting updates. I would really like to express my sincere appreciation to all of you for attending the today, as well as those of you who submitted proxies but were not able to be here today. We look forward to speaking to you again. Have a good day.