

OCTOBER 25, 2024 - AGENDA
SPECIAL MEETING OF STOCKHOLDERS
OF SPAR GROUP, INC.

1. Introductory statement by Mr. Michael R. Matacunas, Chief Executive Officer, President and Director of SPAR Group, Inc. (the "Corporation").
2. Introduction of directors, executive officers and general counsel of the Corporation.
3. Presentation of evidence of due calling of the Meeting, introducing the Secretary of Meeting and Inspector of Election, and confirming of the existence of a quorum.
4. Proposal 1 – To adopt and approve the Agreement and Plan of Merger by and among Highwire Capital, LLC, Highwire Merger Co. I, Inc. (“Merger Sub”) and SGRP, and the transactions contemplated thereby, including the merger of Merger Sub and SGRP (the “Merger”).
5. Proposal 2 – To adjourn the Special Meeting to a later date or dates if necessary to solicit additional proxies if there are insufficient votes to adopt and approve the Merger Agreement and the transactions contemplated thereby, including the Merger.
6. Proposal 3 – To approve, on a non-binding, advisory basis, certain compensation that will or may become payable to our named executive officers in connection with the Merger.
7. Report of the Inspector of Election on balloting.
8. Adjournment of the Special Meeting.