

INSIDER TRANSACTIONS AND SUPPLEMENTAL INFORMATION REPORT – TAPINATOR, INC.

May 8, 2025

PURCHASES BY ILYA NIKOLAYEV

As previously disclosed in the Supplemental Information Report filed with OTC Markets on April 22, 2025 (the “Previous Report”), Ilya Nikolayev, the Chief Executive Officer and member of the Board of Directors of Tapinator, Inc., a Delaware corporation (the “Company”), entered into a Preferred Stock Purchase Agreement with the Company dated April 18, 2025 (the “Nikolayev Purchase Agreement”) to purchase 204,082 shares of the Company’s newly created Series 1 Preferred Stock for a purchase price of \$75,000, payable as described in the Previous Report. On May 2, 2025, the Company and Mr. Nikolayev closed the purchase pursuant to the terms of Nikolayev Purchase Agreement and Mr. Nikolayev now owns 204,082 shares of Series 1 Preferred Stock, subject to the collateral terms and conditions of the Nikolayev Purchase Agreement. The Previous Report is hereby incorporated herein by reference and as updated as set forth below in the section titled “Corrected Voting Rights for Series 1 Preferred Stock”.

After giving effect to the transaction referenced above, Mr. Nikolayev directly owns 204,082 shares of the Company’s Series 1 Preferred Stock, or 50% of the 408,164 shares of the Company’s Series 1 Preferred Stock currently outstanding. Each share of Series 1 Preferred Stock may be convertible into one (1) share of the Company’s common stock and has four (4) times the voting rights for each share of common stock issuable upon conversion on all matters with respect to which holders of other outstanding classes of the Company’s capital stock vote.

Additionally, Mr. Nikolayev currently directly owns 440,130 shares of the Company’s common stock, or 16.1% of the 2,725,439 shares of the Company’s common stock currently outstanding.

PURCHASES BY ANDREW MERKATZ

As previously disclosed in the Previous Report, Andrew Merkatz, the President, Chief Financial Officer and member of the Board of Directors of the Company entered into a Preferred Stock Purchase Agreement with the Company dated April 18, 2025 (the “Merkatz Purchase Agreement”) to purchase 204,082 shares of the Company’s newly created Series 1 Preferred Stock for a purchase price of \$75,000, payable as described in the Previous Report. On May 2, 2025, the Company and Mr. Merkatz closed the purchase pursuant to the terms of Merkatz Purchase Agreement and Mr. Merkatz now owns 204,082 shares of Series 1 Preferred Stock, subject to the collateral terms and conditions of the Merkatz Purchase Agreement. The Previous Report is hereby incorporated herein by reference and as updated as set forth below in the section titled “Corrected Voting Rights for Series 1 Preferred Stock”.

After giving effect to the transaction referenced above, Mr. Merkatz directly owns 204,082 shares of the Company’s Series 1 Preferred Stock, or 50% of the 408,164 shares of the Company’s Series 1 Preferred Stock currently outstanding. Each share of Series 1 Preferred Stock may be convertible into one (1) share of the Company’s common stock and has four (4) times the voting rights for each share of common stock issuable upon conversion on all matters with respect to which holders of other outstanding classes of the Company’s capital stock vote.

Additionally, Mr. Merkatz directly or indirectly owns 241,500 shares of the Company’s common stock, or 8.9% of the 2,725,439 shares of the Company’s common stock currently outstanding. The 241,500 shares of common stock owned by Mr. Merkatz are comprised of the following: (i) 161,755 shares of common stock, (ii) 39,940 shares of common stock held by Lucienne Merkatz 2013 Trust for which Mr.

Merkatz disclaims beneficial ownership, and (iii) 39,805 shares of common stock held by Sebastian Merkatz 2013 Trust for which Mr. Merkatz disclaims beneficial ownership.

CORRECTED VOTING RIGHTS FOR SERIES 1 PREFERRED STOCK

Subsequent to the filing of the Previous Report, the Company discovered there was an error in the original Certificate of Designation of Preferences, Rights and Limitations of Series 1 Convertible Preferred filed with the Delaware Secretary of State on April 21, 2025 (the “Certificate of Designation”), specifically each share of Series 1 Preferred Stock should have had four (4) times the voting rights for each share of Common Stock issuable upon conversion rather than two (2) times. As such, the Company filed a Certificate of Amendment to the Certificate of Designation with the Delaware Secretary of State on May 8, 2025 (“Certificate of Amendment”) to correct the error. Each share of Series 1 Preferred Stock now has four (4) times the voting rights for each share of Common Stock issuable upon conversion. The Certificate of Amendment did not amend any other terms of Series 1 Preferred Stock contained in the original Certificate of Designations and the Series 1 Preferred Stock continue to be convertible into one (1) share of the Company’s common stock.

The foregoing description of the Certificate of Amendment does not purport to be complete and is qualified in its entirety by reference to the full text of the Certificate of Amendment which is attached as Exhibit 1.1 to this Insider Transactions and Supplemental Information Report and incorporated herein by reference.

EXHIBITS

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
--------------------	-------------------------------

1.1*	Certificate of Amendment to Certificate of Designation of Preferences, Rights and Limitations of Series 1 Convertible Preferred Stock dated May 6, 2025 and filed with the Secretary of State of the State of Delaware on May 8, 2025.
------	--

*filed herewith

EXHIBIT 1.1

TAPINATOR, INC.
CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF DESIGNATION OF PREFERENCES,
RIGHTS AND LIMITATIONS
OF
SERIES 1 CONVERTIBLE PREFERRED STOCK

Tapinator, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the “Corporation”), in accordance with the provisions of Section 242 thereof, hereby certifies that the following resolutions amending the rights of the Series 1 Convertible Preferred Stock (a) were duly adopted by the Board of Directors of the Corporation (the “Board of Directors”) pursuant to authority conferred upon the Board of Directors by the provisions of the certificate of Incorporation of the Corporation, as amended, and the bylaws of the Corporation by unanimous written consent, and (b) was consented to by all of the holders of the outstanding shares of Series 1 Convertible Preferred Stock, par value of \$0.001 (the “Series 1 Preferred Stock”), consenting separately as a class.

RESOLVED, that effective upon the filing of this Certificate of Amendment to Certificate of Designation of Preferences, Rights and Limitations of Series 1 Convertible Preferred Stock (this “Certificate of Amendment”), the Certificate of Designation of Preferences, Rights and Limitations of Series 1 Convertible Preferred Stock dated and filed with the Delaware Secretary of State on April 21, 2025 (the “Certificate of Designation”), are hereby amended as follows:

1. Section 4 of the Certificate of Designation of Series 1 Preferred Stock is hereby deleted in its entirety and replaced with the following language:

“Voting Rights. On all matters with respect to which holders of other outstanding classes of the Corporation capital stock vote, each share of Series 1 Preferred Stock shall have a number of votes equal to four (4) times the number of shares of Common Stock then issuable upon conversion of such share of Series 1 Preferred Stock pursuant Section 6 of the Certificate of Designation. Holders of the Series 1 Preferred Stock shall be entitled to written notice of all stockholder meetings or written consents (and copies of proxy materials and other information sent to stockholders) with respect to which they would be entitled by vote, which notice would be provided pursuant to the Corporation’s bylaws and the DGCL.”

RESOLVED, that the Certificate of Designation as amended by this Certificate of Amendment shall remain in full force and effect except as expressly amended hereby and all terms not otherwise defined in this Certificate of Amendment shall have the meanings set forth in the Certificate of Designation.

RESOLVED, FURTHER, that the Chairman, the chief executive officer, the president or any vice-president, and the secretary or any assistant secretary, of the Corporation be and they hereby are authorized and directed to prepare and file this Certificate of Amendment in accordance with the foregoing resolution and the provisions of Delaware law.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment to Certificate of Designation this 6th day of May 2025.

/s/ Andrew Merkatz

Name: Andrew Merkatz

Title: President

/s/ Brian Chan

Name: Brian Chan

Title: Secretary