



**SIGNAL ADVANCE, INC.**  
**Notice of Annual Meeting of Shareholders**

13<sup>th</sup> day of July, 2023, 10:00 AM Central Time

**SOLICITATION OF PROXIES**

The Board of Directors (the “Board”) of Signal Advance, Inc. (“SIGL”) is soliciting the accompanying proxy in connection with matters to be considered at the Annual Meeting of Shareholders (the “Annual Meeting”) to be held as a virtual meeting on the 13<sup>th</sup> day of July, 2023 at 10:00 AM CDT.

- Proposals:
1. FOR each of the nominees named in this proxy statement for election to the Board of Directors;
  2. FOR approval of the minutes of the previous annual shareholders’ meeting of Signal Advance, Inc.; and
  3. FOR ratification of the Signal Advance, Inc. Board of Directors’ actions and decisions since the last Annual Shareholders’ meeting.

In their best judgment, with respect to any other matters that properly come to a vote at the Annual Meeting, the individuals who act as proxies will not vote shares that are the subject of a proxy card on a particular matter if the proxy card instructs them to abstain from voting on that matter or to the extent the proxy card is marked to show that some of the shares represented by the proxy card are not to be voted on that matter.

Record Date Only shareholders of record at the close of business on April 24, 2023 will be entitled to notice of, or to vote at, the Annual Meeting or any adjournment thereof. The Notice of Availability of the Annual Shareholders’ Meeting information and materials were distributed on or about May 15, 2023. The available information and materials include a Meeting Notice, Company Update, the Proxy Form, Minutes of the 2022 Shareholders’ Meeting and Proxy Form.

Shares Outstanding and Voting Rights The Company has one (1) class of voting stock outstanding: Common Stock, no par value (“Common Stock”).

As of the Record Date, Signal Advance, Inc. had 41,305,799 shares of Common Stock issued and outstanding. Each outstanding share of Common Stock entitles the holder to one (1) vote. A list of shareholders of the Company entitled to vote at the meeting will be available at the meeting, and for ten (10) days prior to the meeting, at our office at 2520 County Road 81, Rosharon, Texas 77583, between the hours of 9:00 a.m. and 4:00 p.m. local time.

Proxies and Voting Procedures Holders of Common Stock entitled to vote may vote their shares either virtually at the meeting, or by completing and returning a proxy form pursuant to the directions on the proxy card. You can revoke your proxy at any time before it is exercised by timely delivery of a properly executed, later-dated proxy or by voting in person (virtually) at the Annual Meeting. All shares entitled to vote and represented by properly completed proxies received prior to the Annual Meeting and not revoked will be voted at the Annual Meeting in accordance with your instructions.

If your shares are registered directly in your name in stock ledgers of the Company or as the beneficial owner on the records of your bank or brokerage firm, you are considered a shareholder of record. As a shareholder of record at the close of business on April 24, 2023, you can vote at the online Annual Meeting or you can provide a proxy to be voted at the Annual Meeting by signing and returning the completed proxy form pursuant to its instructions. If you submit a proxy form, we will vote your shares as directed.

If you submit a proxy card without giving specific voting instructions, those shares will be voted as recommended by the Board. If your shares are held in a stock brokerage account or otherwise by a nominee, you are considered the beneficial owner of those shares, and your shares are held in “street name”. If your shares are held in “street name”, you will receive instructions describing how to vote your shares.

All proxies must be received by the Companies on or before close of business on the 11<sup>th</sup> day of July, 2023. Please complete, sign, date and return the proxy card using the methods provided below. Please include your Control No. (required) and email address.

Mail: Signal Advance, Investor Relations  
2520 County Road 81, Rosharon, Texas 77583

Fax: (253) 252 8631  
Email: IR@signaladvance.com

The Annual Shareholders’ Meeting information/materials are also available on Company’s website: [www.signaladvance.com](http://www.signaladvance.com) (under “Investors”)

Meeting Attendance Registration To attend the online (virtual) Annual Meeting, you must register in advance on or before 30<sup>th</sup> day of June, 2023. To register, send an email indicating your intent to attend to: [Register@SignalAdvance.com](mailto:Register@SignalAdvance.com). You must include your Control Code and a preferred Email Address to receive access instructions. Access instructions will be provided to meeting registrants the week before the annual meeting

We strongly recommend you email any questions on or before June 30<sup>th</sup>, 2023 to: [IR@SignalAdvance.com](mailto:IR@SignalAdvance.com).

If any other matters are properly presented at the Annual Meeting for consideration, including, among other things, consideration of a motion to adjourn the Annual Meeting to another time or place, the individuals named as proxies and acting thereunder will have discretion to vote on those matters according to their best judgment to the same extent as the person delivering the proxy would be entitled to vote. If the Annual Meeting is postponed or adjourned, your proxy will remain valid and may be voted at the postponed or adjourned meeting. You will still be able to revoke your proxy until it is voted. At the date this proxy statement went to press, we did not anticipate any other matters would be raised at the Annual Meeting.

Voting Requirements The presence, virtually, or by proxy, of the majority of the outstanding shares entitled to vote at the Annual Meeting shall constitute a quorum, which is required in order to transact business at the Annual Meeting. You may vote FOR, or withhold your vote for any Director nominee. You may vote FOR, AGAINST or ABSTAIN from voting for any of the proposals

The affirmative vote of a majority of the votes cast by the shares entitled to vote in the election at the Annual Meeting, at which a quorum is present, is required for 1) the election of directors, 2) to approve the minutes of the previous Annual Meeting and 3) ratification of the Board of Directors' actions and decisions since the previous Annual Meeting.

For purposes of the vote on these matters, abstentions and broker non-votes will not be counted as votes cast and will have no effect on the result of the vote, although each type of vote will count toward the determination of the presence of a quorum.

Cost of Proxy Distribution and Solicitation The Company will pay the expenses of the preparation of the proxy materials and the solicitation by the Board of proxies. Proxies may be solicited on behalf of the Company in person or by telephone, e-mail, facsimile or other electronic means by directors, officers or employees of the Company, who will receive no additional compensation for soliciting. If required by the rules of the Securities and Exchange Commission (the "SEC"), we will reimburse brokerage firms and other custodians, nominees and fiduciaries for their expenses incurred in sending proxies and proxy materials to beneficial owners of Common Stock.

#### **PROPOSAL 1 - ELECTION OF DIRECTORS**

You can find information about each of the nominees below under the Section entitled "Biographies of Director Nominees". There are no arrangements or understandings between the persons named as nominees for director at the Annual Meeting and any other person pursuant to which such nominee was selected as a nominee. If elected, the nominees will serve as directors for one year or until the 2024 Annual Meeting, or until their successors are elected and qualified to serve. If a nominee declines to serve as a director or becomes unavailable for any reason, the proxies may be voted for such substitute nominee as the proxy holders may designate.

THE BOARD RECOMMENDS THAT YOU VOTE "FOR" THE ELECTION OF EACH OF THE NOMINEES TO THE SIGNAL ADVANCE, INC. BOARD OF DIRECTORS

#### **PROPOSAL 2 - APPROVAL OF THE MINUTES OF THE PREVIOUS ANNUAL SIGNAL ADVANCE, INC. SHAREHOLDERS' MEETING**

Attached find a copy of the minutes of the previous Signal Advance, Inc. Annual Shareholders' meeting. The shareholders are being asked to review the attached Minutes and approve the Minutes of the last Annual Shareholders' Meeting.

THE BOARD RECOMMENDS THAT THE SHAREHOLDERS VOTE "FOR" APPROVAL OF THE MINUTES OF THE PREVIOUS ANNUAL SIGNAL ADVANCE, INC SHAREHOLDERS' MEETING.

#### **PROPOSAL 3 - RATIFICATION OF THE BOARD OF DIRECTORS' ACTIONS AND DECISIONS SINCE THE LAST SHAREHOLDER'S MEETING**

Shareholders are being asked to ratify the actions and decisions of the Board of Directors since the last shareholders' meeting as well as financial reports published on the Signal Advance website for the periods following voluntary suspension of SEC reporting.

You can find information about actions and decisions of the Board of Directors below in the "Annual Update to Shareholders."

THE BOARD RECOMMENDS THAT THE SHAREHOLDERS VOTE "FOR" RATIFICATION OF THE BOARD OF DIRECTORS' ACTION AND DECISIONS SINCE THE LAST SHAREHOLDERS' MEETING.

## Biographies of Director Nominees

**Chris M. Hymel**, BS/ME (Electrical Engineering), PhD (Biomedical Sciences), an experienced entrepreneur, founded SIGL in 1992 and has served as a Director and its President and Treasurer since its inception. Dr. Hymel previously founded a computer systems/network consulting and technology development firm, and later, a medical-legal firm which developed over 60 animations used in litigation support. He also served on the board of directors of a non-profit corporation, Educational Enrichment Center through 2009. Professional experience also includes research and technology development at the University of Texas, Neurophysiology Research Center, including the development of proprietary neurostimulation, signal generation and data acquisition systems. Dr. Hymel's early career included control systems engineering for Shell Oil & Shell Development Companies and Johnson Controls, Inc. Dr. Hymel holds a doctorate in biomedical sciences from the University of Texas Health Science Center at Houston as well as Bachelor's and Master's degrees in electrical engineering from Texas A&M University.

Dr. Hymel holds multiple patents and has authored a number of scientific/technical publications. Dr. Hymel developed the proprietary Signal Advance technology and successfully demonstrated temporally advanced detection of a range of analog (including bioelectric) signals in his doctorate research completed at the University of Texas Health Science Center in August 2010. Under his leadership, the Company was awarded first place in the 2011 Goradia Innovation Prize competition. Dr. Hymel was also recognized as the 2012 Innovator of the Year by the Intellectual Property Section of the Oklahoma Bar Association and was also named the 2015 Inventor of the Year by the State Bar of Texas Intellectual Property Section.

**Ron A Stubbers**, BS (Electrical Engineering), MBA, has been developing and manufacturing electronic biomedical devices for over 20 years, much of it serving as VP of Engineering and VP of Operations for Neuroscan, Inc. and its successor, Compumedics, USA (1991-2003), and at aDEPTas, Inc. and then serving as President for its successor InGeneron, Inc. (multiple titles, 2004-Present). His expertise includes defining and creating the organizations for product design and manufacturing engineering, quality, regulatory, and technical support for the development and production of medical devices ranging from neurostimulation systems to EEG acquisition and analysis systems. He is experienced in both initial product ideation and transition to operating organization from startup. Mr. Stubbers has managed corporate ISO/EN/QSR quality management systems requirements and compliance, European CE and FDA 510K Class II and IDE devices, as well as other regulatory approvals for world-wide medical device distribution. He holds a bachelor's degree in electrical engineering from the University of Idaho in 1985, completed graduate coursework at the University of Texas, Graduate School of Biomedical Sciences and Rice University, and completed his MBA at the University of Houston (2013).

**Richard C Seltzer**, JD, LL.M. (Taxation) Mr. Seltzer received his J.D. from South Texas College of Law in 1981 and his LL.M. in Taxation from the University of Florida in 1982. He has been in private practice for more than forty (40) years representing both established and startup businesses in acquisitions and mergers, financial and tax issues, contractual matters, shareholder disputes, real estate acquisitions and general business litigation in Texas State Courts. His practice includes arranging viable capital infusions for ongoing businesses, negotiating business and real estate related contracts. He has also managed the licensing of proprietary information for a non-profit organization in Texas.

Mr. Seltzer continues to successfully represent numerous corporate and individual taxpayers before the Internal Revenue Service, including both its Appellate and Collection Divisions as well as representing taxpayers for matters filed with the U.S. Tax Court. For more than fifteen (15) years he has been a frequent invited speaker covering general business topics for the People's Law School in conjunction with the University of Houston Law School and is an approved mediator in the State of Texas - certified in 2008. Mr. Seltzer has served as a member of the Board of Directors of Bridges to Life, a nonprofit organization in Houston, since 2003. He was appointed in 2011 as a member of the Board of Directors of STARBASE, Inc., a federally funded educational program working in conjunction with the Department of Defense and the National Guard that works with upper elementary school students particularly interested in math, science, engineering and technology related programs. In addition, Mr. Seltzer serves on the Boards of Directors of the following Texas corporations: Innovative Tooling and Accessories, Inc. (appointed in 2007), Milsob Properties, Inc. (appointed in 2008). He has also served on the Board of Directors of Delta Shaver Company, Inc., a Delaware corporation since 2011.



By: Richard C. Seltzer, Secretary

Signal Advance, Inc.

Rosharon, Texas

May 15, 2023