

OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>Totton Ronald</u>  (Last) (First) (Middle) 3 RAVINIA DR NE SUITE 500  (Street) ATLANTA GA 30346  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/03/2024	3. Issuer Name and Ticker or Trading Symbol <u>KORE Group Holdings, Inc. [ KORE ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <p style="text-align: center;"><b>Interim President &amp; CEO</b></p>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
---------------------------------	---	--	---

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Restricted Stock Units <sup>(1)</sup>	(1)(2)	(1)	Common Stock	250,000	(2)	D

**Explanation of Responses:**

- Each restricted stock unit ("RSU") represents a right to receive one share of the issuer's common stock.
- The RSUs were granted on April 29, 2024 upon the reporting person's employment with the issuer as an executive advisor and shall vest in full on the earlier of (i) the one-year anniversary of the grant date subject to the reporting person's continuous service from the grant date until the one-year anniversary of the grant date or (ii) the date the reporting person's service with the issuer terminates (other than a termination by the issuer for cause and other than by reporting person's voluntary resignation not in connection with the issuer's appointment of a permanent successor President and CEO other than the reporting person).

**Remarks:**

Jack W. Kennedy Jr., Attorney-in-Fact for Ronald Totton 05/07/2024

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

**KORE GROUP HOLDINGS, INC.**

**LIMITED POWER OF ATTORNEY FOR SECTION 13 AND SECTION 16 FILINGS**

I, Ronald Totton, do hereby make, constitute and appoint each of Jack Kennedy, Paul Holtz, Charles Kearns, Emilie McLaughlin and Gregory Best, and each of them acting individually, my true and lawful attorneys for the purposes hereinafter set forth, effective as of April 29, 2024.

References in this limited power of attorney to “my Attorney” are to each of the persons named above and to the person or persons substituted hereunder pursuant to the power of substitution granted herein.

I hereby grant to my Attorney, for me and in my name, place and stead, the power:

1. To execute for and on my behalf, in my capacity as an officer, director or stockholder of KORE Group Holdings, Inc., a Delaware corporation (the “Company”), Form 3, Form 4, and Form 5, and all and any amendments thereto, in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder (the “Exchange Act”);

2. To do and perform any and all acts for and on my behalf that may be necessary or desirable to complete and execute any such Form 3, Form 4 and Form 5 or any amendment thereto, and to timely file such schedule, form or amendment thereto with the United States Securities and Exchange Commission (the “SEC”) and any stock exchange or similar authority; and

4. To take any other action of any type whatsoever that, in the opinion of my Attorney, may be necessary or desirable in connection with the foregoing grant of authority, it being understood that the documents executed by my Attorney pursuant to this limited power of attorney shall be in such form and shall contain such terms and conditions as my Attorney may approve.

I hereby grant to my Attorney full power and authority to do and to perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that my Attorney shall lawfully do or cause to be done by virtue of this limited power of attorney and the rights and powers herein granted. I acknowledge and agree that neither my Attorney nor the Company is assuming any of my responsibilities to comply with the Exchange Act.

This limited power of attorney shall remain in full force and effect until I am no longer required to file any of Form 3, Form 4 or Form 5 with respect to my holdings of, and transactions in, securities of the Company, unless earlier revoked by me in a signed writing delivered to each

---

of my Attorneys and substitutes therefor, if any. This limited power of attorney may be filed with the SEC as a confirming statement of the authority granted herein.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file reports or schedules under Section 13 or Section 16 of the Exchange Act with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, I have hereunto set my hand to this instrument on the date first written above.

/s/ Ronald Totton  
Ronald Totton