

GO HUB CAPITAL BERHAD

[Registration No. 202201019895 (1465592-V)]
(Incorporated in Malaysia)

NOTICE OF THIRD ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Third Annual General Meeting ("**3rd AGM**") of Go Hub Capital Berhad ("**GOHUB**" or the "**Company**") will be a physical general meeting held at Eugenia Ballroom, Palm Garden Golf Club, IOI Resort City, 62050 Putrajaya, Wilayah Persekutuan Putrajaya on Wednesday, 28 May 2025 at 10:00 a.m. or any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications the resolutions as set out in this notice:-

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Directors' Report and Auditors' Report thereon. (Please refer to Explanatory Note 1)

As Ordinary Business

2. To re-elect the following Directors who will retire by rotation in accordance with Clause 21.7 of the Constitution of the Company and being eligible, have offered themselves for re-election:-
- (a) Madam Lee Li Yee; and (Resolution 1)
(b) Mr. Lee Yew Weng. (Resolution 2)
3. To approve the payment of the Directors' Fees amounting to RM342,000 for the financial year ending 31 December 2025 and until the next AGM of the Company in year 2026. (Resolution 3)
4. To approve the payment of benefits payable to the Directors of the Company up to RM45,000 for the period commencing from the conclusion of the 3rd AGM until the next AGM of the Company in year 2026. (Resolution 4)
5. To re-appoint Messrs. Baker Tilly Monteiro Heng PLT as the Auditors of the Company and to authorise the Directors to fix their remuneration. (Resolution 5)

As Special Business

To consider and, if thought fit, passing with or without any modification, the following resolutions:-

6. **AUTHORITY TO ISSUE AND ALLOT SHARES OF THE COMPANY BY THE DIRECTORS PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 ("ACT")** (Resolution 6)

"THAT subject always to the Act, Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") ("**Listing Requirements**"), the Constitution of the Company and the approvals of Bursa Securities and/or any other relevant governmental and/or regulatory authorities, where such approval is required, the Directors be and are hereby authorised and empowered, pursuant to Sections 75 and 76 of the Act, to issue and allot shares of the Company at any time, at such price and upon such terms and conditions, for such

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purposes and to such person or persons, as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided always that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) for the time being;

AND THAT the Directors be and are so empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares to be issued and THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company unless revoked or varied by ordinary resolution of the Company at a general meeting;

AND FURTHER THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that may be declared, made or paid before the date of allotment of such new shares."

7. To transact any other business for which due notice shall have been given.

BY ORDER OF THE BOARD

CHUA SIEW CHUAN (MAICSA 0777689) (SSM PC NO. 201908002648)
CHENG CHIA PING (MAICSA 1032514) (SSM PC NO. 202008000730)
Company Secretaries

Kuala Lumpur
Dated: 28 April 2025

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Notes:-

(1) Information for Shareholders/Proxies

- (a) This is a **physical** general meeting. Shareholders of the Company and/or proxies are invited to attend **in-person** only.
- (b) For the purpose of determining a member who shall be entitled to attend the forthcoming 3rd AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 18.7(b) of the Constitution of the Company and Section 34(1) of Securities Industry (Central Depositories) Act, 1991 ("**SICDA**") to issue a General Meeting Record of Depositors as at 21 May 2025. Only a depositor whose name appears on the Record of Depositors as at 21 May 2025 shall be entitled to attend the said meeting or appoint proxies to attend and/or speak and/or vote on his/her behalf.
- (c) A member entitled to attend and vote at the forthcoming 3rd AGM is entitled to appoint a proxy/proxies to attend, participate, speak and vote instead of him. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak and vote at the meeting.
- (d) A member may, subject to Notes (e) and (f) below, appoint more than one (1) proxy to attend and vote at the forthcoming 3rd AGM, to the extent permitted by the Act, SICDA, Listing Requirements and the Rules of Bursa Malaysia Depository Sdn Bhd. Where a member appoints two (2) proxies to attend and vote at the forthcoming 3rd AGM, such appointment shall be invalid unless the member specifies the proportion of his/her shareholding to be represented by each proxy.
- (e) Where a member of the Company is an authorised nominee as defined under the SICDA, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds to which shares in the Company standing to the credit of the said account.
- (f) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**") as defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- (g) The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, in the event the appointer is a corporation, the instrument appointing a proxy must be either under the appointer's Common Seal or under the hand of an officer or attorney duly authorised.
- (h) **Publication of Notice of 3rd AGM on corporate website**

Pursuant to Section 320(2) of the Act, a copy of this Notice together with the proxy form and Administrative Guide are available at the corporate website of Go Hub Capital Berhad at <https://www.gohubcapital.com.my/investor-centre/>.

(i) Appointment of Proxy(ies)

A member may obtain the proxy form for the forthcoming 3rd AGM vide Note (h) above or the Annual Report (hard copy) or Annual Report (electronic copy) released to Bursa Securities.

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The appointment of proxy(ies) may now be made either in hard copy form or by electronic form, and shall be deposited with the Company's Share Registrar, i.e. Securities Services (Holdings) Sdn Bhd, either at the designated office as stated below or vide facsimile or designated email address, not less than forty-eight (48) hours before the time appointed for holding the forthcoming 3rd AGM or any adjournment thereof (i.e. **on or before Monday, 26 May 2025 at 10:00 a.m.**):-

Mode of Submission	Designated address / Facsimile No. / Email address
(i) Hard copy form	Securities Services (Holdings) Sdn Bhd Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan
(ii) Electronic form	(A) Vide Facsimile (Fax No.: 03-2094 9940/ 03-2095 0292); or (B) Vide designated email address of Share Registrar: info@sshsb.com.my

If a member having appointed a proxy to attend the 3rd AGM attends in person, the appointment of proxy shall be considered as null and void in respect of the 3rd AGM and his/her proxy shall not be entitled to attend the AGM.

(2) Personal data privacy

By submitting a proxy form(s) to participate, speak and vote at the 3rd AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the 3rd AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 3rd AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Explanatory Notes:-

(1) Audited Financial Statements for the financial year ended 31 December 2024

This Agenda is meant for discussion only, as the provision of Section 340(1)(a) of the Act does not require formal approval for the Audited Financial Statements from the shareholders. Therefore, this Agenda will not be put forward for voting.

(2) Re-election of Directors – Ordinary Resolutions 1 & 2

In determining the eligibility of the Directors to stand for re-election at the forthcoming 3rd AGM, the Nomination Committee ("**NC**"), guided by the Directors' Assessment Policy and Directors' Fit and Proper Policy (collectively, the "**Policies**") has considered the criteria as stated in the said Policies as well as the requirements of the Listing Requirements and recommended the re-election of the following Directors pursuant to Clause 21.7 of the Constitution of the Company:-

- (a) Madam Lee Li Yee; and
 - (b) Mr. Lee Yew Weng.
- (collectively, the "**Retiring Directors**").

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The Board of Directors ("**Board**"), vide the NC, has conducted a separate assessment and being satisfied with the performance, contribution, fit and properness of the Retiring Directors, and would like to recommend the same be tabled to the shareholders for approval at the forthcoming 3rd AGM of the Company under Ordinary Resolutions 1 and 2. The fit and proper as well as evaluation criteria adopted as well as the process of assessment by the Board have been duly elaborated in the Corporate Governance Overview Statement of the Annual Report 2024 of the Company.

The Retiring Directors have consented to their re-election and have abstained from deliberation and voting in relation to their individual re-election at the NC and Board meetings, respectively.

(3) Payment of Directors' Fees – Ordinary Resolution 3

The proposed Directors' Fees payable to the Directors of the Company for the financial year ending 31 December 2025 and until the next AGM of the Company in year 2026 shall be up to a total of RM342,000 only, comprised the following rates based on responsibilities assumed:-

Office	Amount (RM)
Board Chairman	108,000
Non-Executive Directors	234,000
	342,000

(4) Payment of Benefits Payable to Directors – Ordinary Resolution 4

The benefits payable to the Non-Executive Directors ("**NEDs**") comprise the meeting allowances, medical and insurance coverage. The total amount of benefits payable to the NEDs is estimated to be up to RM45,000, based on the number of scheduled Board/ Board Committee/ General Meetings as well as the number of NEDs involved/ covered.

(5) Re-appointment of Auditors – Ordinary Resolution 5

The retiring Auditors, Messrs. Baker Tilly Monteiro Heng PLT ("**Baker Tilly**"), have expressed their willingness to continue their services for the next financial year.

The Audit and Risk Management Committee ("**ARMC**") has assessed the suitability, objectivity and independence of the Auditors and recommended the re-appointment of Baker Tilly as Auditors of the Company for the financial year ending 31 December 2025. Upon review, the ARMC finds Baker Tilly to be sufficiently objective and independent and is satisfied with the suitability based on the quality of audit, performance, competency and sufficiency of resources in terms of their audit team provided to the Group.

The Board has in turn reviewed the recommendation of the ARMC and recommended the same to be tabled to the shareholders for approval at the forthcoming 3rd AGM of the Company under Ordinary Resolution 5. The evaluation criteria adopted as well as the process of assessment by the ARMC and Board, respectively, have been duly elaborated in the Corporate Governance Overview Statement of the Annual Report 2024 of the Company.

(6) Authority to Issue Shares pursuant to the Act - Ordinary Resolution 6

The Company wishes to obtain the mandate on the authority to issue shares of not more than 10% of the total issued shares capital for the time being pursuant to the Act at the forthcoming 3rd AGM of the Company (hereinafter referred to as the "**General Mandate**").

The Company had obtained the mandate from its members at the last AGM held on 17 April 2024 ("**Previous Mandate**"). As at the date of this Notice, no new shares in the Company were issued pursuant to the Previous Mandate and accordingly, no proceeds were raised.

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The purpose to seek the General Mandate is to enable the Directors of the Company to have the flexibility to issue and allot new shares at any time to such persons in their absolute discretion without convening a general meeting for shareholders' approval, thereby saving time and avoid additional costs. The purpose of this General Mandate is for any possible fundraising activities, including but not limited to further placing of shares for the purpose of funding current and/or future project(s), working capital, acquisitions, investments and/or for issuance of shares as a form of settlement of purchase consideration or such other applications as the Directors may deem fit and expedient in the best interest of the Company.

This authority, unless revoked or varied by the Company in general meeting, will expire at the next AGM.

At this juncture, there is no decision to issue new shares, but the Directors consider it desirable to have the flexibility permitted to respond to market developments and to enable allotments to take place to finance business opportunities. If there should be a decision to issue new shares after the General Mandate is obtained, the Company will make an announcement in respect thereof.