

Annual General Meeting

Notice to Shareholders in Terms of Article 35 of the Articles of Association

Notice is hereby given of the twenty-sixth Annual General Meeting of GO p.l.c. (the 'Company') which will be held on Thursday 30th May 2024 at 10:00 hrs at The Westin Dragonara Resort, Dragonara Road, St. Julians, Malta for the purpose of considering and, if deemed proper, approving the resolutions set out hereunder.

Ordinary Resolutions – Ordinary Business

1. Annual Report and Financial Statements

That the Annual Report and Financial Statements of the Company for the year ended 31st December 2023, comprising the Financial Statements and the Directors' and Auditor's Reports thereon, be hereby received and approved.

2. Declaration of Dividend

That the meeting approves the payment of a Net Dividend of €0.05 per share (after taxation) to all Shareholders of GO p.l.c. registered on the Register of Shareholders as at close of business on Tuesday 30th April 2024. The payment of this Net Dividend amounts to a net sum of €5.1 million.

3. Re-appointment of PricewaterhouseCoopers as Auditors

That the reappointment of PricewaterhouseCoopers Certified Public Accountants and Auditors be hereby approved and the Board of Directors be hereby authorised to establish their remuneration.

Ordinary Resolution - Special Business – Advisory Vote

4. Remuneration Policy

That the Remuneration Policy of the Company as set out in the Circular to Shareholders dated 20th March 2024 be hereby approved.

5. Emoluments of Directors

To establish the maximum annual aggregate emoluments of the Directors at €300,000.

Ordinary Resolution - Special Business – Advisory Vote

6. Remuneration Report

That the Remuneration Report of the Company for the year ended 31st December 2023 be hereby approved.

Notice is also hereby given of an election of Directors

Election of Directors

To proceed with the election of Directors in accordance with Article 57.2 (b) of the Articles of Association of the Company.

By order of the board.



Dr Francis Galea Salomone LL.D.

Company Secretary

20 March 2024

Notes

- (i) Record Date: This notice to shareholders is being sent to all shareholders registered on the Company's Register of Members as at close of business on Tuesday 30 April 2024 (the 'Record Date'). Only those shareholders registered on the Register of Members on the Record Date are entitled to attend and vote at the Company's Annual General Meeting (the 'Meeting').
- (ii) Draft Resolutions: The draft resolutions to be considered and voted upon at the Meeting are included as an integral part of this notice. Shareholders holding no less than 5% in nominal value of all the shares entitled to vote at the Meeting are entitled to request the Company to include items on the agenda and to table draft resolutions for items to be included on the agenda by the 14 April 2024, being forty-six (46) days prior to the date set for the Meeting.
- (iii) Documents: The full unabridged text of documents submitted to the Meeting, shall, unless dispatched to Shareholders, be made available at the Company's registered office and on the Company's website www.go.com.mt (investor relations page). The agenda for the Meeting includes items which constitute special business. An explanatory circular providing further details on these agenda items is being circulated to all shareholders with this notice of the Meeting. The Company is committed to contribute to a reduction in paper footprint and to lessening the impact that printing and distribution of documents generally have on the environment. For this reason, the Company is making its Annual Report and Financial Statements available electronically on its website www.go.com.mt (investor relations page). A printed copy of the Annual Report and Financial Statements will nevertheless be provided to those shareholders who had indicated their preference to continue receiving a printed copy of such documents and to any other shareholders who may request receipt thereof. A request may be made by letter addressed to The Company Secretary, GO, Fra Diegu Street, Marsa MRS 1501, Malta or by email on investor_relations@go.com.mt (note the underscore in between 'investor' and 'relations').
- (iv) Participation and Voting at the Annual General Meeting
A shareholder may participate and vote at the Meeting either by personally attending the meeting or by submitting a Form of Proxy to the Company. A Member may participate by proxy by completing and signing the Form of Proxy dispatched to all members together with this notice. In the case of corporate shareholders, the Form of Proxy is to be signed by a duly authorized representative of the corporate shareholder. The Proxy Form, and, where applicable, the power of attorney or other authority under which it is signed, is to be returned to the Company Secretary not later than 10:00hrs on the 28th May 2024, this being 48 hours before the time appointed for the Meeting. The Proxy Form may be:
deposited at the registered address of the Company; or
sent by mail using the enclosed self-addressed envelope; or
sent by electronic means at investor_relations@go.com.mt (note the underscore in between 'investor' and 'relations').
In case of proxies sent by email, the email should have attached thereto a copy of the Form of Proxy duly completed and signed by the shareholder, or a duly authorised representative on behalf of a corporate shareholder, and, where applicable, the power of attorney or other authority under which it is signed.
- (v) In order to be admitted to the Meeting, a member is to present the Admission Form enclosed with this notice, together with his/her Identity Card or other lawful means of identification.
- (vi) In case of share/s held jointly by several persons, only the shareholder whose name appears on the Register of Members of the Company on the Record Date (the 'Registered Holder') shall be entitled to attend and vote at the Meeting.
- (vii) A joint holder, who is not the Registered Holder, shall only be entitled to attend and vote at the Meeting if a Form of Proxy has been duly executed and registered in his/her favour. In the case of shares held jointly by spouses, both spouses, or either of them, may attend the Meeting. Provided, that irrespective of whether both spouses, or either of them, attend the Meeting, only one voting document will be issued and only one of them shall be entitled to vote.
- (viii) When a member of the Company is a body corporate, association or foundation, a representative thereof will only be eligible to attend and vote at the Meeting if a Form of Proxy has been duly executed and registered in his/her favour.
- (ix) A member who is a minor may be represented at the Meeting by his/her legal guardian who will be required to present the Admission Form together with his/her Identity Card or other lawful means of identification.
- (x) Once the Meeting proceeds to take the first vote on the resolutions of the Agenda, admittance to the Meeting will be terminated and no further voting documents will be issued to Members and/or their proxies.
- (xi) Right to ask Questions: Shareholders, whether acting personally or by proxy, are reminded that they are entitled to ask questions which are pertinent and related to any resolution placed before the Meeting, and to have such questions answered by the Directors or such person/s as the Directors may delegate for that purpose. To ensure efficient proceedings at the Meeting, the Directors invite shareholders to submit any questions related to the resolutions set out in this notice to the Company Secretary either by mail at The Company Secretary, GO, Fra Diegu Street, Marsa MRS 1501, Malta or email on investor_relations@go.com.mt (note the underscore in between 'investor' and 'relations') by not later than 48 hours before the meeting. The Directors shall endeavour to reply to all questions that may be raised at the Meeting, provided that any questions raised for the first time at the Meeting and to which the Directors are not able to provide an immediate reply, shall, subsequent to the Meeting be answered by the Directors by posting a reply on the Company's website. The Company may provide one overall answer to questions having the same content.
- (xii) Election of Directors: The appointment of Directors is regulated by Article 57.2 of the Articles of Association. In terms of Article 57.2(b), a shareholder who does not qualify to appoint a director in terms of Article 57.2(a) or who has not aggregated his holding with that of other shareholders shall be entitled to vote in an election of directors to take place once every year at the annual general meeting. At an election of directors voting shall take place on the basis that one share entitles the holder to vote for only one candidate. Different shares may be cast in favour of different candidates. The number of directors to be elected at the annual general meeting shall be such number which together with the appointments made in terms of Article 57.2(a) and 57.2(d) of the Articles of Association make up eight (8) directors. Following a call for nominations, the Company received valid nominations for Paul Fenech, Mohsin Majid, Deepak Padmanabhan and Paul Testaferata Moroni Viani. The three (3) candidates obtaining the highest number of votes shall be elected at the Meeting.
- (xiii) Admittance to the meeting: Admittance to the Meeting will commence at 09:00 hours, this being one hour before the advertised time of the official commencement of the Meeting.
- (xiv) Information: Information relating to the Meeting shall also be made available on the Company's website www.go.com.mt (investor relations page). In case of difficulties or queries, Shareholders are requested to contact the office of the Company Secretary on 21246200.