

**CYBERCATCH HOLDINGS, INC.**

4445 Eastgate Mall, Suite 200  
San Diego, CA 92121  
Telephone No.: 866-753-2923

**NOTICE OF ANNUAL GENERAL MEETING**

**Notice is hereby given** that an annual general meeting (the “**Meeting**”) of all the shareholders (the “**Shareholders**”) of CyberCatch Holdings, Inc. (the “**Company**”) will be held at Suite 1500 – 1055 West Georgia Street, Vancouver British Columbia on Wednesday, July 12, 2023, at the hour of 10:00 a.m. (Pacific Time), for the following purposes:

1. to set the number of directors at six (6);
2. to elect directors of the Company for the ensuing year;
3. to appoint SHIM & Associates LLP, Chartered Professional Accountants, as the auditors of the Company for the ensuing year and to authorize the Directors to fix their remuneration;
4. to ratify, confirm and approve the Company’s new 20% fixed Share Option Plan, as such plan is described in the accompanying Information Circular;
5. to ratify, confirm and approve the issuance of performance warrants and stock options previously granted to certain directors and officers of the Company, as described in the accompanying Information Circular; and
6. to transact such other business, including amendments to the foregoing, as may properly come before the Meeting or any adjournment or adjournments thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

Shareholders of record on the Company’s books at the close of business on May 26, 2023 are entitled to attend and vote at the Meeting or at any postponement or adjournment thereof. Each common share is entitled to one vote.

**Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.**

**Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.**

**DATED** at Vancouver, British Columbia, as of this 2<sup>nd</sup> day of June, 2023.

**BY ORDER OF THE BOARD**

*“Sai Huda”*

**Sai Huda**  
**Chief Executive Officer and Chairman**