FORM 10 (Amended)

NOTICE OF PROPOSED SIGNIFICANT TRANSACTION (not involving an issuance or potential issuance of a listed security)[1]

Name of Listed Issuer: GoGo AI Network Inc. (the "Issuer" or "GoGo").

Trading Symbol: GOGO

Issued and Outstanding Securities of the Issuer Prior to Transaction: 112,369,555

Date of News Release Fully Disclosing the Transaction: June 22, 2026

1. Transaction

1. Provide details of the transaction including the date, description and location of assets, if applicable, parties to and type of agreement (eg: sale, option, license, contract for Investor Relations Activities etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material:

   The Issuer has entered into an arrangement agreement dated June 21, 2026 with Algo8 Industrial AI Inc. ("**Algo8**") and 1589675 B.C. Ltd. ("**Spin Co**"), a wholly-owned subsidiary of GoGo, pursuant to which the Issuer will spin out its investment in Algo8 into Spin Co, and Spin Co will complete a concurrent acquisition of the remaining interests in Algo8 to create a new listed company. Following completion of the transaction, GoGo will continue as a CSE investment issuer, Algo8 will become a wholly owned subsidiary of Spin Co and Spin Co will carry on the business of Algo8.

   The transaction will be carried out pursuant to a plan of arrangement (the "**Arrangement**") under Division 5 of Part 9 of the *Business Corporations Act* (British Columbia). Under the terms of the Arrangement, GoGo shareholders will receive 0.25 of a Spin Co common share for each GoGo common share held. Immediately following the issuance of Spin Co shares to GoGo shareholders, each Algo8 shareholder will exchange with Spin Co their Algo8 shares for Spin Co shares on a one-for-one basis.

[1] If the transaction involved the issuance of securities, other than debt securities that are not convertible into listed securities, use Form 9.

Upon completion of the Arrangement, Spin Co intends to change its name to "Algo8 Industrial AI Inc." (the "**Resulting Issuer**"). The Resulting Issuer intends to apply for the listing of the Resulting Issuer shares on the CSE.

As of the date of the Arrangement Agreement, there are 112,369,555 GoGo shares and 58,656,613 Algo8 shares issued and outstanding. Upon completion of the Arrangement, it is anticipated that there will be approximately 81,722,546 Resulting Issuer shares issued and outstanding, of which approximately 32.4% will be held by former shareholders of GoGo and approximately 67.6% will be held by former shareholders of Algo8. Importantly, existing GoGo shareholders will retain their GoGo shares in full — the Spin Co shares distributed under the Arrangement represent an additional, incremental equity interest in the Resulting Issuer delivered to GoGo shareholders at no additional cost.

2. Provide the following information in relation to the total consideration for the transaction (including details of all cash, non-convertible debt securities or other consideration) and any required work commitments:

   (a) Total aggregate consideration in Canadian dollars: N/A .

   (b) Cash: N/A. .

   (c) Other: Each GoGo shareholder will receive, in exchange for each GoGo common share held: (i) one new GoGo common share; and (ii) 0.25 of a Spin Co common share.

   (d) Work commitments: N/A. .

3. State how the purchase or sale price and the terms of any agreement were determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc). The terms of the Arrangement Agreement were determined by the respective board of directors of each of the Issuer, Spin Co and Algo8.

4. Provide details of any appraisal or valuation of the subject of the transaction known to management of the Issuer: N/A. .

5. If the transaction is an acquisition, details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: N/A. .

6. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the transaction (including warrants, options, etc.):

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the transaction (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):

Ariza Holdings Corp., a corporation with an address at 2008-128 W Cordova Street, Vancouver BC V6B0E6, owned and controlled by Aarun Kumar (85% shareholder of Ariza Holdings Corp.), will receive a finders' fee equal to 4% of the 81,722,546 Resulting Issuer shares issued and outstanding, which represents 3,268,902 Resulting Issuer shares.

12325837 Canada Inc., a corporation with an address at PH3-5720 Avenue Rembrandt, Cote Saint-Luc, QC H4W 3A1. owned and controlled by Harvey Finkelstein, will receive 600,000 Resulting Issuer shares.

(b) Cash N/A .

(c) Other 3,268,902 Resulting Issuer shares issued to Ariza Holdings Corp. and 600,000 Resulting Issuer shares issued to 12325837 Canada Inc. .

7. State whether the vendor, sales agent, broker or other person receiving compensation in connection with the transaction is a Related Person or has any other relationship with the Issuer and provide details of the relationship.

N/A.

8. If applicable, indicate whether the transaction is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. N/A.

2. Development

Provide details of the development. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: The management of the Issuer and Algo8 began negotiating the terms of the Arrangement Agreement in October 2025. The Arrangement is subject to (i) approval by GoGo shareholders by the affirmative vote of at least 66⅔% of the votes cast at a special meeting of GoGo shareholders, together with any additional approval required under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions*; (ii) approval by Algo8 shareholders by the affirmative vote of at least 66⅔% of the votes cast at a meeting of Algo8 shareholders; (iii) receipt of an interim order and a final order of the Supreme Court of British Columbia approving the Arrangement; (iv) receipt of all necessary regulatory approvals, including acceptance by the Canadian Securities Exchange; and (v) the satisfaction of certain other closing conditions customary for transactions of this nature.

3. Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.

2. To the knowledge of the Issuer, at the time an agreement in principle was reached, no party to the transaction had knowledge of any undisclosed material information relating to the Issuer, other than in relation to the transaction.

3. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.

4. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).

5. All of the information in this Form 10 Notice of Proposed Significant Transaction is true.

Dated July 24, 2026.

Christopher Cherry
Name of Director or Senior Officer

"Christopher Cherry"
Signature

Interim CEO
Official Capacity