

To: SHL Telemedicine Ltd.

Re: Independent Director Declaration

Pursuant to Sections 224B and 249B of the Companies Law, 5759-1999

I, the undersigned, Hava Shechter, agree to serve as an Independent Director (as defined in Section 1 of the Israeli Companies Law, 5759-1999) (the "Companies Law") of SHL Telemedicine Ltd. (the "Company") and hereby declare as follows:

1. This declaration is being made by me pursuant to Sections 224B and 249B of the Companies Law and in accordance with the terms and definitions set forth in the Companies Law.
2. I have the qualifications required and the ability to dedicate the appropriate amount of time for the performance of my duties as a director of the Company, *inter alia* considering the Company's special needs and its size and based, *inter alia*, on my education, my skills and my occupations, as specified below: [Please Complete]

Education:

B.A. ECONOMICS

M.B.A. Expertise in ACCOUNTING

More than 35 years working in corporate finance; capital markets; financial statements analysis, license to market securities. (7972 license no. under suspension)

Serving in boards of publicly traded companies more than 17 years: chairman of finance committee IAI Bezeq (prior to privatization), Capital Point.

In view of my education, my experience, my past and present employment and my skills, I have: [check the appropriate box(es)]

Professional Qualifications₁

Accounting and Financial Expertise₂

¹A director with "Professional Qualifications" - A director with professional qualifications is a person who fulfills one of the following conditions: (1) holds an academic degree in one of the following professions: economics, business administration, accounting, law, public administration; (2) holds another academic degree or has completed other higher education studies, all within the Company's main field of business or in a field relevant to the position; (3) has at least five years' experience in one of the following, or has cumulative experience of at least five years in two or more of the following: (a) in a senior position in the field of business management of a corporation with a significant business volume; (b) in a senior public office or in a senior position in the civil service; (c) in a senior position in the Company's main field of business.