

**S H L TELEMEDICINE LTD.**  
(the "Company")

**PROXY FOR THE SPECIALGENERAL MEETING**

The undersigned hereby appoints Mr./Ms. \_\_\_\_\_ or any of Mr. Yossi Vadnagra (CFO), or Mrs. Ariella Lahav, Adv. (external Company counsel) as the undersigned's proxy for the purpose of the Special General Meeting of the Shareholders of the Company, to be held on **December 10, 2018 at 13:00** (Israel time) at the Company's registered office, located at 90 Igal Alon Street, Ashdar Building, Tel-Aviv, or at any adjournment thereof (the "Special General Meeting"), and hereby authorizes the aforementioned proxy to represent the undersigned in the Special General Meeting and to vote all the ordinary shares of the Company registered in the name of the undersigned, or on its behalf, with Computershare Schweiz AG, in all votes taken at the Special General Meeting or any adjournment thereof according to the undersigned's following instructions:

with respect to all matters, in accordance with the ballot enclosed as Schedule A [*kindly fill in ballot as an instruction to proxy holder how to vote your shares*].

The appointment of the aforementioned proxy/proxies will not affect the undersigned's right to vote in person, if it is present at the respective meeting.

\_\_\_\_\_  
(Full name of Person registered with Computershare Schweiz AG)

\_\_\_\_\_  
(Signature)\*

\_\_\_\_\_  
(Date)

\_\_\_\_\_  
(Number of Shares)

\_\_\_\_\_  
\*when signing as attorney, executor, administrator, trustee or guardian, please state your title as such. If a corporation please sign in full corporate name by president or other authorized officer. If a partnership, please sign in partnership name by authorized person.