October 30, 2025

To:
The Shareholders of S H L Telemedicine Ltd.

Ladies and Gentlemen,

Re: <u>Notice of a Special General Meeting of the Shareholders of S H L Telemedicine Ltd.</u>

NOTICE IS HEREBY GIVEN THAT a Special General Meeting of the Shareholders (the "**Special General Meeting**") of S H L Telemedicine Ltd. (the "**Company**") will be held on **November 20, 2025, at 13:00** (Israel Time) at the Company's registered office, located at 90 Yigal Alon Street, Ashdar Building, Tel-Aviv, Israel (the "**Company's Registered Office**").

The agenda of the Special General Meeting includes the following matter:

1. **Increase of the Company's Authorized Share Capital of the Company and Correspondent Amendment to the Articles of Association**

   It is proposed to approve an increase of the Company's authorized share capital from **NIS 250,000**, divided into **25,000,000 Ordinary Shares** of a nominal value of **NIS 0.01** each, to **NIS 1,000,000**, divided into **100,000,000 Ordinary Shares** of a nominal value of **NIS 0.01** each, and amend Article 4 of the Company's Articles of Association to reflect this change.

   Further information with respect to item 1:

   The proposed increase in the Company's authorized share capital is intended to support a future capital raising by way of a rights offering to the Company's shareholders. In order to facilitate such offering and to ensure that the Company has sufficient number of authorized shares available for the issuance of the exercised shares, it is proposed to increase the authorized share capital of the Company and amend its Articles of Association accordingly.

   It is proposed that at the Special General Meeting, the following resolution be adopted:

   "*Upon a motion duly made, with ___ Ordinary Shares out of _____ Ordinary Shares represented and voting at the meeting (without abstaining votes) voting for (with ____ votes against); it is hereby*

   RESOLVED:

   To increase the authorized share capital of the Company from NIS 250,000, divided into 25,000,000 Ordinary Shares of NIS 0.01 nominal value each, to NIS 1,000,000, divided into 100,000,000 Ordinary Shares of NIS 0.01 nominal value each, and to amend Article 4 of the Company's Articles of Association accordingly."

   The approval of his resolution requires the approval of the holders of at least sixty-six percent (66%) of the voting power represented at the Special General Meeting and voting thereon.

The record date for the right to participate and vote in the Special General Meeting was set as **November 3, 2025** (the "**Record Date**"). All shareholders at the Record Date who are entitled to vote may participate and vote in the Special General Meeting by attending the meeting person, by proxy or by submitting a written ballot (the "**Ballot**").

The Ballot, the form of Proxy and the Notice to Shareholders are also available on the Company's website at https://www.shl-telemedicine.com/general-meeting/. Kindly note that no hard copies will be mailed to shareholders; however, should a shareholder so request, the Company will provide it by mail.

Each Proxy must be delivered to the Company's Registered Office (for the attention of Mr. Lior Haalman - CFO), not later than 48 hours prior to the Special General Meeting. A specimen of the Proxy is available on the Company's website at https://www.shl-telemedicine.com/general-meeting/. The Proxy, if executed and sent, should be in the name of a person who is attending the Special General Meeting.

The Ballot must be delivered to the Registered Office of the Company (for the attention of Mr. Lior Haalman - CFO) not later than four (4) hours prior to the Special General Meeting.

The company's share register is Computershare Schweiz AG, P.O. Box, 4601 Olten, Switzerland, share.register@computershare.ch; +41 62 205 77 00.

A shareholder whose shares are not registered with Computershare Schweiz AG will be able to submit a completed and signed proxy card together with written proof of your ownership of such shares as of the record date in the custodian form.

A specimen of the Ballot is posted on the Company's website. **Kindly note that the vote by Ballot is by filling in part II of the Ballot.**

A shareholder electing to distribute a shareholder statement (a "**Shareholder Statement**"), must deliver same to the Registered Office of the Company (for the attention of Mr. Lior Haalman - CFO) not later than ten (10) days prior to the Special General Meeting. A shareholder submitting the Shareholder Statement, who acts in concert with others with respect to voting in shareholder meetings, whether in general or with respect to certain matter(s) on the agenda, shall indicate so in the Shareholder Statement, and shall describe the aforementioned arrangements and the identity of the shareholders acting in concert. Copies of any Shareholder Statement shall be available at the Company's Registered Office, on the Company's website at https://www.shl-telemedicine.com/general-meeting/ commencing no later than one (1) business day following receipt thereof. Should the Company elect to state its position with respect to such Shareholder Statement, copies of such position (the "**Company Statement**") shall be available at the Company's Registered Office and on the Company's website, no later than five (5) days prior to the Special General Meeting.

Any Shareholder Statement must be written in a clear and simple language and shall include no more than 500 words per subject matter. A Shareholder Statement shall detail the identity of such shareholder, as well as his percentage interest in the Company; a shareholder who is a corporate entity shall detail the identity of its controlling shareholder(s), as well as additional holdings (if any) of such controlling shareholder(s) in shares of the Company, to the best knowledge of the shareholder submitting the Shareholder Statement. Any shareholder (as well as any shareholder acting in concert with such shareholder) having a personal interest in any matter on the agendas, shall describe the nature of such personal interest.

Any shareholder may revoke his/hers/its Ballot by submitting a cancellation notice (the "**Cancellation Notice**"). The Cancellation Notice together with sufficient proof as to the identity of such canceling shareholder, to the absolute discretion of Mr. Lior Haalman – CFO, must be delivered to the Registered

Office of the Company (for the attention of Mr. Lior Haalman - CFO) not later than twenty-four (24) hours prior to the Special General Meeting. Any such shareholder submitting a Cancellation Notice may only vote by attending the Special General Meeting in person or by Proxy.

One or more shareholders holding shares representing at least one percent (1%) of the voting rights at the General Meeting may request the Board, in writing, not later than seven (7) days from the date of this Notice, to include an item on the agenda of the Special General Meeting to be held. Such item shall be included on the Special General Meeting's agenda, provided that the Board found it to be suitable for discussion at the Special General Meeting. Should there be any changes in the agenda of the Special General Meeting due to such shareholder's request, an amended Ballot and Notice shall be available on the Company's website at https://www.shl-telemedicine.com/general-meeting/ not later than fourteen (14) days from the date of the Notice of the Special General Meeting.

One or more shareholders holding, at the Record Date, shares representing five percent (5%) or more of the total voting power in the Company, as well as any holder of such percentage out of the total voting power not held by controlling shareholder(s), as such term is defined under Section 268 of the Companies Law, may, following the Special General Meeting, in person or by proxy, inspect the Ballots and the record thereof at the Company's Registered Office (Tel: +972-3-5633888), Sunday to Thursday, between 9:00 to 17:00 (Israel time). The competent court may, at the request of any shareholder who does not hold, at the Record Date, the aforementioned percentage, instruct the Company to allow the inspection of said documents and records, in whole or in part, on terms and conditions determined by the court.

In accordance with Article 21 of the Company's Articles of Association, two or more shareholders present in person or by proxy and holding shares conferring in the aggregate thirty-three and one third percent (33⅓%) or more of the voting power of the Company, shall constitute a quorum at the Special General Meeting. If within half an hour from the time appointed for the Special General Meeting, a quorum is not present, the Special General Meeting shall stand adjourned immediately thereafter (i.e. on the same day, at **13:00** (Israel time), at the same place) and in the adjourned meeting any two shareholders shall constitute a quorum.

S H L Telemedicine Ltd.