



S H L TELEMEDICINE LTD.

(the "Company")

Ballot

Part A

1. Name of the Company

S H L TELEMEDICINE LTD.

2. Type of the General Meeting, the Date and Place of Convening

Special General Meeting ("SGM"). The SGM 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").

3. Matter on the Agenda for Which Voting May Be Made by Means of the Ballot

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.

For additional information, please see section 1 of the Notice of the SGM (the "Notice").

4. Place and Times at Which the Full Text of the Proposed Resolutions May Be Viewed

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

4. The Record Date

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 in person or by proxy (the "Proxy").

5. The Majority Required

The majority required to pass the resolution set forth in Section 3 above, in accordance with Section 5(a) of the Company's Articles of Association, is a majority of at least sixty-six (66%) of the voting power represented at the SGM and voting thereon.

6. Validity of the Ballot

6.1. 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 SGM.

6.2. 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 or voting ballot together with written proof of its ownership of such shares as of the record date in the custodian form.

6.3. **A Ballot that will not be delivered in accordance with the above shall be invalid.**

7. Company's Address for Submitting Ballots and Shareholder Statements

Ballots and Shareholders Statements must be delivered to the Registered Office of the Company (for the attention of Mr. Lior Haalman - CFO).

8. Deadline for the Submission of Shareholder Statements to the Company and the Deadline for the Submission of the Board of Directors' Response

The deadline for the submission of position statements is up to ten (10) days prior to the date of convening of the SGM, i.e., until **November 10, 2025**. The last date for submission of the Board of Directors' response to the position notice is no later than five (5) days prior to the convening date of the SGM, i.e., until **November 15, 2025**.

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 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.

9. Ownership Confirmation Requirement

9.1. A shareholder whose shares are not registered with Computershare Schweiz AG will not be entitled to vote. Thus, the shareholder must enclose a written confirmation from Computershare Schweiz AG as to its ownership of the shares on the Record Date. Confirmations regarding share registration can be obtained at Computershare Schweiz AG, P.O. Box, 4601 Olten, Switzerland, share.register@computershare.ch; +41 62 205 77 00.

- 9.2. 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 SGM, 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.
- 9.3. The number of shares constituting five percent (5%) of the total voting rights (not fully diluted) in the Company is 819,637 ordinary shares of the Company.

10. Changes in the Agenda, and Posting of Shareholder Statements

After the publication of this Ballot, there may be changes in the agenda of the SGM, including the addition of a proposal to the agenda, and Shareholder Statements may be published. The updated agenda and Shareholder Statements shall be available at the Company's Registered Office, on the Company's website at <https://www.shl-telemedicine.com/general-meeting/>.

11. The Last Date on Which the Company Will Publish a Revised Ballot

In the event that an eligible shareholder submits a request to add an item to the agenda of the Special General Meeting, a revised ballot shall be published on the Company's website concurrently with the publication of the amended resolutions, and in any event no later than seven (7) days after the deadline for the submission of such a request.

12. Cancellation of a Ballot

A shareholder is entitled, up to twenty-four (24) hours prior to the date of the SGM, apply to the registered office of the Company and, after proving his identity to the satisfaction of the CFO of the Company, to withdraw his Ballot.

A shareholder shall indicate the manner of voting on any subject on the agenda in the second part of the Ballot.



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

Part B

Name of the Company: S H L TELEMEDICINE LTD.

Address of the Company (for delivery and dispatch of the Ballots): The Company's registered office, located at 90 Yigal Alon Street, Ashdar Building, Tel-Aviv, Israel.

Company No: 511149874.

Date of the General Meeting: **20 November 2025, at 13:00 (Israel time)**

Type of the General Meeting: Special General Meeting

Record Date: **3 November 2025**

Details of the Shareholder

1. Shareholder's name: _____ 2. Identity No.: _____

3. If the shareholder has no Israeli Identity Document:	4. If the shareholder is a Corporation:
Passport No.: _____	Corporation No.: _____
Country of issuance: _____	Country of incorporation: _____
Valid until: _____	Quantity of Securities: _____

Manner of voting

Please mark whether you are an Controlling Shareholder¹ interested party²/ an executive officer³/ an institutional investor⁴ in the Company, or none of the above mentioned:

Controlling Shareholder ☐	Interested Party ☐	Executive Officer ☐	Institutional Investor ☐	None ☐
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***If the voter votes by means of Proxy granted to it, the details set out above will be given in regard of the person granting such Proxy as well.**

¹ As the meaning of this term in section 268 to the Companies Law, 1968.

² As the meaning of this term in section 1 to the Securities Law, 1968.

³ As the meaning of this term in section 37(d) to the Securities Law, 1968.

Topic No. on the Agenda	Matter on the Agenda	Manner of Voting ⁵		
		<u>In favor</u>	<u>Opposed</u>	<u>Abstain</u>
1	Increase of the Company's Authorized Share Capital of the Company and Correspondent Amendment to the Articles of Association			

Date: _____

Signature: _____

⁴ As the meaning of this term in section 1 to Control of Financial Services (Provident Funds) (Participation of Managing Company in General Meeting) Regulations, 2009 and a Joint Investment Trusts Fund Manager, as the meaning of this term in the Joint Investment Trusts Law, 1994.

⁵ Failure to mark shall be considered as abstention from voting on this matter.