



March 14, 2023

**Bezeq - The Israel Telecommunication Corporation Ltd.
(the "Company")**

Voting Slip pursuant to the Companies Regulations (Voting Slip and Statements of Position), 2005
(the "Regulations").

VOTING SLIP - PART ONE

1. **Company:** Bezeq – The Israel Telecommunication Corp. Ltd.
2. **Class of general meeting, date, and venue:** Annual and special general meeting of the Company's shareholders (the "General Meeting") regarding notice of convening is given by the Company on March 14, 2023, and to which this voting slip is attached (the "Notice of the General Meeting"). The General Meeting will take place on Thursday, April 20, 2023, at 11:00 AM, at the Company's offices at 7 Hamanor Street, Holon, fifth floor (the "Company's Offices").
3. **Items on the agenda which may be voted on using a voting slip:**
 - 3.1 Approval of the reappointment of the KPMG auditing firm, Somekh Chaikin, as the Company's auditors for 2023, until the date of the next annual general meeting of the shareholders of the Company;
 - 3.2 Approval of the reappointment of the director (who serves as chairman of the board of directors), Gil Sharon, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;
 - 3.3 Approval of the reappointment of the director, Darren Glatt, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;
 - 3.4 Approval of the reappointment of the director, Ran Fuhrer, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;
 - 3.5 Approval of the reappointment of the director, Tomer Raved, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;
 - 3.6 Approval of the reappointment of the director, David Granot, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;
 - 3.7 Approval of the reappointment of the employee director, Patrice Taieb, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;

- 3.8 Approval of the distribution of a dividend;
- 3.9 Approval of granting a special bonus in the amount of three (3) monthly salaries to the chairman of the board of directors of the Company, Gil Sharon, for 2022;
- 3.10 Approval of amendments to the compensations policy for officers of the Company, as defined in Section 267A(a) of the Companies Law, 1999 (the "Companies Law").
4. **Time and place for viewing the full text of the proposed resolutions:**
- The full text of the proposed resolutions can be viewed at the Company's offices on Sunday through Thursday, from 10:00 to 15:00, by prearranged appointment to telephone 03-626-2200, until the time for convening of the General Meeting or the adjourned meeting (if one will be held).
5. **Details, to the best of the Company's knowledge, regarding the candidate for position of director:**
- 5.1 For the information required under Regulation 26(a) of the Israel Securities Regulations (Periodic and Immediate Reports), 1970 (the "Reporting Regulations") with respect to the candidates for the office of director, as set out in sections 3.2 through 3.7 above, as provided by them, see Regulation 26 in Chapter D (Additional Information about the Company) of the Company's Periodic Report for 2022, which was published on March 14, 2023. It should be clarified that the terms of service of the candidates for the office of director as set out in sections 3.2 through 3.7 above, will remain unchanged.
- 5.2 A vote on each candidate for the office of director, as set out in sections 3.2 to 3.7 above, will be held separately.
6. **Majority required for adopting a resolution on the agenda:**
- 6.1 The majority required for adopting each resolution as set out in sections 3.1 through 3.9 above, will be a simple majority of all of the votes of the shareholders present at the General Meeting, who are eligible to vote and who actually vote, without taking into account abstentions.
- 6.2 The majority required for adopting the proposed resolution set out in section 3.10 above, pursuant to Section 267A(b) of the Companies Law, is a simple majority of all the votes of the shareholders present at the General Meeting, who are eligible to vote and who actually vote, provided compliance with one of the following:
- (1) The count of the majority vote at the General Meeting will include a majority of all the votes of the shareholders who are not controlling shareholders in the Company or who do not have any personal interest in the approval of the item on the agenda for the General Meeting, and who participate in the vote. The count of all the votes of the foregoing shareholders will not take abstentions into account. The provisions of Section 276 of the Companies Law, as set out in section 7 below, will apply with regard to anyone who has a personal interest.
 - (2) The total number of opposing votes from among the shareholders as noted in section (1) above, will not exceed two percent (2%) of all the voting rights in the Company.

7. **Notice of an interest of a shareholder:**

- 7.1 Shareholders participating in the vote on the resolution set out in section 3.10 above, will indicate in Part Two of this voting slip, in the space allocated, whether they are a controlling shareholder of the Company, an interested party, have a personal interest regarding the proposed resolution, an executive officer or institutional investor (as these terms are defined in the Regulations), as required under the provisions of sections 267A(b)(1) and 276 of the Companies Law and Regulation 7(A)(8) of the Regulations, and will describe the nature of the such characterization, personal interest or affinity, if applicable.
- 7.2 With regard to the method of voting of controlling shareholders, interested parties, executive officers, and institutional investors, space is allocated in Part Two of the voting slip for indicating the classification of the participant in the vote.
- 7.3 **It is clarified that the vote of any person who fails to indicate such personal interest, the nature or relationship as set out in this section 7, will not be taken into account when counting the votes.**

8. **Validity of the voting slip:**

- 8.1 The voting slip will be valid, for a shareholder on whose behalf a share is registered with a TASE member and such share is included among the shares registered in the Company's register of shareholders in the name of the nominee company (the "Unregistered Shareholder"), only with confirmation of title as at date of record for eligibility to attend and vote attached thereto, that is **March 20, 2023** (the "Date of Record"), or if confirmation of title is sent to the Company via the electronic voting system (as defined in the Regulations) (the "Electronic Voting System") with regard to the Date of Record.
- 8.2 Unregistered Shareholders are eligible to prove title to the Company's shares on the Date of Record, for the purpose of voting in the General Meeting, by way of presenting a certificate from the TASE member through which the title to the share is recorded, no later than twenty-four (24) hours prior to the time of commencement of the General Meeting.
- 8.3 Unregistered Shareholders wishing to vote by a voting slip will stipulate the method of casting their vote on the second part of the voting slip and will deliver it to the Company or send it by registered mail with attached certificate of title, so that the voting slip will reach the Company's official offices no later than four (4) hours prior to the time of convening of the General Meeting.
- 8.4 The voting slip will be valid, with regard to a shareholder who is listed as a shareholder in the Company's register of shareholders (the "Registered Shareholder") only with photocopy of ID, passport or certificate of incorporation attached thereto.
- 8.5 Registered Shareholders wishing to vote by means of this voting slip are required to present the voting slip and foregoing papers to the Company's offices as set out below, no later than six (6) hours prior to time for convening of the General Meeting.

In this matter the "time of presentation" is the time at which the voting slip and attached documents arrive at the Company's office.

- 8.6 **Voting slips that are not presented according to the provisions of this section will be invalid.**
9. **Voting via the Electronic Voting System:**
- 9.1 Unregistered Shareholders may vote with regard to the items on the agenda as set out above using the voting slip that will be sent through the Electronic Voting System, up to six (6) hours prior to the time set for the convening of the General Meeting, i.e. on **April 20, 2023 at 5:00 AM** (the "System Closing Time"), when the Electronic Voting System will shut down.
- 9.2 A vote cast via the Electronic Voting System may be changed or canceled up until the System Closing Time and may not be changed via the Electronic Voting System after that time. It is noted that in accordance with section 83(D) of the Companies Law, if shareholders voted using more than one method, their last vote will not be counted, and in this matter a vote in person by a shareholder or a proxy will be deemed as a later vote than the vote cast through the Electronic Voting System. The Company does not allow voting over the internet (other than through the Electronic Voting System).
10. **Address for delivery of voting slips and statements of position:**
- The Company's offices
11. **Deadline for delivery of statements of position:**
- Up to ten (10) days prior to the date of the General Meeting, i.e., no later than **April 10, 2023**.
12. **Deadline for submitting the board of directors' response to statements of position:**
- Up to five (5) days prior to the date of the General Meeting, i.e. no later than **April 16, 2023**.
13. **Addresses of websites for review of the text of the voting slips and statements of position:**
- 13.1 Israel Securities Authority distribution website (the "Distribution Website"):
www.magna.isa.gov.il
- 13.2 Tel Aviv Stock Exchange Ltd. website: www.maya.tase.co.il
- 13.3 The Company's website: www.bezeq.co.il

14. Shareholders are entitled to receive confirmation of ownership at the branch of the TASE member or by mail, if so requested. A request for the purpose of this matter must be submitted in advance for a specific securities account. Unregistered Shareholders may request that their certificate of title be sent to the Company through the Electronic Voting System.
15. Unregistered Shareholders may receive by email, free of charge, a link to the text of the voting slip and statement of position on the distribution website of the Securities Authority, from the member of the stock exchange through which their shares are held, unless they have notified the stock exchange member that they do not wish to receive said link, or that they wish to receive voting slips by mail in return for payment; such notification with regard to voting slips will also apply with regard to receiving statements of position. In addition, every shareholder may approach the Company directly and receive from it the text of the voting slip and the statements of position.
16. One or more shareholders that, as at Date of Record, hold shares in a rate constituting five (5%) percent or more of the total voting rights in the Company, and any person who holds such a rate out of the total voting rights that are not held by a controlling shareholder of the Company, as defined in Section 268 of the Companies Law, will be entitled to inspect the voting slips as set out in Regulation 10 of the Regulations:
 - 16.1 The number of shares that constitute five percent (5%) of the total voting rights in the Company as of the date of issue of this voting slip is: 138,323,309 shares.
 - 16.2 The number of shares that constitute five percent (5%) of the total voting rights in the Company that are not held by a controlling shareholder of the Company as of the date of issue of this voting slip is: 101,248,307 shares.
17. After publication of this voting slip, changes may be made to the agenda, including the addition of topics to the agenda, statements of position may be issued, and such updated agenda and statements of position that are issued may be reviewed in the Company's reports on the distribution website as set out in section 13 above.
18. Should an item be added to the agenda of the General Meeting by a shareholder of the Company, and the Company's board of directors decides that such item is appropriate to be discussed at the General Meeting, the Company will publish a revised notice of convening of the General Meeting as set out in Regulation 5b of the Companies Regulations (Announcement and Notice of a General Meeting and Class Meeting in a Public Company and the Addition of an Item to the Agenda), 2000, including an amended voting slip, no later than on the day of publication of such revised notice.
19. Shareholders may, up to 24 hours prior to the time for convening of the General Meeting, contact the registered office of the Company, and, after proving their identity to the satisfaction of the Company's Secretary or other employee appointed for this purpose, withdraw their voting slip or cancel their vote.

Shareholders must mark their vote on the items on the agenda in Part Two of the voting slip

Bezeq - The Israel Telecommunication Corporation Ltd.
(the "Company")

Voting Slip Pursuant to the Companies Regulations (Written Vote and Statements of Position), 2005
(the "Regulations")

VOTING SLIP - PART TWO

Company: Bezeq - The Israel Telecommunication Corporation Ltd.

Company address (for delivery and mailing of voting slips): 7 HaManor Street, 5th Floor, Holon

Company number: 52-003193-1

Date of general meeting: Thursday, April 20, 2023, at 11:00 a.m.

Type of meeting: Annual general meeting and special general meeting

Date of record: March 20, 2023

Details of the shareholder

Name of shareholder:

ID:

If the shareholder does not hold an Israeli ID card -

Passport number:

Country of issue:

Valid until:

If the shareholder is a corporation -

Corporation number:

Country of incorporation:

Is the shareholder an interested party¹ / executive officer² / institutional investor (including fund manager)³ / none of the above* (mark the relevant alternative)

Interested party	Executive officer	Institutional investor (including fund manager)	None of the above

* If the foregoing voter voted by proxy, the foregoing information must also be provided with respect to the proxy.

¹ As defined in Section 1 of the Securities Law, 1968 (the "Securities Law")

² As defined in Section 37(d) of the Securities Law.

³ As defined in Regulation 1 of the Control of Financial Services Regulations (Provident Funds) (Participation of Management Company in a General Meeting), 2009, and the manager of a mutual fund as defined in the Mutual Funds Law, 1994.

The vote:

Item on the agenda	Your vote (1)			Resolutions proposed in sections 3.12 and 3.13 - are you a controlling shareholder and/or do you have a personal interest in the resolution? (2)	
	For	Against	Abstain	Yes (*)	No
<u>Section 3.1 above</u> – Reappointment of the KPMG auditing firm, Somekh Chaikin, as the Company’s auditors for 2023, until the date of the next annual general meeting of the shareholders of the Company;					
<u>Section 3.2 above</u> – Reappointment of the director (who serves as chairman of the board of directors), Gil Sharon, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;					
<u>Section 3.3 above</u> – Reappointment of the director, Darren Glatt, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;					
<u>Section 3.4 above</u> – Reappointment of the director, Ran Fuhrer, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;					
<u>Section 3.5 above</u> – Reappointment of the director, Tomer Raved, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;					
<u>Section 3.6 above</u> – Reappointment of the director, David Granot, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;					
<u>Section 3.7 above</u> – Reappointment of the employee director, Patrice Taieb, for a further term of office on the board of directors of the Company until the end of the next annual general meeting of the shareholders of the Company;					
<u>Section 3.8 above</u> – Approval of the distribution of a dividend in cash to the shareholders of the Company as set out in section 2.9.1 of the notice of convening of the general meeting.					

Item on the agenda	Your vote (1)			Resolutions proposed in sections 3.12 and 3.13 - are you a controlling shareholder and/or do you have a personal interest in the resolution? (2)	
	For	Against	Abstain	Yes (*)	No
Section 3.9 above – Subject to the approval of the proposed resolution in section 2.10 of the notice of convening of the general meeting, approval of a special bonus in an amount equivalent to three (3) monthly salaries to Gil Sharon, Chairman of the board of directors of the Company, for 2022.					
Section 3.10 above – Approval of the amendments to the Compensation Policy for officers of the Company, as defined in section 267A(a) of the Companies Law, as specified in the text attached as Appendix C to the notice of convening of the general meeting.					

(*) Please specify below in the space designated below the table.

(1) Failure to indicate an option will be deemed as abstention on that item.

(2) The vote of a shareholder who fails to fill out this column or who marks “Yes” and fails to provide details will not be included in the count.

Specify:

With regard to the resolution proposed in section 3.10 above, if you indicated that you are a controlling shareholder of the Company and/or have a personal interest in the resolution, please specify:

For shareholders holding shares through a TASE member (under section 177(1) of the Companies Law) - this voting slip is valid only with the certificate of title attached thereto, other than in cases where the vote is cast via the Electronic Voting System.

For shareholders registered in the register of Company shareholders – this voting slip is valid only when it is attached to a photocopy of an ID card / passport / certificate of incorporation.

Date: _____

Signature: _____