



Bezeq The Israeli Telecommunications Corp. Ltd. (the "Company")

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

VOTING SLIP - PART ONE

- 1. **Company**: Bezeq The Israeli Telecommunications Corp. Ltd.
- Class of general meeting, date, and venue: Annual and special general meeting of the shareholders of the Company (the "AGM") for which the Company issued a notice on March 13, 2024, and to which this voting slip is attached (the "Notice of the AGM"). The AGM will take place on Wednesday, April 17, 2024 at 12:00 PM at the Company's offices at 7 Hamanor Street, Holon, 5th floor (the "Company's Offices").
- 3. <u>Items on the agenda which may be voted on using a voting slip</u>
 - 3.1 Approval of the reappointment of Somekh Chaikin KPMG accounting firm as the Company's auditors for 2024, until the end of the next AGM, and reporting on the fees of the auditor
 - 3.2 Approval of reappointment of the director (who serves as chairman of the board of directors), Tomer Raved, for an additional term on the Company's board of directors until the end of the next AGM
 - 3.3 Approval of reappointment of the director, Darren Glatt, for an additional term on the Company's board of directors until the end of the next AGM
 - 3.4 Approval of reappointment of the director, Ran Fuhrer, for an additional term on the Company's board of directors until the end of the next AGM
 - 3.5 Approval of the reappointment of the independent director, David Granot, for a further term of office on the Company's board of directors until the end of the next AGM
 - 3.6 Approval of reappointment of the employee director, Patrice Taieb, for a further term of office on the Company's board of directors until the end of the next AGM
 - 3.7 Approval of the reappointment of Edith Lusky for a further (third) term of office of three (3) years as an external director in the Company, starting from April 26, 2024 until April 25, 2027 (inclusive) and approval of the terms of her office
 - 3.8 Approval of the reappointment of Tzipi Livni for a further (second) term of office of three (3) years as an external director in the Company, starting from April 26, 2024 until April 25, 2027 (inclusive) and approval of the terms of her office
 - 3.9 Approval of the appointment of Orit Alster as a director in the Company until the end of the next AGM and approval of the terms of her office
 - 3.10 Approval of the distribution of a dividend

4. Place and time for viewing the full text of the proposed resolutions

The text of the proposed resolutions can be reviewed at the Company's Offices on Sunday through Thursday, from 10:00 AM to 3:00 PM, by prior appointment by telephone 972-3-626-2200, until the time for convening of the AGM or the adjourned meeting (if any).

5. <u>Details, to the best of the Company's knowledge, about the candidates for the office of director in the Company</u>

- 5.1 For the information required under Regulation 26(A) of the Israel Securities Regulations (Periodic and Immediate Reports), 1970, regarding the candidates for directors as set out in sections 3.2 and 3.8 above, as provided by them, see Regulation 26 of Chapter D (Additional Information about the Company) in the Periodic Report for 2023, which is published together with this Notice of a General Meeting (It is clarified that the terms of office of the candidates for directors listed in sections 3.2 to 3.8 above remain unchanged.
- 5.2 Information about Orit Alster under Section 7(A)(5)(b) of the Regulations:

	·		
Identity no:	059618587		
Date of birth:	April 4, 1965		
Address for delivery of court notices:	7 Habanim Street, Ramat Hasharon		
Citizenship:	Israeli		
Membership on board committees:	No		
Independent director or an external director as these terms are defined in the Companies Law, accounting and financial expertise or professional competence, and an expert external director:	Director with accounting and finance expertise		
Employee of the Company, a subsidiary, associate, or interested party:	No		
Date of appointment:	April 17 2024, subject to the approval of the Company's AGM		
Education:	BA in Economics - Tel Aviv University MBA Business Administration – specializing in finance and accounting - Tel Aviv University LLB - Tel Aviv University		
Employment over the past five years:	 Head of the Business Division, Israel Discount Bank Ltd., 2011 - 2019 Director, The Phoenix Insurance Company Ltd., 2020 - 2022 Member of the board of directors, Batsheva Dance Company, from January 2020 Member of the executive committee, Heznek L'Atid NPO, from July 2021 Director in the following corporations: 		

Identity no:	059618587
	- Israel Discount Bank of NY
	- Discount Capital Ltd.
	- Retailers Ltd.
	- Hilan Ltd.
	- Ashot Ashkelon Ltd.
Relative of an interested party:	No

5.3 The vote for each candidate for the office of director as set out in sections 3.2 to 3.9 above will be cast separately.

6. Majority required for adopting resolutions on the agenda:

- 6.1 The majority required for adopting each of the resolutions proposed in sections 3.1 to 3.6, 3.9, and 3.10 above, is a simple majority of all of the votes cast by shareholders present and entitled to vote at the AGM, without taking into account abstentions.
- 6.2 The majority required for adopting the resolution proposed in sections 3.7 and 3.8 above, under Section 239(B) of the Companies Law, is a simple majority of all the votes cast by shareholders present and entitled to vote at the AGM provided one of the following is satisfied:
 - (1) The count of the majority votes at the AGM includes a majority of all the votes cast by shareholders who are not controlling shareholders of the Company or have no personal interest in the approval of the appointment, other than a personal interest that is not due to a relationship with the controlling shareholder. Abstentions will not be taken into account. A person having a personal interest will be subject to the provisions of Section 276 of the Companies Law, as set out in section 7 below.
 - (2) The total number of dissenting votes from among the shareholders referred to in subsection (1) above does not exceed two percent (2%) of all the voting rights in the Company.

7. Marking of shareholder relationship

- 7.1 Shareholders voting on the resolution set out in sections 3.7 and 3.8 above should mark in Part Two of the voting slip, in the space allotted for this, whether they are a controlling shareholder of the Company, an interested party, have a personal interest in the proposed resolution, a senior officer or institutional investor (as these terms are defined in the Regulations), as required under Section 276 of the Companies Law and Regulation 7(A)(8) of the Regulations, and should describe the nature of the characteristic, personal interest, or relationship, if applicable.
- 7.2 Regarding the vote of controlling shareholders, interested parties, senior officers and institutional investors, a space is allotted in Part Two of the voting slip for marking the classification of the participant in the vote.
- 7.3 It should be clarified that the vote of someone who did not mark or describe the nature of the personal interest, characteristic, or relationship as set out in this section 7, will not be

taken into account.

8. Validity of the voting slip

- 8.1 The voting slip will be valid, for a shareholder on whose behalf shares are registered with a TASE member and those shares are included among the shares registered in the Company's register of shareholders in the name of the nominee company (the "Unregistered Shareholder"), only if a certificate of title is attached to it, valid as at the date of record for eligibility to attend and vote, that is **March 20, 2024** (the "Date of Record"), or if a certificate of title is sent to the Company via the electronic voting system (as defined in the Regulations) (the "Electronic Voting System") regarding the Date of Record.
- 8.2 Unregistered Shareholders may prove their title to shares of the Company on the Date of Record, for the purpose of voting at the AGM, by delivering to the Company a certificate from the TASE member through which the title to the share is registered, no later than twenty-four (24) hours before the time of convening the AGM.
- 8.3 Unregistered Shareholders wishing to vote by a voting slip should mark their voting method on Part Two of the voting slip and deliver the voting slip to the Company or send it by registered mail together with a certificate of title, such that the voting slip reaches the Company's registered office no later than four (4) hours before the time of convening the AGM.
- 8.4 A voting slip will be valid for a shareholder registered in the Company's register of shareholders (the "Registered Shareholder") only if a photocopy of the shareholder's ID or passport, or a photocopy of the certificate of incorporation is attached.
- 8.5 A Registered Shareholder wishing to vote by means of this voting slip is required to deliver the voting slip and relevant documents to the Company's Offices to the address set out below, no later than six (6) hours before the time of convening the AGM.
- 8.6 In this regard, the "time of delivery" is the time when the voting slip and the attached documents reach the Company's Offices.
- 8.7 A voting slip that has not been delivered as stated in this section 8 will be invalid.

9. Voting via the electronic voting system

- Unregistered Shareholders may vote on the items on the agenda as set out above by means of a voting slip, which will be transmitted via the Electronic Voting System, up to six (6) hours before the time set for convening the AGM, which is **April 17, 2024 at 6:00 AM** (the "System Closing Time"), when the Electronic Voting System will be closed.
- 9.2 A vote cast via the Electronic Voting System may be changed or canceled up to the System Closing Time, after which it may not be changed via the Electronic Voting System. It should be noted that under Section 83(D) of the Companies Law, if a shareholder has voted by more than one means, the last of their votes will be counted, and in this regard, the vote of a shareholder in person or by proxy will be deemed later than a vote via the Electronic Voting System. The Company does not allow voting over the internet (other than via the Electronic Voting System).

10. Address for delivery of voting slips and statements of position

The Company's Offices – 7 Hamanor Street, 5th Floor, Holon

11. <u>Deadline for submitting statements of position:</u>

Up to ten (10) days before the date of the AGM, that is, no later than April 7, 2024.

12. <u>Deadline for submitting the board of directors' response to statements of position:</u>

Up to five (5) days before the date of the AGM, that is, no later than April 12, 2024

- 13. Addresses of websites containing the text of the voting slips and statements of position:
 - 13.1 Distribution site of the Israel Securities Authority (the "Distribution Website"): www.magna.isa.gov.il
 - 13.2 Tel Aviv Stock Exchange Ltd.: www.maya.tase.co.il
 - 13.3 The Company: www.bezeq.co.il
- 14. Shareholders may receive certificate of title at the branch of the TASE member or by mail, if so requested Such a request should be submitted in advance for a particular 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, from the TASE member through which their shares are held, unless they notified the TASE member that they do not wish to receive such a link, or that they wish to receive voting slips by mail against payment. A notice regarding voting slips will also apply to the receipt of statements of position. Likewise, any shareholder may apply directly to the Company and receive the text of the voting slip and the statements of position.
- 16. One shareholder or more holding shares on the Date of Record at a rate representing five (5%) percent or more of the total voting rights in the Company, and anyone holding such a rate out of the total voting rights not held by the Company's controlling shareholder, as defined in Section 268 of the Companies Law, may inspect the voting slips as set out in Regulation 10 of the Regulations:
 - 16.1 The number of shares representing five percent (5%) of the total voting rights in the Company as at the publication date of this voting slip is 138,342,177 shares.
 - 16.2 The number of shares representing five percent (5%) of the total voting rights in the Company not held by the Company's controlling shareholder as of the publication date of this voting slip: 100,594,276 shares.
- 17. After publication of this voting slip, there may be changes to the agenda, including the addition of an item to the agenda, and statements of position may be published. The updated agenda and statements of position that were published may be inspected in the Company's reports on the Distribution Website as set out in section 13 above.
- 18. Where a shareholder of the Company requested to add an item to the agenda of the AGM and the Company's board of directors decides that this item is suitable for discussion at the AGM, the Company will issue an amended notice of convening of the AGM as set out in Regulation 5B of the Companies Regulations (Notice and Announcement of a General Meeting and a Class Meeting in a Public Company and Addition of an Item to the Agenda), 2000, including an amended voting slip, no later than on the day of publication of such amended notice.
- 19. Shareholders may, up to 24 hours before the time for convening of the AGM, contact the registered office of the Company, and, after proving their identity to the satisfaction of the Company's Secretary or another

employee appointed for this purpose, withdraw their voting slip and certificate of title.

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

Bezeq The Israeli Telecommunications Corp. Ltd. (the "Company")

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

VOTING SLIP - PART TWO

<u>Company</u>: Bezeq The Israeli Telecommunications Corp. Ltd.

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

Company No.: 52-003193-1

Details of the shareholder

Date of the general meeting: Wednesday, April 17, 2024 at 12:00 PM

Class of meeting: Annual and special general meeting:

Date of record: Wednesday, March 20, 2024

Name of shareholder:
ID No.:
If the shareholder does not hold an Israeli ID card -
Passport No.:
Issuing country:
Valid until:
If the shareholder is a corporation -
Corporation No.
Country of incorporation:

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

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

^{*} If the above voter voted by proxy, the above information must also be provided with respect to the proxy.

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

² As defined in Section 37(D) of the Israel 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:

	Your vote (1)			For the resolutions proposed in sections 3.7 and 3.8 – are you a controlling shareholder and/or do you have a personal interest in the resolution? (2)	
Item on the agenda	For	Against	Abstain	Yes (*)	No
Section 3.1 above – Approval of reappointment of Somekh Chaikin KPMG accounting firm as the Company's auditors for 2024, until the end of the next AGM, and reporting on the fees of the auditor					
<u>Section 3.2 above</u> – Approval of reappointment of the director (who serves as chairman of the board of directors), Tomer Raved, for an additional term on the Company's board of directors until the end of the next AGM					
Section 3.3 above — Approval of reappointment of the director, Darren Glatt, for an additional term on the Company's board of directors until the end of the next AGM					
Section 3.4 above — Approval of reappointment of the director, Ran Fuhrer, for an additional term on the Company's board of directors until the end of the next AGM					
Section 3.5 above – Approval of the reappointment of the independent director, David Granot, for a further term of office on the Company's board of directors until the end of the next AGM					
Section 3.6 above — Approval of reappointment of the employee director, Patrice Taieb, for a further term of office on the Company's board of directors until the end of the next AGM					
Section 3.7 above — Approval of the reappointment of Edith Lusky for a further (third) term of office of three (3) years as an external director on the Company's board of directors, starting from April 26, 2024 until April 25, 2027 (inclusive)					

	Your vote (1)			For the resolutions proposed and 3.8 – are you a controlling and/or do you have a personante resolution? (2)	ıg shareholder
Item on the agenda	For	Against	Abstain	Yes (*)	No
Section 3.8 above — Approval of the reappointment of Tzipi Livni for a further (second) term of office of three (3) years as an external director on the Company's board of directors, starting from April 26, 2024 until April 25, 2027 (inclusive)					
Section 3.9 above — Approval of the appointment of Orit Alster as a director in the Company until the end of the next AGM and approval of the terms of her office					
Section 3.10 above – Approval of the distribution of a dividend					

- (*) Specify below, in the space allotted for this in the table.
- (1) Failure to mark an option will be deemed as abstention in the vote on that item.
- (2) The vote of a shareholder who does not complete this column or marks "yes" without providing details will not be taken into account.

Specify:

Regarding the proposed resolution in sections 3.7 and 3.8 above, if you marked that you are a controlling
shareholder in the Company and/or have a personal interest in the resolution, please provide details:

For shareholders holding shares through a TASE member (under Section 177(1) of the Companies Law) – this voting slip is valid only with an attached certificate of title, except where the vote is cast via the Electronic Voting System.

For shareholders registered in the Company's shareholders register – the voting slip is valid only with an attached photocopy of an ID card, passport, or certificate of incorporation.

Date:	Signature:

The above information constitutes a translation of the Immediate Report published by the Company. The Hebrew version was submitted by the Company to the relevant authorities pursuant to Israeli law and represents the binding version and the only one having legal effect. This translation was prepared for convenience purposes only.