

Form of Proxy
for Holders of Shares Listed on the Tel-Aviv Stock Exchange
For use at the 2019 Annual General Meeting
of BATM Advanced Communications Ltd. to be convened
at 10.00 a.m. GMT on 5 December 2019 at the offices of Luther Pendragon,
48 Gracechurch Street, London, EC3V 0EJ, England

I/We

of

being a holder of share(s) of the Company listed on the Tel-Aviv Stock Exchange and entitled to attend and vote hereby appoint (the "TASE MEMBER") to vote on my behalf in person or by proxy as indicated below with an "X" at the Annual General Meeting of the Company convened for 5 December 2019 at 10.00 a.m. and at any adjournment thereof.

Date

Signed

Please indicate how you wish to vote with an "X" in the appropriate box opposite each resolution. If no specific indication as to voting is given, the TASE Member (or his proxy) will vote or abstain in their own direction as they will on any other matter arising at the meeting.

Ordinary Resolutions	FOR	AGAINST
1. Receipt of the directors' report and annual accounts	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of the report of the remuneration committee	<input type="checkbox"/>	<input type="checkbox"/>
3. Re-appointment of the auditors and authorising the Board of Directors to fix the auditor's remuneration for such period	<input type="checkbox"/>	<input type="checkbox"/>
4. Election of directors:		
4.1 Re-appointment of Dr. Gideon Chitayat	<input type="checkbox"/>	<input type="checkbox"/>
4.2 Re-appointment of Dr. Zvi Marom	<input type="checkbox"/>	<input type="checkbox"/>
4.3 Re-appointment of Moti Nagar	<input type="checkbox"/>	<input type="checkbox"/>

<p>With respect to proposed resolution 4.2 for the re-election of Zvi Marom who is a 'controlling shareholder', I/we hereby confirm that I/we do not have a personal interest in this proposed resolution. (Please confirm this by checking the box – if you do not check the box, your vote will not be</p>	<input type="checkbox"/>
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counted for this resolution.)

5. To renew the term of office of Mr. Harel Locker as an external director for a second term of three years pursuant to section 245 of the Israeli Companies Law

With respect to proposed resolution 5 for the renewal of the appointment of Mr. Locker as external director, I/we hereby confirm that I am/we are not a controlling shareholder and I/we do not have a personal interest in the proposed resolution. (Please confirm this by checking the box – if you do not check the box, your vote will not be counted for this resolution.)

6. To approve the payment of a one-time annual bonus to the CFO, Moti Nagar, of US\$80,000, pursuant to his employment agreement, as reward for his special contribution to the Company during 2018 and for meeting the financial targets that had been set for him at the beginning of the year (see Note C above)

Notes:

1. For this form of proxy to be valid, the broker, bank or other nominee company through which the shareholder holds his shares must receive, by no later than 10:00 a.m. (Israel-time) on 28 November 2019, a legible PDF scan of the duly completed and signed Form of Proxy.
 2. In the case of a corporation, this proxy should be under its common seal, or if not so required, under the hand of an officer duly authorised in writing.
 3. In the case of joint holders, the signature of any one of them will suffice but the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand on the Company's register of members in respect of the joint holding.
 4. The TASE Member or his proxy will appoint the Chairman of the meeting as their proxy to cast your votes. The Chairman may also vote or abstain from voting as he or she thinks fit on any other resolution (including amendments to resolutions) that may properly come before the meeting.
 5. Any alteration made in the form of proxy should be initialled.
 6. You are referred to the Notes to the Notice of Annual General Meeting for further information.
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