

## Form of Direction

**For use by holders of Depositary Interests representing shares on a one-for-one basis in BATM Advanced Communications Ltd (“BATM”) in respect of the Annual General Meeting of BATM to be convened on 14 December 2021 at 10.00 a.m. GMT at the Company’s offices at 4 Ha’harash Street, Nave Ne’eman Industrial Area, P.O.B. 7318, 4524075 Hod Hasharon, Israel**

I/We .....

of .....

being a holder of Depositary Interests representing shares in BATM hereby direct Link Market Services Trustees, the Depositary, to vote for me/us and on my/our behalf in person or by proxy at the Annual General Meeting of BATM to be held on the above date (and at any adjournment thereof) as directed by an “X” in the appropriate box opposite each resolution. **If no indication is given, you will be deemed as instructing the Depositary to abstain from voting.**

RESOLUTION	DECLARATION	FOR	AGAINST
1. To receive the annual accounts and directors’ and auditor’s reports thereon		<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the report of the Remuneration Committee		<input type="checkbox"/>	<input type="checkbox"/>
3. To re-appoint the auditors of the Company and authorise the Board of Directors to fix their remuneration		<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Dr. Gideon Chitayat		<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint Dr. Zvi Marom  Declaration of lack of personal interest: [Check the DECLARATION box to declare that you have no personal interest. If you do not check the box your vote will not be counted for this resolution]	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-appoint Mr. Moti Nagar		<input type="checkbox"/>	<input type="checkbox"/>
7. To re-appointment Prof. Varda Shalev  Declaration of lack of control and lack of personal interest other than personal interest which is not due to connections with a controlling shareholder:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

<p>[Check the DECLARATION box to declare that you are not a controlling shareholder and that you have no personal interest other than personal interest which is not due to connections with a controlling shareholder. If you do not check the box your vote will not be counted for this resolution]</p>			
<p>8. To approve the extension of the Management Services Contract with Nostradamus Technology Services Ltd until 31 December 2022</p> <p>Declaration of lack of personal interest: [Check the DECLARATION box to declare that you have no personal interest. If you do not check the box your vote will not be counted for this resolution]</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>9. To approve the distribution of a final dividend of the amount and on the distribution date set forth in Annex A attached to this Notice</p>		<input type="checkbox"/>	<input type="checkbox"/>
<p>10. To approve the amendment of article 52 of the Company's articles of association, as set forth in Annex B attached to this Notice</p>		<input type="checkbox"/>	<input type="checkbox"/>
<p>11. To approve the Remuneration Policy, as set forth in Annex C attached to this Notice</p> <p>Declaration of lack of personal interest and lack of control: [Check the DECLARATION box to declare that you have no personal interest and that you are not a controlling shareholder. If you do not check the box your vote will not be counted for this resolution]</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>12. To approve the payment of a bonus to the Company's CFO</p>		<input type="checkbox"/>	<input type="checkbox"/>
<p>13. To authorise the Remuneration Committee, subject to Board approval, to decide on bonuses and LTIP grants for executive directors (provided they are not controlling shareholders), as detailed in Note F to the Notice</p>		<input type="checkbox"/>	<input type="checkbox"/>

<p>14. To authorise the Remuneration Committee, subject to Board approval, to update the employment and service agreements with executive directors and officers according to the new Remuneration Policy</p> <p>Declaration of lack of personal interest:</p> <p>[Check the DECLARATION box to declare that you have no personal interest. If you do not check the box your vote will not be counted for this resolution]</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>15. To authorise the Directors to allot equity securities as if article 10A of the Company's articles of association did not apply</p>		<input type="checkbox"/>	<input type="checkbox"/>

Signature: .....

Date: .....

Notes:

1. To be effective, this Form of Direction and the power of attorney or other authority (if any) under which it is signed, or a notarised or otherwise certified copy of such power of attorney, must be deposited at Link Group, PXS1, 10th Floor, Central Square, 29 Wellington Street, Leeds LS1 4DL, United Kingdom not later than 72 business hours before the time appointed for holding the meeting.
  2. Any alterations made to this Form of Direction should be initialled.
  3. In the case of a corporation, this Form of Direction should be given under its common seal or under the hand of an officer or attorney duly authorised in writing.
  4. Please indicate how you wish your votes to be cast by placing "X" in the boxes provided. On receipt of this form duly signed, you will be deemed to have authorised Link Group to vote, or to abstain from voting, as per your instructions.
  5. The Depositary will appoint the Chairman of the meeting as its 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.
  6. If a Depositary Interest holder wishes to attend the Annual General Meeting, they should notify Link Group (the Depositary) accordingly who will issue a Letter of Representation to the Depositary Interest holder giving them authorisation to attend the Annual General Meeting. If any Depositary Interest holder attends the Annual General Meeting without a Letter of Representation, they will only be allowed to enter the Annual General Meeting as a guest. Requests for a Letter of Representation should be made to the Depositary at Link Group, PXS1, 10th Floor, Central Square, 29 Wellington Street, Leeds LS1 4DL, United Kingdom or by email to [CAGtrustees@linkgroup.co.uk](mailto:CAGtrustees@linkgroup.co.uk), no later than 72 business hours prior to the meeting or any adjourned meeting.
  7. You are referred to the Notes to the Notice of Annual General Meeting for further information.
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