



**CORPORATE ACTION NOTICE
TERMINATION NOTICE**

March 28, 2025

**NOTICE TO HOLDERS OF AMERICAN DEPOSITARY SHARES ("ADSs") EVIDENCED BY
AMERICAN DEPOSITARY RECEIPTS ("ADRs")
REPRESENTING DEPOSITED COMMON SHARES OF:
SHL TELEMEDICINE LTD.
ONE ADS REPRESENTS ONE COMMON SHARE
CUSIP: 78423T200 AND UNDERLYING ISIN: IL0010855885**

As owners and beneficial owners of the above ADRs, you are hereby notified that The Bank of New York Mellon, as depositary (the "Depositary"), will terminate the Deposit Agreement, dated March 30, 2023, among SHL Telemedicine Ltd. ("SHL Telemedicine"), the Depositary, and Owners and Holders of ADRs (the "Deposit Agreement").

As a result, the existing ADR facility will be terminated effective at 5:00 PM (Eastern Time) on June 26, 2025.

Under the terms of the Deposit Agreement, you have until at least June 30, 2025 (the "Termination Date"), to surrender your SHL Telemedicine ADRs for delivery of the underlying shares. If you surrender ADRs for delivery of the underlying shares prior to the Termination Date, you will not be charged a cancellation fee as part of the termination process, but you will be liable for any applicable U.S. or local taxes or government charges.

As part of the termination process, SHL Telemedicine will pay the Depositary the US\$0.05 per ADS cancellation fee owed under the Deposit Agreement for all ADSs cancelled prior to the Termination Date, which cancellation fees shall be invoiced by the Depositary directly to SHL Telemedicine.

Subsequent to June 30, 2025, under the terms of the Deposit Agreement, the Depositary may attempt to sell the underlying shares. If the Depositary has sold such shares, you must surrender your ADRs to obtain payment of the sale proceeds, net of the expenses of sale, and any applicable U.S. or local taxes or government charges and a cancellation fee of up to \$0.05 per ADS. Any and all payments should be made payable to The Bank of New York Mellon.

To surrender your ADRs, the address of the Depositary is: The Bank of New York Mellon, 240 Greenwich Street, Depositary Receipts Division - 8th Floor, Attention: Cancellation Desk, New York, NY 10286. Registered or overnight mail is the suggested method of delivering ADRs to the Depositary.

PLEASE SEE INVESTOR DISCLOSURE ON LAST PAGE.

For Settlement specific inquiries, please contact DRsettlements@bnymellon.com

Investor Disclosure

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Nothing herein shall be deemed to constitute an offer to sell or a solicitation of an offer to buy securities.

BNY collects fees from DR holders pursuant to the terms and conditions of the DRs and any deposit agreement under which they are issued. From time to time, BNY may make payments to an issuer to reimburse and/or share revenue from the fees collected from DR holders, or waive fees and expenses to an issuer for services provided, generally related to costs and expenses arising out of establishment and maintenance of the DR program. BNY may pay a rebate to brokers in connection with unsponsored DR issuances; brokers may or may not disclose or pass back some or all of such rebate to the DR investor. BNY may also use brokers, dealers or other service providers that are affiliates and that may earn or share fees and commissions.

BNY may execute DR foreign currency transactions itself or through its affiliates, or the Custodian or the underlying Company may execute foreign currency transactions and pay US dollars to BNY. In those instances where it executes DR foreign currency transactions itself or through its affiliates, BNY acts as principal counterparty and not as agent, advisor, broker or fiduciary. In such cases, BNY has no obligation to obtain the most favorable exchange rate, makes no representation that the rate is a favorable rate and will not be liable for any direct or indirect losses associated with the rate. BNY earns and retains revenue on its executed foreign currency transactions based on, among other things, the difference between the rate it assigns to the transaction and the rate that it pays and receives for purchases and sales of currencies when buying or selling foreign currency for its own account. The methodology used by BNY to determine DR conversion rates is available to registered Owners upon request or can be accessed at https://www.adrbny.com/content/dam/adr/documents/fees-and-disclosures-pdf/drs_foreign_exchange_pricing_disclosure.pdf.

In those instances where BNY's Custodian executes DR foreign currency transactions, the Custodian has no obligation to obtain the most favorable exchange rate or to ensure that the method by which the rate will be determined will be the most favorable rate, and BNY makes no representation that the rate is the most favorable rate and will not be liable for any direct or indirect losses associated with the rate. In certain instances, BNY may receive dividends and other distributions from an issuer of securities underlying DRs in U.S. dollars rather than in a foreign currency. In such cases, BNY will not engage in or be responsible for any foreign currency transactions and it makes no representation that the rate obtained by an issuer is the most favorable rate and it will not be liable for any direct or indirect losses associated with the rate.

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