# Bio Light Israeli Life Sciences Investments Ltd. (the "Company")

## Voting Card pursuant to the Companies Regulations (Voting in Writing and Position Statements), 5766-2005 (the "Regulations")

# <u>Part A</u>

### 1. <u>Name of the Company</u>: **Bio Light Israeli Life Sciences Investments Ltd.**

- 2. <u>Type of general meeting and place and time of convening thereof</u>: extraordinary general meeting of the shareholders of the Company (the "**Meeting**"), to take place on Sunday 12, April, 2015, at 10:00 AM at Horn&CO. Law Office at Investments Tower, Weizmann St. 2, Floor 24, Tel Aviv.
- 3. <u>Specification of the issues on the agenda which may be voted on through the voting card, and drafts of the proposed resolutions:</u>
  - 3.1. <u>Resolution regarding appointment of external director and approval of her terms of office</u>

**The proposal resolution**: It is proposed to appoint Ms. Rina Shafir (the "**Candidate**") as external director of the Company, commencing as of the date of the approval of her appointment by the General Meeting, for a term of office of 3 years as of such date, and to approve her terms of office. For details regarding the Candidate and her terms of office as external director, see **Annex A** hereto.

# 4. <u>The place and times in which the full text of the proposed resolutions may be</u> reviewed:

The immediate report published by the Company in respect of convening of the Meeting and the text of the proposed resolutions may be reviewed at the Company's offices at Kiryat Atidim, Building 3,  $5^{\text{th}}$  floor, Tel Aviv, on Sundays – Thursdays, during customary working hours, upon advance coordination (Tel: 972-73-2573400; facsimile: 972-73-2753401).

- 5. <u>The majority required for adoption of the resolutions on the agenda:</u>
  - 5.1. The majority required to approve the resolution proposed is a majority of all of the votes of the shareholders present at the Meeting and entitled to participate provided that one of the following will occur:
    - A. In the counting of the majority votes in the General Meeting shall be included a majority of all of the votes of shareholders who are not controlling shareholders in the Company or have personal interest in the approval, who participate in the vote; in the counting of all of the votes of said shareholders the votes of those abstaining shall not be considered;
    - B. The sum of the votes in opposition, of those stated in subparagraph (A) above, did not exceed the rate of 2 per-cent (2%) of all the voting rights in the Company.

6. It shall be noted, that in Part B of this voting card, a place is allocated to indicate the existence or lack of a personal interest regarding the approval of the topics on the agenda. It shall be clarified, that a shareholder who does not indicate the aforesaid information or does not specify the nature of such personal interest, his vote shall not be counted amongst the votes tallied.

## 7. <u>Validity of the voting card</u>:

The voting card shall be valid only if accompanied by a confirmation of ownership of the unregistered shareholder (i.e. a shareholder for the benefit of whom shares are registered with a TASE member, which shares are included in the shares registered in the shareholders' registry in the name of a nominee company) or a photocopy of an identity card, passport or certificate of incorporation, in the event that the shareholder is registered in the Company's books. This voting card, together with the accompanying documents as aforesaid, are to be delivered up to 72 hours prior to voting date.

For this purpose, "time of delivery" shall be the time at which the voting card and the accompanying documents shall have reached the Company's offices.

- 8. The Company does not enable voting via the internet.
- 9. <u>Address of the Compnay for delivery of voting cards and position statements</u>: At Kiryat Atidim, Building 3 5<sup>th</sup> floor, Tel Aviv.
- 10. <u>Deadline for delivery of position statements to the Company by shareholders</u>: No later than 10 days after the Effective Date ("**Deadline for Delivery of Position Statements by Shareholders**").
- 11. <u>Deadline for delivery of the Board of Directors' response to the position</u> <u>statements</u>: no later than 5 days after the Deadline for Delivery of Position Statements by Shareholders.
- 12. <u>Address of the distribution website of the Israeli Securities Authority and the website of the Tel Aviv Stock Exchange Ltd. where the voting cards and position statements are posted:</u>

Distribution Website of the Israeli Securities Authority: https://www.magna.isa.gov.il (the "**Distribution Website**").

Website of the Tel Aviv Stock Exchange Ltd.: <u>http://maya.tase.co.il</u>.

- 13. A shareholder whose shares are registered with a TASE member, is entitled to receive the confirmation of ownership from the TASE member through which he holds his shares, at the TASE member's branch or by postal delivery, if so requested by him. A request for this purpose shall be made in advance for a particular securities account.
- 14. An unregistered shareholder is entitled to receive by e-mail, free of charge, a link to the language of the voting card and position statements on the Distribution Website from the TASE member through which he holds his shares, unless he shall have notified the TASE member that he is not interested in receiving such a link or is interested in receiving voting cards by post for a

fee; A notice in respect of the voting cards shall also be applicable to receipt of the position statements.

15. One or more shareholders, holding shares at a rate constituting five percent (5%) or more of the total voting rights in the Company, and anyone holding such a rate out of the total voting rights which are not held by a controlling shareholder of the Company, as defined in Section 268 of the Companies Law (a "Controlling Shareholder"), is entitled to inspect the voting cards as specified in Section 10 of the Regulations.

The quantity of shares constituting 5% of the total voting rights in the Company is 260,668,851 Ordinary Shares par value NIS 0.01 each.

The quantity of shares constituting 5% of the total voting rights in the Company, which are not held by the Controlling Shareholder, is 91,447,075 Ordinary Shares par value NIS 0.01 each.

The shareholder shall indicate his vote regarding each topic on the agenda on Part B of this voting card.

# <u>Part B</u>

Name of the Company: Bio Light Israeli Life Sciences Investments Ltd.

Address of the Company (for delivery and postage of voting cards): at the Company's offices in Kiryat Atidim, Building 3, 5<sup>th</sup> Floor, Tel Aviv.

Company Number: <u>51-368079-3</u>

Date of the meeting: Sunday 12, April, 2015, at 10:00 AM

Type of meeting: Extraordinary General Meeting.

The Effective Date: March 12, 2015

#### **Details of Shareholder**

Shareholder's Name: \_\_\_\_\_

I.D. number: \_\_\_\_\_

If the shareholder does not have an Israeli I.D. card -

| Passport number: _ |  |
|--------------------|--|
|--------------------|--|

Country of issuance:

Valid until: \_\_\_\_\_

If the shareholder is a corporation -

Corporation number: \_\_\_\_\_

Country of incorporation:

#### Manner of Vote:

Please indicate whether the shareholder is one of the following types of shareholders<sup>1</sup>:

| 1. | Interested Party <sup>2</sup> -       | Yes/No |  |  |
|----|---------------------------------------|--------|--|--|
| 2. | Senior Officer <sup>3</sup> -         | Yes/No |  |  |
| 3. | Institutional Investor <sup>4</sup> - | Yes/No |  |  |

<sup>&</sup>lt;sup>1</sup> Please circle the appropriate answer in each section.

<sup>&</sup>lt;sup>2</sup> As defined in Section 1 of the Securities Law, 5728-1968 (the "**Securities Law**").

<sup>&</sup>lt;sup>3</sup> As defined in Section 37(d) of the Securities Law.

<sup>&</sup>lt;sup>4</sup> As defined in Regulation 1 of the Control of Financial Services Regulations (Provident Funds) (Participation of a Managing Company in a General Meeting), 5769-2009 and a manager of a joint investments trust fund as defined in the Joint Investments Trust Law, 5754-1994

| The Issue on the Agenda:  | Manner of Vote <sup>5</sup> |         |         | Are you a controlling<br>shareholder of the<br>Company and/or having a<br>personal interest in the<br>approval <sup>6</sup> |     |
|---|-----------------------------|---------|---------|---|-----|
|   | In<br>Favor                 | Opposed | Abstain | No  | Yes |
| appointment of external director and approval of her terms of office. |                             |         |         |   |     |

#### **Details:**

Below are details in respect of the undersigned being a controlling shareholder and/or having a personal interest in the approval of issues on the proposed agenda:

For shareholders holding shares via a TASE member (according to Section 177(1)) – this voting card is valid only accompanied by confirmation of ownership, except in cases in which the vote is via the internet.

For shareholders who are registered in the Company's shareholders' registry – the voting card is valid when accompanied by a photocopy of the identity card/passport/certificate of incorporation.

Date

Signature

<sup>&</sup>lt;sup>5</sup> Non-indication shall be deemed as abstaining from voting on such issue. <sup>6</sup> A shareholder who does not fill out this solumn, or that indicates "yee?"

A shareholder who does not fill out this column, or that indicates "yes" and did not elaborate, his vote shall not be counted.