

ZOOMD TECHNOLOGIES LTD.
25th Floor, 700 West Georgia Street
Vancouver, BC V7Y 1B3, Canada

NOTICE OF ANNUAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the annual and special meeting of the shareholders (the “**Meeting**”) of **ZOOMD TECHNOLOGIES LTD.** (hereinafter called the “**Company**”) will be held via teleconference on Wednesday, December 7, 2022 at the hour of 9:30 am (Toronto time).

The Meeting will be held solely by means of teleconference. Registered shareholders, or proxyholders representing registered shareholders, participating in the Meeting by way of teleconference shall be considered to “attend” the Meeting for the purposes of determining quorum. To access the Meeting by teleconference, dial toll-free: Israel +972-3-9180699, USA +1866-297-0242, Canada +1877-254-2364, code 97834#.

The Meeting is held for the following purposes, as more particularly described in the accompanying management information circular (the “**Circular**”):

- (a) To receive and consider the audited financial statements of the Company for the year ended December 31, 2021 and the report of the auditor thereon;
- (b) To re-appoint Brightman Almagor Zohar & Co., as auditor for the Company for the ensuing year at a remuneration to be fixed by the directors;
- (c) To elect directors of the Company for the ensuing year;
- (d) To consider, and if deemed advisable, to pass, with or without variation, a special resolution authorizing the continuance of the Company from the Province of British Columbia under the *Business Corporations Act* (British Columbia) and into the Province of Ontario under the *Business Corporations Act* (Ontario); and
- (e) To transact such other business as may be properly transacted at such Meeting or at any adjournment thereof.

The Circular provides additional information relating to the matters to be addressed at the Meeting.

The record date for the determination of shareholders entitled to receive notice of and to vote at the Meeting is November 2, 2022 (the “**Record Date**”). Only shareholders whose names have been entered in the register of the Company as of the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting.

Shareholders are strongly encouraged to attend the Meeting via teleconference and to vote by proxy in advance of the Meeting by following the instructions provided in the enclosed form of proxy and in the Circular. Voting will **not** be available via telephone on the day of the Meeting. In order to be valid for use at the Meeting, proxies must be received at least 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting. The deadline for the deposit of proxies may be waived or extended by the chair of the Meeting at his or her discretion without notice.

DATED at the City of Herzliya, in Israel on the 3rd of November, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

“*Amit Bohensky*”

Amit Bohensky, Chairman