



Form of Proxy - Annual General Meeting to be held on 2 July 2019

To be effective, all proxy appointments must be lodged with the Company's Registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 28 June 2019 at 11.00 am.

Explanatory Notes:

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his discretion as to whether, and if so how, he votes (or if this proxy form has been issued in respect of a designated account for a shareholder, the proxy will exercise his discretion as to whether, and if so how, he votes).
2. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0370 707 4040 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
3. The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
4. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on the day which is two days before the day of the meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
5. The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on 0370 707 4040 to request a change of address form or go to www.investorcentre.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.
8. The Form of Proxy and Form of Instruction are available for printing on Company's website at: www.bsd-c.com and from the National Storage Mechanism at www.morningstar.co.uk/uk/NSM from 28 May 2019. Each holder is requested to complete their Form of Proxy or Form of Instruction according to the notes in the Notice of Meeting and send to Computershare as described above.

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

All Named Holders

Form of Proxy



Please complete this box only if you wish to appoint a third party proxy other than the Chairman.
Please leave this box blank if you want to select the Chairman. Do not insert your own name(s).

I/We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of B.S.D. Crown Ltd to be held at **7 Menachem Begin Road, Gibor Sport Tower, 8th floor, Ramat Gan, Israel** on **2 July 2019** at **11.00 am**, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



Please mark here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Business

	For	Against	Vote Withheld
1. To re-appoint BDO Israel, as auditor of the Company for the year ending 31 December 2019 and until the appointment of independent auditors at the next annual general meeting of the Company and to authorise the Board, with the approval of the audit committee of the Board, to determine the remuneration of the auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Mr. Joseph Williger as a director of the Board until the conclusion of the next annual general meeting and until his successors are duly elected.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Mr. Avi Zigelman as a director of the Board until the conclusion of the next annual general meeting and until his successors are duly elected.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Mr. Zwi Williger as a director of the Board until the conclusion of the next annual general meeting and until his successors are duly elected.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To elect Mr. Gil Hochboim as a director of the Board until the conclusion of the next annual general meeting and until his successors are duly elected.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Do you have a personal interest in this resolution			
	Yes	No	
6. To elect Mrs. Sagit Amit Evan as an external director for an initial fixed term of three years.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Do you have a personal interest in this resolution			
	Yes	No	
7. To approve the provision of indemnification for all of the Company's current and future directors and officers (excluding Mrs. Even-Tov who will end her service in July 2019) and accordingly to enter into the New Exemption and Indemnification Agreement with each of the Company's current and future directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Do you have a personal interest in this resolution			
	Yes	No	
8. To approve the provision of indemnification for Mr. Joseph Williger and accordingly to enter into the New Exemption and Indemnification Agreement with Mr. Joseph Williger.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Do you have a personal interest in this resolution			
	Yes	No	
9. To approve the provision of indemnification for Mr. Zwi Williger and accordingly to enter into the New Exemption and Indemnification Agreement with Mr. Zwi Williger.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Do you have a personal interest in this resolution			
	Yes	No	
10. To approve the provision of exemption for all of the Company's current and future directors and officers (excluding Mrs. Even-Tov who will end her service in July 2019) and accordingly to enter into the New Exemption and Indemnification Agreement with each of the Company's current and future directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Do you have a personal interest in this resolution			
	Yes	No	
11. To approve the provision of exemption for Mr. Joseph Williger and accordingly to enter into the New Exemption and Indemnification Agreement with Mr. Joseph Williger.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Do you have a personal interest in this resolution			
	Yes	No	
12. To approve the provision of exemption for Mr. Zwi Williger and accordingly to enter into the New Exemption and Indemnification Agreement with Mr. Zwi Williger.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

