



This is an English translation of a Hebrew immediate report that was published on August 5, 2021 (reference no: 2021-01-061795) (hereafter: the **"Hebrew Version"**). This English version is only for convenience purposes. This is not an official translation and has no binding force. Whilst reasonable care and skill have been exercised in the preparation hereof, no translation can ever perfectly reflect the Hebrew Version. In the event of any discrepancy between the Hebrew Version and this translation, the Hebrew Version shall prevail.

BEEIO HONEY LTD
(the **"Company"**)

August 5th, 2021

To:
Israel Securities Authority (**"ISA"**)
www.isa.gov.il

To:
Tel Aviv Stock Exchange Ltd. (**"TASE"**)
www.tase.co.il

Dear Sir and Madam,

Re: Company Achieved Technological Milestone and Rights to Shares Conversion to Ordinary Shares

With respect to the Company's immediate report published on June 28, 2021 (reference no: 2021-01-107752) of which the Company announced its success in an experiment to express the main enzymes involved in the process of producing cultured honey (the **"Experiment"**), the Company hereby honored to announce that on August 4, 2021, the Company's Audit Committee of the Board of Directors (the **"Audit Committee"**) and the Company's Board of Directors (the **"Board"**) approved that with accordance to a scientific report issued by an independent external consultant, appointed by the Audit Committee to examine the Experiment's results, the Company has successfully expressed the main enzymes involved in the process of producing cultured honey.

Background

On May 24, 2021, the Company's shareholders approved a reverse merger agreement between the Company and the shareholders of Bee-io Honey Technologies Ltd. (the **"Merger"**), such that the Company's new operations thereof is related to the Food-Tech industry (reference no: 2021-01-088992), in a manner that following the Merger, the Company holds 100% of Bee-io Honey Technologies' issued and outstanding share capital against an allocation of the Company's Ordinary Shares of no par value (the **"Ordinary Shares"**) and Rights to Ordinary Shares of the Company (the **"Rights"**), convertible into to Ordinary Shares, which shall convert to into Ordinary Shares subject to milestones achievement which are thoroughly described in Company's notice to a special meeting of the shareholder of the Company published by on May 20, 2021 (reference no: 2021-01-028390) (the **"Shareholders' Meeting Notice"**). The appointment of an independent external consultant and the approval of the Audit Committee, as previously described, are required in accordance with Section 1.1.7 of the Shareholders' Meeting Notice.



Implications of the Milestone Approval

Except the significant technological meaning that was further described by the Company in its immediate report on June 28, 2021 (reference no: 2021-01-107754) as mentioned above, according to Section 1.1.7(a) to the Shareholders' Meeting Notice, approximately half of the proposed Rights under the Shareholders' Meeting Notice (3,351,239 of the proposed Rights) shall convert into Ordinary Shares following the Audit Committee's approval that the Company achieved the first technological milestone. Therefore, following with the milestone's achievement, the Company's issued and outstanding share capital shall be 11,736,895 Ordinary Shares. Following the Rights conversion, restrictions on resale of the Ordinary Shares, with accordance to article 15C to The Securities Law, 5728-1968, and to the Securities Regulation (details with regard to Section 15A to 15C of the Law) 5760-2000, shall apply to 6,924,192 Ordinary Shares held by the public, as thoroughly described in the Shareholders' Meeting Notice.

The information mentioned in this message is a "Forward Looking Information" as defined in The Securities Law, 5728-1968, based on the information known to the Company as of this date, and on estimates and predictions which their realization depends, among others, on factors that are outside of the Company's control. To be noted, the Company is a research and development company and as such, its estimations might be realized in a different manner, if at all, given that the Company's research is preliminary and precedential.

Sincerely,

OFIR DVASH, CEO

BEEIO HONEY LTD