



This is an English translation of a Hebrew immediate report that was published on October 24, 2022 (Ref No.: 2022-01-129415) (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**")

October 25, 2022

To:
Israel Securities Authority
www.isa.gov.il

To:
Tel Aviv Stock Exchange Ltd .
www.tase.co.il

Dear Sirs and Madams,

Re: **Decision to continue the negotiations with the potential strategic investor without extending the no-shop period**

The Company is honored to report that further to the Company's report of August 11, 2022¹, regarding the Company's signing a non-binding memorandum of understanding valid for 75 days as of the signing date (hereinafter: the "**Memorandum of Understanding Period**") with an international potential investor (hereinafter: the "**Potential Investor**") in order to promote negotiations towards signing a binding agreement for an investment in the Company at an aggregate amount of USD 36 million, under which a total of USD 30 million will be invested by the Potential Investor against a substantial private placement² and NIS 20 million (at least) will be invested by the Company's existing shareholders, the Company is honored to report that after the Memorandum of Understanding and the exclusivity period (no-shop) have expired³, and as the parties are under

¹ For further details regarding the non-binding Memorandum of Understanding signed with the strategic Potential Investor, see Company's report of August 11, 2022 (Ref No.: 2022-01-101710) included in this report by way of reference.

² It is clarified that in accordance with the provisions of the non-binding Memorandum of Understanding, the investment will be made by the Potential Investor and/or its shareholders or related companies thereto or partners thereof, with the Company having received a clarification on behalf of the Potential Investor's representatives that one of the shareholders of the Potential Investor would invest, by himself or by a company owned by such shareholder or by a company he would found alone or together with other investors.

³ For details regarding the extension of the no-shop period until the end of the period of Memorandum of Understanding, see Company's report of August 11, 2022 (Ref No.: 2022-01-125530).



advanced stages of negotiations, the Company's Board of Directors granted the request of the Potential Investor to continue the negotiations for an additional period of 30-days.

It is noted that the parties have not extended the exclusivity period (no-shop), which, as of this date is not valid.

The Company will continue to update on developments regarding the negotiations in accordance with the provisions of the law.

The information mentioned in this notice is “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.