

Safe-T Group Ltd.

(“the Company”)

Convening of a General Meeting of the Holders of Non-Tradable Warrants of the Company

1. Type of general meeting and date and place of convening thereof

General meeting of holders of non-tradable warrants of the Company (hereafter – “**the Warrants**” and “**the General Meeting**”, as the case may be) to be held on **Sunday, August 12, 2018 at 15:30 o'clock** at the Company’s offices at 8 Abba Even St., Herzliya, Entrance A, Floor 1 (hereafter – “**the Company’s Offices**”).

2. Details of the issue on the agenda and text of the suggested resolution

To approve, subject to and upon the completion of the listing of the Company’s shares on the NASDAQ through ADSs, the transition from Company’s reporting pursuant to Chapter F to the Securities Law, 1968 (hereafter – “**the Securities Law**”), to reporting pursuant to Chapter E3 of the Securities Law and the regulations promulgated thereunder.

3. Requisite majority for passing the resolution on the agenda

The requisite majority for the approval of the issue set out in section 2 above is the majority required pursuant to the provisions of Section 35FF(c) to the Securities Law, i.e., the majority of all votes cast by shareholders, who are entitled to participate in the Meeting and who take part in the vote, excluding the Company’s controlling shareholders.

4. Voting by a written voting ballot

Voting in writing shall be carried out by using the voting ballot which is attached as **Appendix A** to this summons, in which the holder shall note his manner of voting in connection with the resolution on the agenda. The voting ballot shall only be valid if a photocopy of an identity card, passport or certificate of incorporation, as the case may be, is attached thereto and if it was delivered to the Company (including by way of recorded signed for post) no later than four (4) hours prior to the date of the General Meeting, i.e., until **Sunday, August 12, 2018, at 11:00 o'clock**.

5. Voting by power of attorney

As an alternative to voting by a written voting ballot as described in section 4 above, a shareholder may vote on the issue on the agenda of the General Meeting by giving power of attorney to the Company’s representatives; the wording of the power of attorney is attached as **Appendix B** to this summons.

6. Giving notice of being a controlling shareholder¹

The voting ballot and power of attorneyⁿ which are attached to this summons as **Appendices A and B**, respectively, include a designated space in which shareholders are to note whether they are controlling shareholders in connection with the resolution on the agenda, as required pursuant to the provisions of the Companies Law, as well as a designated space to describe the nature of the control, if any. It should be clarified that the vote of a shareholder who did not specify whether he is a controlling shareholder or not, and/or failed to describe the nature of that control, shall not be counted.

¹ As this term is defined in the Securities Law.

7. Subsequent to the publication of this report, changes may be made to the agenda and changes may be made regarding the date of convening of the General Meeting; the Company will update the warrant holders as to these changes.

A warrant holder shall note his vote regarding the resolution on the agenda on the voting ballot or on the power of attorney, which are attached to this summons

Appendix A

Safe-T Group Ltd. (hereafter – “the Company”)

Voting Ballot

Name of the Company: Safe-T Group Ltd.

Company’s address (for delivery and sending of voting ballots): Company’s Offices, at 8 Abba Even St., Herzliya, Entrance A, Floor 1.

Company’s number: 511418477

Date of Meeting: Sunday, August 12, 2018, at 15:30 o’clock.

Type of meeting: meeting of holders of non-tradable warrants of the Company.

Details of the holder

Name of holder: _____

I.D Number: _____

If the holder does not hold an Israeli identity card -

Passport number: _____

Country of issue: _____

Valid through: _____

If the holder is a corporation -

Corporation number: _____

Country of incorporation: _____

Manner of voting

The issues on the agenda	Manner of voting²			Are you a controlling shareholder?³	
	For	Against	Abstain	Yes*	No
To approve, subject to and upon the completion of the listing of the Company’s shares on the NASDAQ through ADSs, the transition from Company’s reporting pursuant to Chapter F to the Securities Law, 1968 (hereafter – “ the Securities Law ”), to reporting pursuant to Chapter E3 of the Securities Law and the regulations promulgated thereunder.					

* Provide details.

² Failure to note your vote on the voting ballot will be regarded as an abstention on that issue.

³ The vote of a shareholder who will fail to fill out this column or who will note YES but will fail to provide details shall not be counted.

*** Please provide details if you noted that you are a controlling shareholder:**

Date

Signature

For warrant holders who are registered in the register of Company's warrants holders – the voting ballot is valid only if a photocopy of the warrant holders' identity card/passport/certificate of incorporation is attached thereto.

Appendix A

Safe-T Group Ltd. (hereafter – “the Company”)

Power of Attorney

The undersigned _____, I.D. No./private company number _____, holder of _____ non-tradable warrants of the Company, hereby grants a power of attorney to Shai Avnit I.D. No. 059799189 and/or Ido Zaburof, I.D. No. 300545506, to participate and vote in his name in the General Meeting of the holders of non-tradable warrants of the Company that will convene on August 12, 2018, at 15:30 o'clock, at the Company's Offices, at 8 Abba Even St., Herzliya, Entrance A, Floor 1, or on any adjourned date of the said General Meeting:

For/Against the issue on the agenda of the General Meeting.

Also, the undersigned declares that **he is*** / **he is not** a controlling shareholder.

* **Please provide details if you noted that you are a controlling shareholder.**

Name: _____
Position: _____
Date: _____