

A letter from Keepers Child Safety Ltd. to its shareholders

November 24, 2021

Dear shareholder,

1. Following the shareholders meeting dated November 5, 2021, and the notice of a shareholders meeting to be held on December 2, 2021 (the “**Notice**”), the Company has negotiated an investment with Together Business Innovation (2018) Ltd. And Mr. Meir Sharvit (together, the “**Investors**”), for the investment of a minimum aggregate amount of USD 500,000 (the “**Urgent Funding**”).

2. The Urgent Funding will be conducted by execution of the following: (i) Safe agreements between the Company and the Investors (the “**SAFEs**”), substantially in the form attached as Exhibit A to the Notice; (ii) share purchase agreement between the Investors, Mr. Hanan Lipskin and the Company (the “**SPA**”), substantially in the form attached as Exhibit B to the Notice; and (iii) side letter between the Company and the Investors (the “**Side Letter**”), substantially in the form attached as Exhibit C to the Notice. In addition, as part of the Urgent Funding, the Company will adopt amended articles of association, substantially in the form attached as Exhibit D to the Notice (the “**Amended Articles**”). (the SAFEs, the SPA, the Side Letter and the Amended Articles together, the “**Transaction Documents**”).

3. According to Section 1(ii) of the Side Letter, **all shareholders of the Company are invited to participate in the Urgent Funding, subject to their willingness to invest a minimum amount of US\$125,000, under the terms of the Transaction Documents.**

4. Please note, that according to Section 4 of the Side Letter, an investment of a minimum amount of US\$333,000 would also grant the investor one of the Investor’s seats at the board of directors of the Company.

5. **Shareholders who wish to participate in the Urgent Funding, under the terms of the Transaction Documents, are requested to notify the company by Tuesday, November 30, 2021 at 20:00 (Israel Time), by returning Appendix A to this letter to aviad@keepers.ai.**

6. Please do not hesitate to contact us should you have any questions.

Sincerely,

Aviad Meshel, CEO and Founder

Hanan Lipskin, Founder

Appendix A:

To:

Keepers Child Safety Ltd.

I _____ am pleased to inform you that I wish to participate in the current investment round.

The investment amount I would like to invest is _____ (minimum threshold of \$ 125,000).

Regards,

Date:
