

Frequently Asked Questions

Why am I receiving materials from Aviat?

Aviat, one of Ceragon's competitors, has launched a proxy fight, calling for an Extraordinary General Meeting of Ceragon's shareholders (the "EGM") in an attempt to take control of the Ceragon Board and push through a low-ball, highly conditional bid to acquire the Company. Aviat is proposing that Ceragon's shareholders replace three of Ceragon's highly qualified directors with director nominees hand-picked by Aviat to control Ceragon's Board and to be entrusted with leading negotiations for a potential transaction with Aviat.

We urge shareholders to protect their investment by voting the **WHITE** proxy card AGAINST Aviat's attempt to take control of the Board.

What is the difference between the white card and the gold card?

The **WHITE** proxy card has been sent out by the Board of Directors of the Company and allows shareholders to vote AGAINST the removal of Ceragon directors and prevent the appointment of Aviat's hand-picked director nominees.

Aviat recently issued a proxy statement and a gold proxy card that have no legal basis. Please disregard any gold proxy card that you may receive from Aviat.

If you think you may have erroneously voted using Aviat's gold card, you should vote using the **WHITE** proxy provided by Ceragon.

Why did I receive a gold card?

According to Israeli Companies Law, any shareholder(s) holding at least 5% of the Company's outstanding shares has the right to compel the Company to hold an extraordinary shareholder meeting. Aviat Networks has demanded that the Company shall schedule an extraordinary general meeting to remove, and replace, a number of Ceragon directors.

Aviat has launched its proxy fight in a way that violates our shareholder-approved Articles, which only allow the appointment of up to three director nominees rather than the five Aviat proposed at the upcoming EGM – and only in the event that all three Ceragon directors that they propose to remove are indeed removed. In support of their proxy fight, Aviat has also issued a proxy statement and a gold proxy card that have no legal basis.

Please disregard any gold proxy card that you may receive from Aviat.

Do shareholders need to vote on both voting cards?

No. If a shareholder would like to vote AGAINST Aviat's attempts to take control of the Ceragon Board, they only need to vote the **WHITE** card, AGAINST each proposal.

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What happens if shareholders vote on WHITE card only? Gold card only? Both cards?

Aviat recently issued a proxy statement and a gold proxy card that have no legal basis. Please disregard any gold proxy card that you may receive from Aviat.

Even if you have already voted, you may continue to receive multiple **WHITE** cards because of the importance of this year's vote. After submitting your vote, you can disregard the additional cards you receive in the mail.

If you think you may have erroneously voted using Aviat's gold card, you should vote using the **WHITE** proxy provided by Ceragon.

What happens if a shareholder would like to change their vote?

Shareholders can change their vote by simply submitting a new voting card, since only the latest dated card will be counted. The deadline to vote (or to submit a new voting card to change your earlier vote) by telephone or electronically is 4:00 PM (Israel time) on August 22, 2022. Please contact your broker and request your control number specifically for the Ceragon **WHITE** proxy card if you wish to change your vote.

What happens if a shareholder doesn't vote at all?

Your vote will not be counted. It is important that your shares are represented and voted at the Extraordinary General Meeting, no matter how many or few shares you own.

Where do I find additional information about how to vote my shares?

Information on how to vote your shares will be arriving either electronically or physically in the mail. You may vote your shares by mail by completing, signing and dating the **WHITE** proxy card. To vote over the Internet or by telephone, you should refer to your **WHITE** proxy card for instructions and use your control number, which is included on your proxy card.

If you have any questions or require any assistance with voting your **WHITE** proxy card, please contact the Company's proxy solicitor, Morrow Sodali LLC at 800-662-5200 (toll-free in North America) or +1 203-658-9400 or email at CRNT@info.morrowsodali.com.

Submit Your Vote

To submit your vote, you must first locate your **WHITE** proxy card or **WHITE** voting instruction form. Once you have located your **WHITE** proxy card or **WHITE** voting instruction form, simply follow one of the three easy ways to vote below:

- **Phone:** Locate the Control Number on the **WHITE** proxy card or **WHITE** voting instruction form, which should be in a box with an arrow pointing towards it. Dial the telephone number indicated on your **WHITE** proxy card or **WHITE** voting instruction form and follow the audio prompts.
- **Internet:** Locate the control number on the **WHITE** proxy card or **WHITE** voting instruction form, which should be in a box with an arrow pointing towards it. Navigate to the website indicated on your **WHITE** proxy card or **WHITE** voting instruction form and follow the instructions on the screen.
- **Mail:** Sign, date, and return the **WHITE** proxy card or **WHITE** voting instruction form by mail in the postage-paid envelope provided. If you hold your shares in more than one account, you will receive a proxy card or voting instruction form for each account, it is very important that you vote a **WHITE** proxy with respect to each account you own.