

FRUTAROM INDUSTRIES LTD.
(“the Company”)

Notice is hereby given on the convening of an Annual and Special General Meeting of the Shareholders of the Company which will take place on **Tuesday, August 8, 2017 at 3:00 pm** (hereinafter: “**the Meeting**” and “**the Time of Meeting**”, respectively) at the Company offices at 2 Hamenofim Street, Building A, Herzliya, Israel.

On the agenda of the Meeting:

1. Presentation and discussion of the Company’s annual financial reports and directors’ report for 2016.
2. The re-appointment of the firm of Kesselman & Kesselman as the independent auditors of the Company until the end of the next Annual General Meeting, and the authorizing of Company’s Board of Directors to determine its fees.
3. The re-appointment of the directors currently serving in the Company, who are not outside directors, as follows: Dr. John J. Farber, Mrs. Maya Farber, Ms. Sandra Farber, Mr. Hans Abderhalden and Mr. Gil Leidner (an independent director) to an additional term of service as directors on the Company’s Board of Directors until the end of the next Annual General Meeting, under conditions identical to the conditions of their current service. To clarify, the voting for each of the directors shall be conducted separately.

For additional information about the resolutions on the agenda, see the Company’s Immediate Report from **July 4, 2017** as published on the distribution website of the Israel Securities Authority at the address: <http://www.magna.isa.gov.il>, on the website of the Tel Aviv Stock Exchange Ltd. at the address: <http://maya.tase.co.il> and on the distribution website of the London Stock Exchange at the address: <http://www.londonstockexchange.com> (hereinafter: “**the Immediate Report**”).

Eligibility to vote and timetable

The date of record for determining the right of a Company shareholder to participate and vote at the Meeting is the end of the trading day of **Monday, July 10, 2017**.

Deadline for submission of ballots to the Company: No later than four (4) hours prior to the convening of the Meeting, i.e. on **August 8, 2017 at 11:00 am**.

Deadline for submission of a position paper by a Company shareholder to the Company: No later than ten (10) days prior to the Meeting, i.e. **Saturday, July 29, 2016**.

Viewing the documents

A copy of the Immediate Report with all appendices shall be available for viewing at the Company’s offices at 2 Hamenofim Street, Building A, Herzliya, Israel from Sundays to Thursdays during normal business hours by prior arrangement with Tali Mirsky, Adv. (Global VP Legal Affairs & Corporate Secretary) and/or Eden Senay Tagania, Adv. (Legal Counsel) at: +972-9-960-3800 and only until the time the Meeting is convened for approval of the resolutions on the agenda, as well as on the website of the Israel Securities Authority and the other distribution websites at the addresses shown above.

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