

**Annual General Meeting of Shareholders of Can-Fite BioPharma Ltd.**

Date: June 26, 2024

See Voting Instructions on Reverse Side.

Please make your marks like this:  Use pen only

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" EACH OF THE PROPOSALS FOR THE MEETING

- |  |                          |                          |                          |
|--|--------------------------|--------------------------|--------------------------|
|  | For                      | Against                  | Abstain                  |
| 1. To re-elect Dr. Ilan Cohn to the Company's Board of Directors as a Class I director, until his term expires in accordance with his class.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To re-elect Yoseph Bornstein as one of the Company's external directors for a three-year term ending July 29, 2027.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2A. Please mark <b>YES</b> if you are a controlling shareholder or have a personal interest in the said resolution, as such terms are defined in the Proxy Statement of the Company. Please mark <b>NO</b> if you are not. <b>IF YOU DO NOT MARK ONE OF THE BOXES YOUR VOTE SHALL NOT BE COUNTED.</b>  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To approve the grant of options to each of the Company's directors, excluding Dr. Prina Fishman, the Company's Chairman of the Board and director, as described in the accompanying proxy statement.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To approve the grant of options to Dr. Prina Fishman, the Company's Chairman of the Board, as described in the accompanying proxy statement.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4A. Please mark <b>YES</b> if you are a controlling shareholder or have a personal interest in the said resolution, as such terms are defined in the Proxy Statement of the Company. Please mark <b>NO</b> if you are not. <b>IF YOU DO NOT MARK ONE OF THE BOXES YOUR VOTE SHALL NOT BE COUNTED.</b>  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. To approve the grant of options to Motti Farbstain, the Company's Chief Executive Officer, as described in the accompanying proxy statement.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5A. Please mark <b>YES</b> if you are a controlling shareholder or have a personal interest in the said resolution, as such terms are defined in the Proxy Statement of the Company. Please mark <b>NO</b> if you are not. <b>IF YOU DO NOT MARK ONE OF THE BOXES YOUR VOTE SHALL NOT BE COUNTED.</b>  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. To approve an increase to the Company's authorized share capital by 5,000,000,000 shares, such that following the increase, the authorized share capital shall equal to 10,000,000,000 ordinary shares, no par value each, and to approve an amendment to the Company's Articles of Association accordingly.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. To ratify an amendment to the Company's compensation policy as proposed within the Board of Directors resolution dated as of November 29, 2023 with respect to the adoption of a new clawback policy, so that when so adopted such clawback policy will be attached as an exhibit to the Company's Compensation Policy and form an integral part thereof, intended to comply with the clawback-related listing standards proposed by The New York Stock Exchange (the "NYSE") and the Israeli Companies Law 5759-1999, as amended, to take effect upon the effective date of the NYSE listing rule; | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7A. Please mark <b>YES</b> if you are a controlling shareholder or have a personal interest in the said resolution, as such terms are defined in the Proxy Statement of the Company. Please mark <b>NO</b> if you are not. <b>IF YOU DO NOT MARK ONE OF THE BOXES YOUR VOTE SHALL NOT BE COUNTED.</b>  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. To approve the re-appointment of Kosti Forer Gabby & Kasterer, registered public accounting firm, a member firm of Ernst & Young Global, as the Company's registered public accounting firm for the year ending December 31, 2024 and until the Company's next annual general meeting of shareholders, and to authorize our audit committee to fix such accounting firm's compensation.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

↑ Please separate carefully at the perforation and return just this portion in the envelope provided. ↑

**Annual General Meeting of Shareholders of Can-Fite BioPharma Ltd. to be Held on June 26, 2024 for Holders as of May 29, 2024**



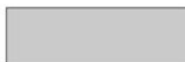
- Mark, sign and date your Voting Instruction Form.
- Detach your Voting Instruction Form.
- Return your Voting Instruction Form in the postage-paid envelope provided.

**All votes must be received by 12:00 p.m. E.D.T. on June 20, 2024**

To view the proxy statement associated with this meeting, please visit

placeholder.TBD

PROXY TABULATOR FOR  
CAN-FITE BIOPHARMA LTD.  
P.O. BOX 8016  
CARY, NC 27512-9903



EVENT #

CLIENT #

**Authorized Signatures - This section must be completed for your instructions to be executed.**

_____ Please Sign Here	_____ Please Date Above
_____ Please Sign Here	_____ Please Date Above

**Can-Fite BioPharma Ltd.**  
**Instructions to The Bank of New York Mellon, as Depositary**  
**(Must be received prior to 12:00 p.m. E.D.T. on June 20, 2024)**

The undersigned registered owner of American Depositary Shares hereby requests and instructs The Bank of New York Mellon, as Depositary, to endeavor, in so far as practicable, to vote or cause to be voted the amount of Shares or other Deposited Securities represented by such Shares of **Can-Fite BioPharma Ltd.** (the "Company"), registered in the name of the undersigned on the books of the Depositary as of the close of business on **May 29, 2024** at the **Annual General Meeting of Shareholders** of the Company to be held on **June 26, 2024** at **3:00 p.m.** (Israel time), at the offices of the Company, located at 10 Bareket Street, Petach Tikva, Israel, and at any adjournments or postponements thereof, in respect of the resolutions specified on the reverse side.

**THE BOARD OF DIRECTORS RECOMMENDS**  
**A VOTE "FOR" ON EACH OF THE PROPOSALS AT THE MEETING**

**NOTE:**

1. Please direct the Depositary how to vote by placing an X in the box opposite each agenda item.
2. It is understood that, if this form is signed and returned but no instructions are indicated in the boxes, then a discretionary proxy will be given to a person designated by the Company.
3. If no voting instructions are received by the Depositary from a Holder (either because no voting instructions are returned to the Depositary by a Holder or because the voting instructions are incomplete, illegible, or unclear), the Depositary shall have no obligation to, and shall not, exercise any voting rights attaching to such Deposited Shares.

(Continued and to be marked, dated and signed, on the reverse side)

PROXY TABULATOR FOR  
Can-Fite BioPharma Ltd.  
P.O. Box 8016  
CARY, NC 27512-9903