

# ANNUAL GENERAL MEETING OF SHAREHOLDERS OF GILAT SATELLITE NETWORKS LTD.

May 7, 2015

**NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIAL:**

The Notice of Meeting, proxy statement and proxy card  
are available at [www.gilat.com](http://www.gilat.com)

Please sign, date and mail  
your proxy card in the  
envelope provided as soon  
as possible.

↓ Please detach along perforated line and mail in the envelope provided. ↓

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" THE RE-ELECTION OF THE NOMINEES FOR DIRECTOR IN ITEM 1  
AND "FOR" THE APPROVAL OF THE PROPOSALS IN ITEMS 2 THROUGH 6.  
PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE**

(1) To re-elect six members of the Board of Directors until our next annual general meeting of shareholders and until their successors have been duly elected and qualified.

	FOR	AGAINST	ABSTAIN
Dov Baharav	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Amiram Boehm	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ishay Davidi	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Gilead Halevy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Amir Ofek	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kainan Rafaeli	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

(2) To authorize Mr. Dov Baharav, the Chairman of the Board of Directors, to serve as the Chief Executive Officer of the Company for up to one year from the date of the Meeting.

DO YOU HAVE A PERSONAL INTEREST IN ITEM 2 ABOVE?  FOR  AGAINST  ABSTAIN

ARE YOU A CONTROLLING SHAREHOLDER?  YES  NO

(3) To approve the terms of service and compensation of Mr. Dov Baharav as Chief Executive Officer of the Company as described in the Proxy Statement.

DO YOU HAVE A PERSONAL INTEREST IN ITEM 3 ABOVE?  FOR  AGAINST  ABSTAIN

ARE YOU A CONTROLLING SHAREHOLDER?  YES  NO

(4) To approve a grant of options to Mr. Dov Baharav subject to his appointment as Chief Executive Officer of the Company.

DO YOU HAVE A PERSONAL INTEREST IN ITEM 4 ABOVE?  FOR  AGAINST  ABSTAIN

ARE YOU A CONTROLLING SHAREHOLDER?  YES  NO

(5) To approve a special bonus for Mr. Erez Antebi, the Company's departing Chief Executive Officer.

DO YOU HAVE A PERSONAL INTEREST IN ITEM 5 ABOVE?  FOR  AGAINST  ABSTAIN

ARE YOU A CONTROLLING SHAREHOLDER?  YES  NO

(6) To ratify and approve the reappointment of Kost Forer Gabbay & Kasierer, a member of Ernst & Young Global, as our independent registered public accountants for the fiscal year ending December 31, 2015, and for such additional period until the next annual general meeting of shareholders.

Items 2, 3, 4 and 5 require an indication of "Personal Interest" in the resolution and whether the undersigned is a "Controlling" shareholder (as such terms are defined under the Israeli Companies Law).

For information regarding the definition of "Personal Interest" and "Controlling", please see the explanation in Proposal II of the Proxy Statement.

To change the address on your account, please check the box at right and indicate your new address in the address space above. Please note that changes to the registered name(s) on the account may not be submitted via this method.

Signature of Shareholder  Date:  Signature of Shareholder  Date:

**Note:** Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.