



Notification Details

Reference ID	1445316535	Notification Status	Amended/Confirmed and Complete	Response Status	RESPONSE REQUIRED
Security ID	IL0011765851	Security Name	WALKME LTD NPV	Location	BNYDTC
Last Update	19 Aug 2025 01:31:47 PM	Event Type	EXCHANGE	Action Class	Voluntary
Response Deadline	08 Sep 2025 01:00:00 PM	Payable Date		Eligibility Date	09/08/2025
Exceptional Response Window		Shareholder Rights Directive Indicator		Record Date	

Holdings

Account	Account Description	Registration	Eligible Units	Responded Units	Unresponded Units	Non Eligible Pending Receipt Units	Non Eligible Pending Receipt Units Responded	Third Party Lending Responded Units	Third Party Lending Unresponded Units	Response Status	Lottery Affected Units	Lottery Unaffected Units	Lottery Text	Indicator	Lottery Date	Last Response By	Last Response At	Last Confirmed Option Taken	Latest Response on Account	Status of Latest Response	Reminder Date	Standing Instructions	Disclaimer Date	NewHolder Date	Entitlement Date	Exceptional Response Window	Beneficial Owner Details Available
350720	BOLSA DE VALORES DE MONTEVIDEO	DTC	1,700.0000	0.0000	1,700.0000	0.0000	0.0000	0.0000	0.0000	RESPONSE REQUIRED	0.0000	0.0000		R E							03 Sep 2025 07:50:59 PM				03 Sep 2025 08:50:54 PM		



Notification Details

Options

Name	Withdrawal Allowed	Withdrawal Deadline	Deadline	Lending Deadline		Special Instructions		Beneficial Owner Details Required		Shareholder Number		
001 ISRAELI TAX WITHHOLDING AT 0PCT	Yes	08 Sep 2025 06:00:00 PM EST	08 Sep 2025 01:00:00 PM EST			Applicable				Not Required		
	Payout Sequence	Payout Type	Debit/Credit	Gross Cash Rate/Price	Net Cash Rate/Price	Currency	Disbursed Security ISIN	Disbursed Security CUSIP	Disbursed Security SEDOL	Stock Ratio Numerator	Stock Ratio Denominator	Stock Ratio
	001	CASH OFFER	CREDIT		0.0000							
	002	CASH OFFER	DEBIT		0.0000		IL0011765 851	M97628107	BNNVY86	1	1	1
002 WITHHOLDING AT A VARIABLE RATE	Yes	08 Sep 2025 06:00:00 PM EST	08 Sep 2025 01:00:00 PM EST			Applicable				Not Required		
	Payout Sequence	Payout Type	Debit/Credit	Gross Cash Rate/Price	Net Cash Rate/Price	Currency	Disbursed Security ISIN	Disbursed Security CUSIP	Disbursed Security SEDOL	Stock Ratio Numerator	Stock Ratio Denominator	Stock Ratio
	001	CASH OFFER	CREDIT		0.0000							
	002	CASH OFFER	DEBIT		0.0000		IL0011765 851	M97628107	BNNVY86	1	1	1
003 ISRAELI TAX WITHHOLDING AT 25PCT	Yes	08 Sep 2025 06:00:00 PM EST	08 Sep 2025 01:00:00 PM EST			Applicable				Not Required		
	Payout Sequence	Payout Type	Debit/Credit	Gross Cash Rate/Price	Net Cash Rate/Price	Currency	Disbursed Security ISIN	Disbursed Security CUSIP	Disbursed Security SEDOL	Stock Ratio Numerator	Stock Ratio Denominator	Stock Ratio
	001	CASH OFFER	CREDIT		0.0000							
	002	CASH OFFER	DEBIT		0.0000		IL0011765 851	M97628107	BNNVY86	1	1	1
004 ISRAELI TAX WITHHOLDING AT 23PCT	Yes	08 Sep 2025 06:00:00 PM EST	08 Sep 2025 01:00:00 PM EST			Applicable				Not Required		
	Payout Sequence	Payout Type	Debit/Credit	Gross Cash Rate/Price	Net Cash Rate/Price	Currency	Disbursed Security ISIN	Disbursed Security CUSIP	Disbursed Security SEDOL	Stock Ratio Numerator	Stock Ratio Denominator	Stock Ratio



Notification Details

001	CASH OFFER	CREDIT	0.0000							
002	CASH OFFER	DEBIT	0.0000	IL0011765 851	M97628107	BNNVY86	1	1	1	

005 TAKE NO ACTION [DEFAULT] Yes 08 Sep 2025 01:00:00 PM EST Not Applicable Not Required

Narrative

THE FOLLOWING PREVIOUSLY ANNOUNCED CORPORATE EVENT HAS NOW BEEN
UPDATED/COMPLETED

EVENT TYPE : EXCHANGE
OFFICIAL CORPORATE ACTION EVENT REFERENCE : US145876892
PAYMENT DATE : Unknown
EXPECTED TO RECEIVE DATE : Unknown

EXPIRY DATE (COMPANY/REGISTRAR) : 08-Sep-25 17.00.00

ACCRUED INTEREST INDICATOR : No
RESTRICTION FLAG : No

OPTION AND PAYOUT DETAILS :

001-ACCEPT THE CASH OFFER
OPTION DESCRIPTION : ISRAELI TAX WITHHOLDING AT 0PCT
DEFAULT OPTION INDICATOR : NO
CUSDAR OPTION STATUS : Active
MARKET DEADLINE DATE : 08-Sep-2025
WITHDRAWAL ALLOW INDICATOR : YES
REVOCABILITY START DATE : 16-Sep-2024
REVOCABILITY END DATE : 08-Sep-2025
OPTION START DATE : 16-Sep-2024
OPTION END DATE : 08-Sep-2025

CASH OFFER

DEBIT CREDIT INDICATOR : CREDIT

CASH OFFER



Notification Details

DEBIT CREDIT INDICATOR : DEBIT
NEW SECURITY NAME : WALKME LTD NPV
CASH OFFER FORM : RATIO
CASH OFFER NUMERATOR : 1.0
CASH OFFER DENOMINATOR : 1.0
CASH OFFER RATIO : 1.0

002-ACCEPT THE CASH OFFER
OPTION DESCRIPTION : WITHHOLDING AT A VARIABLE RATE
DEFAULT OPTION INDICATOR : NO
CUSDAR OPTION STATUS : Active
MARKET DEADLINE DATE : 08-Sep-2025
WITHDRAWAL ALLOW INDICATOR : YES
REVOCABILITY START DATE : 16-Sep-2024
REVOCABILITY END DATE : 08-Sep-2025
OPTION START DATE : 16-Sep-2024
OPTION END DATE : 08-Sep-2025

CASH OFFER

DEBIT CREDIT INDICATOR : CREDIT

CASH OFFER

DEBIT CREDIT INDICATOR : DEBIT
NEW SECURITY NAME : WALKME LTD NPV
CASH OFFER FORM : RATIO
CASH OFFER NUMERATOR : 1.0
CASH OFFER DENOMINATOR : 1.0
CASH OFFER RATIO : 1.0

003-ACCEPT THE CASH OFFER
OPTION DESCRIPTION : ISRAELI TAX WITHHOLDING AT 25PCT
DEFAULT OPTION INDICATOR : NO
CUSDAR OPTION STATUS : Active
MARKET DEADLINE DATE : 08-Sep-2025
WITHDRAWAL ALLOW INDICATOR : YES
REVOCABILITY START DATE : 16-Sep-2024
REVOCABILITY END DATE : 08-Sep-2025
OPTION START DATE : 16-Sep-2024
OPTION END DATE : 08-Sep-2025

CASH OFFER



Notification Details

DEBIT CREDIT INDICATOR : CREDIT

CASH OFFER

DEBIT CREDIT INDICATOR : DEBIT
NEW SECURITY NAME : WALKME LTD NPV
CASH OFFER FORM : RATIO
CASH OFFER NUMERATOR : 1.0
CASH OFFER DENOMINATOR : 1.0
CASH OFFER RATIO : 1.0

004-ACCEPT THE CASH OFFER
OPTION DESCRIPTION : ISRAELI TAX WITHHOLDING AT 23PCT
DEFAULT OPTION INDICATOR : NO
CUSDAR OPTION STATUS : Active
MARKET DEADLINE DATE : 08-Sep-2025
WITHDRAWAL ALLOW INDICATOR : YES
REVOCABILITY START DATE : 16-Sep-2024
REVOCABILITY END DATE : 08-Sep-2025
OPTION START DATE : 16-Sep-2024
OPTION END DATE : 08-Sep-2025

CASH OFFER

DEBIT CREDIT INDICATOR : CREDIT

CASH OFFER

DEBIT CREDIT INDICATOR : DEBIT
NEW SECURITY NAME : WALKME LTD NPV
CASH OFFER FORM : RATIO
CASH OFFER NUMERATOR : 1.0
CASH OFFER DENOMINATOR : 1.0
CASH OFFER RATIO : 1.0

005-TAKE NO ACTION
DEFAULT OPTION INDICATOR : YES
CUSDAR OPTION STATUS : Active

FREE FORMAT TEXT OF EVENT :
+++UPDATE AS OF 19AUG2025+++

IMPORTANT NOTE: IF YOU HOLD YOUR POSITION IN A DEDICATED PARTICIPANT



Notification Details

ACCOUNT, YOU WILL NEED TO CONTACT BNY GCE AMERICAS
IN ORDER TO OBTAIN A UNIQUE URL BY PARTICIPANT.

PLEASE CONTACT PS(UNDERSCORE)CSEINQUIRIES(AT)BNY.COM

++HOLDERS CAN ALSO CONTACT PS(UNDERSCORE)CSEINQUIRIES(AT)BNY.COM TO
OBTAIN THE LINK VIA EMAIL.

+++END OF UPDATE+++++UPDATE AS OF 25SEPT2024+++

THE TERMS AND OPTIONS HAVE BEEN CONFIRMED.
PLEASE NOTE THAT THE NOTIFIED RESPONSE DEADLINE ONLY APPLIES FOR
RESPONSES RECEIVED VIA SWIFT MT565 OR BNY ONLINE WEB PORTAL.
RESPONSES SUBMITTED VIA OTHER COMMUNICATION CHANNELS ARE REQUIRED TO
BE RECEIVED AT LEAST 3 HOURS BEFORE NOTIFIED RESPONSE DEADLINE.
HOLDERS ARE ADVISED THAT ANY STANDING INSTRUCTIONS FOR THIS EVENT HAVE
BEEN DISABLED AND ARE NULL AND VOID. HOLDERS WHO WISH TO HAVE AN
ELECTION APPLIED TO THIS EVENT MUST SUBMIT A RESPONSE ACCORDINGLY.
++HOLDERS ARE ADVISED THAT BY ELECTING IN THIS EVENT, YOU HAVE THE
OPPORTUNITY
TO RECEIVE EARLY PAYMENT. AS SUCH, ALL ELECTIONS, REGARDLESS OF TAX
RATE, WILL NEED
TO SUBMIT THE TAX DECLARATION FORM.+++

HOLDERS ARE ADVISED THAT THIS EVENT IS USED FOR TAX PURPOSES. IF YOU
ELECT TO TAKE NO
ACTION, YOU WILL RECEIVE PAYMENT AT THE MAXIMUM APPLICABLE TAX RATE
UNDER THE MANDATORY
EVENT. PLEASE REFER TO (1444233110) FOR MORE DETAILS .
THE INFORMATION AGENT HAS BEEN APPOINTED BY SAP SE, A EUROPEAN STOCK
CORPORATION (SOCIETAS EUROPAEA) UNDER THE LAWS OF GERMANY AND THE
EUROPEAN UNION (PARENT), IN CONNECTION WITH THE MERGER OF HUMMINGBIRD
ACQUISITION CORP LTD., A WHOLLY OWNED SUBSIDIARY OF PARENT (MERGER
SUB), WITH AND INTO WALKME LTD. (THE COMPANY) (SUCH MERGER, THE
MERGER) ON SEPTEMBER 12, 2024

THE MERGER CONSIDERATION IS USD14.00 PER COMPANY ORDINARY SHARE, IN
CASH, WITHOUT INTEREST AND LESS ANY APPLICABLE WITHHOLDING TAXES.

THIS EVENT IS TO CAPTURE YOUR TAX RESIDENCY FOR THE PURPOSE OF
TAXATION IN RELATION TO
YOUR PROCEEDS WITH RESPECT TO THE MERGER.
ACCORDING TO ISRAELI LAW, THE PAYMENT OF THE MERGER CONSIDERATION IS
SUBJECT TO WITHHOLDING OF ISRAELI TAXES. PARENT WOULD NORMALLY BE
REQUIRED TO WITHHOLD ISRAELI INCOME TAX AT A DEFAULT RATE OF 25PCT OR



Notification Details

23PCT FROM THE PAYMENT OF THE CASH CONSIDERATION TO WHICH YOU ARE ENTITLED.

HOWEVER, A WITHHOLDING TAX RULING WAS OBTAINED FROM THE ISRAEL TAX AUTHORITY. IF YOU ARE AN ELIGIBLE NON ISRAELI RESIDENT, IN ORDER TO QUALIFY FOR AN EXEMPTION FROM ISRAELI TAX WITHHOLDING PURSUANT TO THE TAX RULING YOU WILL NEED TO COMPLETE AND SIGN A DECLARATION OF STATUS FOR ISRAELI INCOME TAX PURPOSES (AN ISRAEL TAX DECLARATION) WHICH ALLOWS YOU TO CERTIFY YOUR STATUS AS A NON-RESIDENT OF ISRAEL AND YOUR ELIGIBILITY FOR AN EXEMPTION FROM ISRAELI TAX.

PLEASE NOTE THE BELOW INSTRUCTIONS ON HOW YOU CAN GAIN ACCESS TO THE RESIDENCY CERTIFICATION PORTAL AND THE DECLARATION OF STATUS FOR ISRAELI INCOME TAX PURPOSES.

BNY IS PROVIDING HOLDERS WITH THIS URL
<https://walkme.asttaxportal.com/shareholderportal/bOPfK8YCvtErfrxIJCP/home.do>

WHICH WILL CONNECT YOU TO A LANDING PAGE.
THERE, HOLDERS CAN COMPLETE THE DECLARATION OF STATUS FORM FOR ISRAELI INCOME TAX PURPOSES ONLINE.

IMPORTANT NOTE IF YOU HOLD YOUR POSITION IN A DEDICATED PARTICIPANT ACCOUNT, YOU WILL NEED TO CONTACT BNY GCE AMERICAS IN ORDER TO OBTAIN A UNIQUE URL BY PARTICIPANT.
PLEASE CONTACT GCEAMERICAS(AT)BNY.COM
++HOLDERS CAN ALSO CONTACT GCEAMERICAS(AT)BNYMELLON.COM TO OBTAIN THE LINK VIA EMAIL.

FOR ANY NON-ISRAELI RESIDENT SHAREHOLDER WHO PURCHASED HER/HIS/ITS COMPANY ORDINARY SHARES AT OR FOLLOWING THE INITIAL PUBLIC OFFERING OF THE COMPANY (I.E., ON OR AFTER JUNE 16, 2021, WHILE SUCH SHARES WERE LISTED FOR TRADE) (IPO) AS A NON-ISRAELI RESIDENT, HOLDS LESS THAN 5PCT OF THE OUTSTANDING COMPANY ORDINARY SHARES, THEIR CAPITAL GAIN IS NOT ATTRIBUTABLE TO A PERMANENT ESTABLISHMENT IN ISRAEL, THEIR COMPANY ORDINARY SHARES WERE NOT PURCHASED OR RECEIVED FROM A RELATIVE (AS DEFINED IN THE ORDINANCE) AND ARE NOT SUBJECT TO PART E2 OF THE ORDINANCE, AND WHOSE PRO RATA SHARE OF THE MERGER CONSIDERATION IS NO MORE THAN USD 500,000 IN ORDER TO BE FULLY EXEMPTED FROM ISRAELI WITHHOLDING TAX, SUCH SHAREHOLDER MUST

(A) THROUGH THE RESIDENCY CERTIFICATION PORTAL COMPLETE AND FILE THE ENCLOSED DECLARATION OF STATUS FOR ISRAELI INCOME TAX PURPOSES BY SEPTEMBER 8, 2025, AND

(B) FOR INDIVIDUALS THROUGH THE RESIDENCY CERTIFICATION PORTAL, ALSO UPLOAD A COPY OF THEIR NON-ISRAELI PASSPORT (ABSENT A PASSPORT AS ABOVE, THE INDIVIDUAL SHOULD UPLOAD AN ALTERNATIVE CERTIFICATE EVIDENCING HIS/HER NON-ISRAELI RESIDENCY, SUCH AS A FORM W9 IN CASE OF U.S. PERSONS,



Notification Details

(C) IF YOUR CLIENTS PRO RATA SHARE OF THE MERGER CONSIDERATION IS MORE THAN USD 300,000 BUT NO MORE THAN USD 500,000, OR IF THE CLIENT IS AN ISRAELI CITIZEN, THE CLIENT IS REQUIRED TO UPLOAD, IN ADDITION, THROUGH OUR RESIDENCY CERTIFICATION PORTAL, A RESIDENCY CERTIFICATE ISSUED BY THE LOCAL TAX AUTHORITIES IN HIS/HER/ITS COUNTRY OF RESIDENCE.

NOTE THAT IF YOU DO NOT SUBMIT AN ACCURATELY COMPLETED ISRAEL TAX DECLARATION TOGETHER WITH THE REQUISITE SUPPORTING DOCUMENTS OR A VALID TAX CERTIFICATE BY 5:00 P.M. ET ON SEPTEMBER 8, 2025, ISRAELI TAX AT A RATE OF 25PCT (OR POTENTIALLY A HIGHER RATE IF THE LAW IS AMENDED) (MAXIMUM WITHHOLDING RATE) WILL BE WITHHELD FROM YOUR APPLICABLE MERGER CONSIDERATION.

HOLDERS SHOULD REFER TO THE ISRAELI TAX WITHHOLDING INSTRUCTIONS FOR FURTHER INFORMATION.

PLEASE SUBMIT THE REQUISITE DOCUMENTATION VIA THE INFORMATION AGENTS RESIDENCY CERTIFICATION PORTAL. SUFFICIENT TIME SHOULD BE ALLOWED TO ENSURE TIMELY DELIVERY AND REVIEW OF ALL SUBMITTED DOCUMENTATION. NO ALTERNATIVE, CONDITIONAL OR CONTINGENT FORMS WILL BE ACCEPTED.

+++IMPORTANT NOTE, IT WILL BE NECESSARY FOR HOLDERS TO NOTIFY BNY ONCE THEIR SUBMISSION

IS COMPLETED SO WE MAY MOVE THE DOCS TO THE NEXT STAGE. +++

PLEASE CONTACT GCEAMERICAS(AT)BNY.COM TO ALERT BNY THAT ALL RELEVANT FORMS ARE COMPLETED ON THE SITE.

HOLDERS SHOULD CONSULT WITH THEIR TAX ADVISOR FOR COMPLETE DETAILS IN REFERENCE TO WITHHOLDING TAXES.

THIS OFFER WILL EXPIRE AT 5:00 PM, NYC TIME, ON SEPTEMBER 8, 2025.

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INSTRUCTIONS ARE AVAILABLE FOR DOWNLOAD IN OUR NEXEN CA PORTAL OR UPON REQUEST.

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AGENT INFO
WKME(AT)DFKING.COM

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+++END OF UPDATE+++

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+++UPDATED AS OF 17SEPT2024+++

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HOLDERS PLEASE BE ADVISED THIS EVENT WILL BE UPDATED UPON RECEIVING FURTHER INFORMATION

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+++END OF UPDATE+++

SHOULD YOU HAVE ANY QUESTIONS CONCERNING THIS ADVICE,
PLEASE CONTACT THE BANK OF NEW YORK.



Notification Details

CONTACT NAME : APAC based clients:GCEAPAC(AT)bny.com
OR +1 646 782 6850
EMEA based clients: GCEEMEA(AT)bny.com
OR +44 161 687 4545
Americas based clients: PS(underscore)CSEInquiries(AT)bny.com
OR +1 412 234 0660

DISCLAIMER :

PLEASE NOTE THAT BANK OF NEW YORK (BNY) IS NOT EXPECTING ANY FREE TEXT INFORMATION AS PART OF YOUR ELECTION INSTRUCTION FOR BELOW MENTIONED OPTION(S) ON THIS EVENT. IN CASE FREE TEXT IS STILL INCLUDED IN THE INSTRUCTION, BNY IS NOT LIABLE TO REVIEW AND ACT UPON IT. IF YOU HAVE SPECIAL NEED FOR AN INSTRUCTION, PLEASE REACH TO YOUR USUAL BNY CONTACT FOR CORPORATE ACTION.
005-TAKE NO ACTION

THIS ADVICE IS BASED UPON THE ANNOUNCEMENT OF THIS EVENT IN THE MARKET AND WHICH IS AVAILABLE TO BNY. ALL INFORMATION PROVIDED BY BNY IS DERIVED FROM SOURCES BELIEVED TO BE RELIABLE WITHIN THE INDUSTRY. PLEASE REFER TO ANY OFFERING DOCUMENTS THAT MAY BE AVAILABLE FROM THE ISSUER FOR COMPLETE DETAILS AND OFFERING TERMS.

In this notice, BNY refers to the following: The Bank of New York, BNY CSD SA/NV, The Bank of New York SA/NV, The Bank of New York Trust Company, N.A., BNY Asset Servicing, B.V., BNY Trust of Delaware, BNY Trust Company of Illinois, The Bank of New York (International) LTD. (including its Luxembourg Branch), CIBC Mellon Global Securities Services Company and CIBC Mellon Trust Company