

Chemomab Therapeutics Ltd

Regulation FD and Communications Policy

Adopted by the Board of Directors on November 14, 2019

POLICY STATEMENT

Chemomab Therapeutics Ltd. (the “*Company*”) is committed to the full, fair, accurate, timely and understandable disclosure of information about the Company on a non-selective basis and in compliance with Regulation FD, as promulgated by the U.S. Securities and Exchange Commission (the “*SEC*”). For purposes of this policy, “public disclosure” means filing or furnishing one of the methods detailed in Section II below.

COMPLIANCE

It is the Company’s policy to comply with all periodic reporting and disclosure requirements, including Regulation FD. It is the Company’s practice to disclose material information about the Company in a public, timely, and non-selective manner.

As a general rule, employees and directors of the Company are not authorized to disclose material, nonpublic information about the Company. Any inadvertent disclosure of material, nonpublic information on a selective basis should be reported to the Company’s Disclosure Committee. Within twenty-four (24) hours of the discovery of the inadvertent breach or the commencement of the next day’s trading on the Nasdaq Capital Market (“*Nasdaq*”), whichever is later, the Company shall (a) broadly disseminate the information via a press release or by filing the information under Item 8.01 on Form 8-K, or furnishing the information under Items 2.02 or 7.01 on Form 8-K, or (b) cure such breach by other appropriate and prompt subsequent public disclosure.

“Material information” is any information concerning the Company or its securities if there is a substantial likelihood that a reasonable shareholder would consider the information to be important in making an investment decision or to have altered the “total mix” of information available. This includes a range of subjects, including the Company’s current or expected operating and financial performance, material acquisitions and strategic transactions, new products, results of completed clinical trials, changes in management, and cybersecurity breaches or incidents.

COMPLIANCE GUIDELINES

The Company has established the following practices and procedures to ensure compliance with Regulation FD.

I. Authorized Representatives of the Company

- A. The Chief Executive Officer, the Chief Financial Officer and the Corporate Secretary shall have authority to communicate on behalf of the Company to the following persons (“*Securities Market Participants*”):
 - i. securities market professionals, including brokers, dealers, analysts, investment advisors, institutional and retail investment managers, mutual funds, hedge funds, and other types of investment companies;

- ii. shareholders of the Company who may reasonably be expected to purchase or sell the Company's securities based upon the communications; and
 - iii. persons associated with any of the above-mentioned persons.
- B. In addition, the Chief Financial Officer and the Corporate Secretary and such members of each of their respective staffs shall have authority to communicate with shareholders and beneficial owners in response to inquiries regarding shareholder accounts and other administrative matters.
- C. At the request of, or upon approval by, the Chief Executive Officer, other officers of the Company may communicate, from time to time, with Securities Market Participants as part of the Company's investor relations efforts; provided, however, that such officers shall not have the authority to communicate business, financial, or other information about the Company that is material, nonpublic information.

II. Disclosure of Material Information

The Company will disclose material, nonpublic information in accordance with Regulation FD and other applicable legal and regulatory requirements, by one or more of the following methods:

- A. filing a current report on Form 8-K with the SEC or, if appropriate, including the disclosure in a quarterly report on Form 10-Q or annual report on Form 10-K;
- B. distributing a press release through a widely disseminated news or wire service;
- C. any other non-exclusionary method of disclosure that is reasonably designed to provide broad public access, such as broadcasting through the Company website after public notice of the broadcast, or conducting an earnings or other similar conference call of which the public is notified in advance and which will be recorded and made available for listening afterward through access via the Internet – see Section III below; or
- D. a combination of the above methods.

III. Quarterly Earnings Releases and Quarterly Earnings Conference Calls

- A. Before any quarterly conference calls that are broadly accessible to the public by dial-in conference call, by webcast, by broadcast, or by similar means, the Company's policy is to provide the public with advance written notice of the date and time and dial-in details of each upcoming quarterly conference call. The Company shall furnish its quarterly earnings release to the SEC under Item 2.02 of Form 8-K in accordance with the rules and regulations of the SEC.

- B. Following each quarterly conference call, a playback of the conference call will be generally made available on the Company website for a limited time.

IV. Financial Projections and Other Forward-Looking Statements

At the Company's sole discretion, it may publicly disclose guidance on estimates or projections relating to the Company's future expected earnings, performance, or operations. To the extent that the Company provides guidance with regard to its financial goals, any such guidance, and changes to or affirmations of the guidance, will be done through methods designed to ensure broad disclosure. If provided, such guidance shall constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 and shall be subject to its "safe harbor" provisions. As such, any guidance is subject to risks and uncertainties that could cause actual results to differ materially from those as described in guidance provided by the Company. Information regarding certain risks and uncertainties also will be available in the Company's filings with the SEC, including the annual report on Form 10-K, quarterly reports on Form 10-Q, and current reports on Form 8-K, and may be provided in a press release, or in any future proxies associated with financing rounds. Any such guidance provided by the Company will be as of the date made and the Company shall undertake no obligation to update the guidance. Any guidance shall contain a legend to the foregoing effect.

V. Analyst Models and Reports

The Authorized Representatives listed in Section I above shall be authorized to review and comment on draft analyst reports; provided, however, that such review or comment shall be limited to ensuring accuracy of publicly disclosed factual information.

VI. Presentations

- A. The Company will use safe harbor guidelines for forward-looking information as part of individual, group, and investor conference communications formats.
- B. The Company may participate in securities firm-sponsored and other investor conferences from time to time. Should the Company decide to disclose material, nonpublic information at any securities firm-sponsored or other investor conferences, it shall do so only to the extent that it simultaneously publicly discloses the information in its presentation. The Company shall issue media releases in conjunction with its major presentations scheduled during the year and post those presentations on the Company website.
- C. The Company may participate in other forums at which Securities Market Participants could be present, including industry seminars, trade shows, and annual shareholder meetings. If the Company intends to disclose any material, nonpublic information in these forums, it shall do so following the same standards as contained in subparagraph B above.

VII. Media Communications

Although the Company recognizes that Regulation FD does not apply to communications with the media, it is the Company's policy not to disclose material, nonpublic information to the media unless it has been previously disclosed in accordance with Regulation FD and as laid out through various options in Section II herein.