

# AZRIELI GROUP LTD

AZRIELI GROUP LTD

Registration Number: 510960719

To: Israel Securities Authority To: Tel Aviv Stock Exchange Ltd. Form Number: T049 (Public)  
Transmitted via MAGNA: 07/08/2025 Israel Securities Authority: [www.isa.gov.il](http://www.isa.gov.il) Tel Aviv Stock  
Exchange: [www.tase.co.il](http://www.tase.co.il) Reference: 2025-01-058877

## Immediate Report on Meeting Results

Regulation 36D of the Securities Regulations (Periodic and Immediate Reports), 1970  
Regulation 13 of the Securities Regulations (Transaction between a Company and its  
Controlling Shareholder), 2001 Regulation 22 of the Securities Regulations (Private Offering of  
Securities in a Listed Company), 2000

**Explanation:** This form is used to report all types of meetings. **Clarification:** This form must  
be filled for each type of security for which a notice of meeting (T-460) was published.

### 1. Meeting Identifier: 2025-01-047742

Security number on the stock exchange entitling the holder to participate in the meeting:  
1119478

Name on the stock exchange of the entitled security: AZRIELI GROUP LTD

2. At the meeting, a special meeting convened on 07/08/2025, for which a notice was  
published in form with reference 2025-01-047742, the following topics and decisions  
were on the agenda:

**Explanation:** The topics must be listed in the order they appear in the last T460 form  
published in connection with the said meeting.

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
1	1	<b>Summary of the topic:</b> Approval of the extension of the terms of the existing management agreement between the company and a company controlled by the active chairwoman of the board, Ms. Danna Azrieli, effective from August 11, 2025, as detailed in Part C of the meeting notice report.		
<b>Type of majority required for approval:</b> Not a regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Declaration: No suitable field for classification				
<b>Is this a transaction with a controlling</b>				

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
shareholder: Yes				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
Type of transaction / subject for voting: Terms of office and employment of a controlling shareholder	To approve the extension of the existing management agreement between the company and a company controlled by the active chairwoman of the board, Ms. Danna Azrieli, effective from August 11, 2025, all as detailed in Part B of the meeting notice report.	Approve		
2	2	Summary of the topic: Approval of the extension of the term of Mr. Yosef Shachak as an external director in the company for a		

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
		third term of three years.		
<b>Type of majority required for approval:</b> Not a regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Appointment/extension of term of an external director as per sections 239(b) or 245 of the Companies Law				
<b>Is this a transaction with a controlling shareholder:</b> No				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
<b>Type of transaction / subject for voting:</b>  _____	To appoint Mr. Yosef Shachak as an external director in the company for an additional (third) term of three years, starting August 23, 2025.	Approve		

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
3	3	<b>Summary of the topic:</b> Approval of the extension of the term of Ms. Varda Levy as an external director in the company for a third term of three years.		
<b>Type of majority required for approval:</b> Not a regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Appointment/extension of term of an external director as per sections 239(b) or 245 of the Companies Law				
<b>Is this a transaction with a controlling shareholder:</b> No				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
<b>Type of transaction / subject for voting:</b>  _____	To appoint Ms. Varda Levy as an external director in the company for an additional (second) term of three years, starting August 23, 2025.	Approve		
4	4	<b>Summary of the topic:</b> Approval of the reappointment of Ms. Danna Azrieli as a director in the company for an additional term until the end of the next annual general meeting of the company's shareholders.		
<b>Type of majority required for approval:</b> Regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Appointment or dismissal of a director				

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
as per sections 59 and 230 of the Companies Law				
Is this a transaction with a controlling shareholder: No				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
Type of transaction / subject for voting: _____	To approve the reappointment of Ms. Danna Azrieli as a director in the company for an additional term.	Approve		
5	5	Summary of the topic: Approval of the reappointment of Ms. Sharon Azrieli as a director in the company for an additional term until the end of the next annual general meeting of the company's shareholders.		
Type of majority required for				

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
<b>approval:</b> Regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Appointment or dismissal of a director as per sections 59 and 230 of the Companies Law				
<b>Is this a transaction with a controlling shareholder:</b> No				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
<b>Type of transaction / subject for voting:</b> _____	To approve the reappointment of Ms. Sharon Azrieli as a director in the company for an additional term.	Approve		
6	6	<b>Summary of the topic:</b> Approval of the reappointment of Ms. Naomi Azrieli as a director in the		

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
		company for an additional term until the end of the next annual general meeting of the company's shareholders.		
<b>Type of majority required for approval:</b> Regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Appointment or dismissal of a director as per sections 59 and 230 of the Companies Law				
<b>Is this a transaction with a controlling shareholder:</b> No				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
<b>Type of transaction / subject for voting:</b> _____	To approve the reappointment of Ms. Naomi Azrieli as a	Approve		

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
	director in the company for an additional term.			
7	7	<b>Summary of the topic:</b> Approval of the reappointment of Mr. Menahem Einan as a director in the company for an additional term until the end of the next annual general meeting of the company's shareholders.		
<b>Type of majority required for approval:</b> Regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Appointment or dismissal of a director as per sections 59 and 230 of the Companies Law				
<b>Is this a transaction with a controlling shareholder:</b> No				

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
Type of transaction / subject for voting: _____	To approve the reappointment of Mr. Menahem Einan as a director in the company for an additional term.	Approve		
8	8	Summary of the topic: Approval of the reappointment of Mr. Dan Yitzhak Gillerman as a director in the company for an additional term until the end of the next annual general meeting of the company's shareholders.		
Type of majority required for approval: Regular majority				
Classification of decision according to sections of the				

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
<b>Companies Law (except sections 275 and 320(f)):</b> Appointment or dismissal of a director as per sections 59 and 230 of the Companies Law				
<b>Is this a transaction with a controlling shareholder:</b> No				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
<b>Type of transaction / subject for voting:</b> _____	To approve the reappointment of Mr. Dan Yitzhak Gillerman as a director in the company for an additional term.	Approve		
9	9	<b>Summary of the topic:</b> Approval of the reappointment of Dr. Ariel Kor as a director in the company for an additional term until the end of the next annual general		

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No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
		meeting of the company's shareholders.		
<b>Type of majority required for approval:</b> Regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Appointment or dismissal of a director as per sections 59 and 230 of the Companies Law				
<b>Is this a transaction with a controlling shareholder:</b> No				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
<b>Type of transaction / subject for voting:</b> _____	To approve the reappointment of Dr. Ariel Kor as a director in the company for an additional term.	Approve		

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
10	10	<b>Summary of the topic:</b> Approval of the reappointment of Ms. Irit Sekler-Philosoph as a director in the company for an additional term until the end of the next annual general meeting of the company's shareholders.		
<b>Type of majority required for approval:</b> Regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Appointment or dismissal of a director as per sections 59 and 230 of the Companies Law				
<b>Is this a transaction with a controlling shareholder:</b> No				
A transaction between the company and its controlling shareholder				

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
as per sections 275 and 320(f) of the Companies Law.				
Type of transaction / subject for voting: _____	To approve the reappointment of Ms. Irit Sekler-Philosoph as a director in the company for an additional term.	Approve		
11	11	Summary of the topic: Approval of the reappointment of Mr. Nehemiah (Hemi) Yaakov Peres as a director in the company for an additional term until the end of the next annual general meeting of the company's shareholders.		
Type of majority required for approval: Regular majority				
Classification of decision according to sections of the Companies Law (except sections 275				

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
<b>and 320(f)):</b> Appointment or dismissal of a director as per sections 59 and 230 of the Companies Law				
<b>Is this a transaction with a controlling shareholder:</b> No				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
<b>Type of transaction / subject for voting:</b> _____	To approve the reappointment of Mr. Nehemiah (Hemi) Yaakov Peres as a director in the company for an additional term.	Approve		
12	12	<b>Summary of the topic:</b> Approval of the reappointment of the accounting firm Deloitte Brightman, Almagor, Zohar & Co. as the company's auditor until the		

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No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
		end of the next annual general meeting of the company.		
<b>Type of majority required for approval:</b> Regular majority				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Declaration: No suitable field for classification				
<b>Is this a transaction with a controlling shareholder:</b> No				
A transaction between the company and its controlling shareholder as per sections 275 and 320(f) of the Companies Law.				
<b>Type of transaction / subject for voting:</b> _____	To approve the reappointment of the accounting firm Deloitte Brightman, Almagor, Zohar & Co. as the company's auditor until the end of the next	Approve		

No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
	annual general meeting of the company.			
13	13	<b>Summary of the topic:</b> Discussion of the audited financial statements and the board of directors' report on the company's affairs for the year ended December 31, 2024.		
<b>Type of majority required for approval: _____</b>				
<b>Classification of decision according to sections of the Companies Law (except sections 275 and 320(f)):</b> Declaration: No suitable field for classification				
<b>Is this a transaction with a controlling shareholder: No</b>				
A transaction between the company and its controlling shareholder as per sections 275 and				

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No.	Agenda Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
320(f) of the Companies Law.				
Type of transaction / subject for voting: _____	Discussion of the audited financial statements and the board of directors' report on the company's affairs for the year ended December 31, 2024.	For reporting only		

**Details of votes on decisions where the required majority is not a regular majority:**

(Here follows detailed voting tables and explanations, which can be translated as needed.)

3. Details of institutional, interested, or senior officeholder voters at the meeting: File in TXT format: [49\_2025.txt]

**Note:** For further information, use the "Vote Results Processing" tool available on the Israel Securities Authority website. The responsibility for the accuracy and completeness of the details according to the law lies solely with the reporting corporation.

4. This report is submitted following the report(s) detailed below:

Report	Publication Date	Reference Number
_____	_____	_____

**Details of authorized signatories on behalf of the corporation:**

No.	Name of Signatory	Position
1	Adv. Nirit Ze'evi	Other: Deputy CEO, Legal Advisor, and Company Secretary

**Explanation:** According to Regulation 5 of the Periodic and Immediate Reports Regulations (1970), a report submitted under these regulations must be signed by those authorized to sign on behalf of the corporation. The staff's position on the matter can be found on the Authority's website.

**Previous names of the reporting entity:**

**Electronic reporter's name:** Ze'evi Nirit **Position:** Deputy CEO and Legal Advisor  
**Employer company name:**

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**Securities of the corporation are listed for trading on the Tel Aviv Stock Exchange**

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**Form structure update date:** 06/08/2024

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