

# 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: 21/09/2025 Israel Securities Authority website: [www.isa.gov.il](http://www.isa.gov.il) Tel  
Aviv Stock Exchange website: [www.tase.co.il](http://www.tase.co.il) Reference: 2025-01-071492

## 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 completed for each type of security for which a meeting notice (T-460) was published.

### 1. Meeting Identifier: 2025-01-061049

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 21/09/2025, for which a notice was  
published in the form with reference number 2025-01-061049,

The topics and decisions raised on the agenda:

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

No.	Agenda Item Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
1	Topic 1	<p>Summary of the topic: Approval of the appointment of Ms. Dana Azrieli, the active Chairperson of the Board of Directors of the company, as Acting CEO of the company, temporarily and without entitlement to any additional compensation for her service as Acting CEO.</p> <p>Type of majority required for approval: Not a regular majority</p> <p>Classification of the decision according to sections of the Companies Law (except for sections 275 and 320(f) of the Companies Law): Authorizing the Chairperson of the Board to serve as CEO or vice versa in accordance with section 121(c) of the Companies Law</p> <p>No Transaction between the company and its</p>	<p>To approve the appointment of Ms. Dana Azrieli to serve as Acting CEO of the company, in addition to her position as active Chairperson of the Board of Directors of the company, in accordance with the provisions of section 121(c) of the Companies Law, 1999 ("Companies Law"), for a period of up to six months from the date of the meeting's approval and without entitlement to any additional compensation for her service as Acting CEO.</p>	Approve

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No.	Agenda Item Number (per T460)	Details on the Topic	Summary of the Decision	The Meeting Decided
		<p>controlling shareholder as stated in sections 275 and 320(f) of the Companies Law.</p> <p>Type of transaction / subject for voting:</p> <p>_____</p>		

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

1	a. Summary of the topic: Approval of the appointment of Ms. Dana Azrieli, the active Chairperson of the Board of Directors of the company, as Acting CEO of the company, temporarily and without entitlement to any additional compensation for her service as Acting CEO.		
	b. The meeting decided: Approve		
	c. The decision concerns the topic: _____		

	Quantity	Votes For	Votes Against
Total voting rights	121,272,760		
Shares / securities that participated in the vote	115,469,768		
Shares / securities counted for the vote	115,469,768	Quantity: 114,181,435 Percentage of quantity: 98.88%	Quantity: 1,206,318 Percentage of quantity: 1.04%
Shares / securities that participated in the vote and were not classified as having a personal interest (1)	30,741,406	Quantity: 29,453,073 Percentage (2): 95.81%	Quantity: 1,206,318 Percentage (2): 3.92%

**General:** The percentage of quantity is always relative to the "Quantity" column in the same row.

- (1) The number of shares/securities that participated in the vote and were not classified as shares whose holders have a personal interest or shares held by the controlling shareholder, and for the appointment of external directors, are not personally interested in the approval of the appointment, except for a personal interest not resulting from connections with the controlling shareholder.
- (2) The percentage of votes for/against approval of the transaction out of the total voters who are not personally interested in the transaction / are not controlling shareholders or personally interested in the approval of the appointment, except for a personal interest not resulting from connections with the controlling shareholder.

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The percentage of votes in favor of approving the transaction out of the total voters who are not controlling shareholders of the company / are not personally interested in the approval of the decision: 95.81%

The percentage of voters against out of the total voting rights in the company: 0.99%

**Explanation:** An explanation should be added if the number of shares that participated in the vote is greater than the number of shares counted for the vote.

No, the company classified a shareholder who voted against the transaction as having a personal interest. No, the company classified a shareholder not in accordance with the classification he gave himself.

3. Details of voters at the meeting who are institutional, interested parties, or senior officers:

TXT file: [49\_2025-01-061049.txt]

**Note:** Subsequently, according to the notice to corporations, the "Vote Results Processing" tool should be used, which can assist in producing the details required for reporting. The responsibility for the accuracy and completeness of the details according to the law lies solely with the reporting corporation.

The "Vote Results Processing" tool can be downloaded from the Authority's website: [here](#)

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

Report	Publication Date	Reference Number
_____	_____	_____

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

	Name of Signatory	Position
1	Adv. Nirit Ze'evi	Other Deputy CEO, Legal Advisor, and Company Secretary

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**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: [Click here](#).

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**Previous reference numbers of documents on the subject (the mention does not constitute incorporation by reference):**

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

Form structure update date: 06/08/2024

Short name: AZRIELI GROUP LTD

Address: Azrieli Center 1, Tel Aviv 67021 Phone: 03-6081400, 03-6081300 Fax: 03-6081380

Email: [Niritz@azrieli.com](mailto:Niritz@azrieli.com) Company website: [www.azrieligroup.com](http://www.azrieligroup.com)

Previous names of the reporting entity:

Electronic signatory name: Ze'evi Nirit Position: Deputy CEO and Legal Advisor Employer company name:

Address: Azrieli Center 1, Tel Aviv 67021 Phone: 03-6081383 Fax: 03-6081717 Email: [niritz@azrieli.com](mailto:niritz@azrieli.com)