Clal Insurance Enterprises Holdings Ltd.
CLAL INSURANCE ENTERPRISES HOLDINGS LTD
Number in the Register: 520036120

To: Israel Securities Authority www.isa.gov.il
To: Tel Aviv Stock Exchange Ltd. www.tase.co.il
T087 (Public)
Filed via MAGNA: 25/05/2026
Reference: 2026-01-047709

Share capital, grant of rights to purchase shares and the corporation's securities registers and changes therein
Regulation 31E of the Securities Regulations (Periodic and Immediate Reports), 5730 - 1970
Regulation 31(a) of the Securities Regulations (Periodic and Immediate Reports), 5730 - 1970
Regulation 31(b1) of the Securities Regulations (Periodic and Immediate Reports), 5730 - 1970
Regulation 32 of the Securities Regulations (Periodic and Immediate Reports), 5730 - 1970

Nature of the change: Conversion into shares of BONDS Series 2
Explanation: Briefly describe the nature of the change

Reference numbers of previous reports on the subject: ________, ________, ________.

1. The corporation's securities position after the change:

Name and type of security	Security number on the stock exchange	Amount in registered capital	Issued and paid-up capital: Quantity in last report	Issued and paid-up capital: Current quantity	Quantity registered in the name of the Registration Company
Ordinary share, NIS 1 par value	*224014*	*100,000,000*	*80,813,167*	*80,813,412*	*80,812,401*
Warrant (Series A), Plan 06/2023	*1198647*	*0*	*425,957*	*425,957*	*0*
Warrant (Series A), Plan 06/2024	*1208552*	*0*	*1,286,805*	*1,286,805*	*0*
Warrant (Series A), Plan 06/2025	*1223080*	*0*	*130,000*	*130,000*	*0*
Warrant (Series B), Plan 06/2025	*1223098*	*0*	*470,000*	*470,000*	*0*
BONDS Series B	*1193499*	*0*	*87,356,720.05*	*87,337,059.05*	*87,337,059.05*
BONDS Series C	*1201391*	*0*	*850,000,000*	*850,000,000*	*850,000,000*
BONDS Series D	*1239334*	*0*	*604,813,000*	*604,813,000*	*604,813,000*
Clal Insurance RSU	*1231869*	*0*	*8,810*	*8,810*	*0*

Explanation: All the company's securities must be detailed, including securities not listed for trading.

2. The corporation announces that:

- On the date ________
- From date 18/05/2026 to date 20/05/2026

- There was a change in the quantity and in the register of holders of the corporation's securities (including rights to purchase shares) as a result of:

Description of the nature of the change Conversion into shares of BONDS Series 2

Explanation: Describe all the terms of the transaction or action by virtue of which the change in the corporation's securities occurred.

1

Name of the registered holder in respect of whom the change occurred: *The Registration Company of the Tel-Aviv Stock Exchange Ltd.*

Type of identification number: *Number in the Israeli Companies Registrar* Identification number: *515736817*

Nature of the change: Conversion of BONDS _________

Date of the change: *20/05/2026* Executed via the stock exchange clearing house: *Yes*

Type and name of security in which change occurred: *BONDS Series B*

Security number on the stock exchange: *1193499*

Balance of the holder in the security in the last report: *87,356,720.05*

Balance of the holder in this security after the change: *87,337,059.05*

Total quantity of securities in which there was a decrease/increase: *19,661*

Is this a grant of rights to purchase shares *No*

Total consideration for securities allocated: _________

Security number on the stock exchange of the share resulting from exercise of the security: _________

Number of shares that will result from full exercise/conversion of the security: _________

Total exercise premium to be received from full exercise/conversion of the security into shares: _________

Period in which the security may be exercised: _________

From _________ until _________

The securities allocated will be listed for trading: _________

The allocation of said securities is further to _________ published on _________ and its reference number is _________

- [ ] The security was fully redeemed and the consideration was fully received.
- [ ] The security was fully redeemed, but the consideration was not fully received.
- [ ] Issued for an ATM program
- [ ] Other.

____

2

Name of the registered holder in respect of whom the change occurred: *The Registration Company of the Tel-Aviv Stock Exchange Ltd.*

Type of identification number: *Number in the Israeli Companies Registrar* Identification number: *515736817*

Nature of the change: Conversion of BONDS _________

Date of the change: *15/05/2026* Executed via the stock exchange clearing house: *Yes*

Type and name of security in which change occurred: *Ordinary share, NIS 1 par value*

Security number on the stock exchange: *224014*

Balance of the holder in the security in the last report: *80,812,156*

Balance of the holder in this security after the change: *80,812,401*

Total quantity of securities in which there was a decrease/increase: *245*

Is this a grant of rights to purchase shares *No*

Total consideration for securities allocated: _________

Security number on the stock exchange of the share resulting from exercise of the security: _________

Number of shares that will result from full exercise/conversion of the security: _________

Total exercise premium to be received from full exercise/conversion of the security into shares:

____

Period in which the security may be exercised: _________

From _________until _________

The securities allocated will be listed for trading: _________

The allocation of said securities is further to _________published on _________and its reference number is _________

- ☐ The security was fully redeemed and the consideration was fully received.
- ☐ The security was fully redeemed, but the consideration was not fully received.
- ☐ Issued for an ATM program
- ☐ Other.

____

Explanations:

1. If the change affects more than one security, detail the effect of the change in a separate line for each security.
2. Date of the change – all changes of the same type, in the same security, that were executed on one day, will be summarized in one line. For this matter – separate changes executed through the stock exchange clearing house from changes executed directly in the company's books.
3. The change – for a decrease add the sign "-".
4. In all quantity fields, enter the quantity of securities and not NIS par value.

○ There was a change only in the register of holders of the corporation's securities **(without a change in the quantity of the corporation's securities)** as a result of:

Description of the nature of the change _________

Explanation: Describe all the terms of the transaction or action by virtue of which the change in the register occurred

1 Name of the registered holder in respect of whom the change occurred: _________

Type of identification number: _________ Identification number: _________

Date of the change: _________ Executed via the stock exchange clearing house: _________

Type and name of security in which change occurred:

____

Security number on the stock exchange: _________

Quantity of the change: _________

Balance of the holder in this security after the change: _________

3. Main shareholders register as of the report date is as follows:

No.	Name of registered shareholder	Type of identification number	Identification number	Security number on the stock exchange	Type of shares and their par value	Number of shares	Whether holding the shares as trustee
1	_________	_________	_________	_________	_________	_________	_________

4. Attached is a file of the shareholders register in accordance with the provisions of Section 130 of the Companies Law, 5759 - 1999 *Share_240526_isa.pdf*

5. Attached is an updated file of the corporation's securities registers, including the register of warrant holders and the register of BONDS holders *Option_240526_isa.pdf*

Details of the signatories authorized to sign on behalf of the corporation:

	Name of signatory	Position
1	Adv. Adi Barkan Stern	*Company Secretary*

Explanation: According to Regulation 5 of the Securities Regulations (Periodic and Immediate Reports) (5730 – 1970), a report submitted pursuant to these regulations shall be signed by those authorized to sign on behalf of the corporation. The staff's position on the subject can be found on the ISA website: Click here .

The warrant plan is based on a mechanism whereby upon exercise of warrants, shares are allocated to the exercising holder only in accordance with the value of the benefit (the gap between the stock exchange price and the exercise price (cashless exercise)). The calculation of the number of exercise shares of the warrants as detailed below was made on the basis of a theoretical maximum assumption of exercise of all the warrants into company shares at the company's share price set as a cap for the value of the benefit (with respect to the 2023 plan, a cap price of NIS 113.58 per share was set; with respect to the 2024 plan, an average cap price of NIS 85.75 per share was set; and with respect to the 2025 warrant plan, a cap price of NIS 156.80 per share was set). It should also be emphasized that the foregoing is based on a theoretical assumption only, since the exercise shares will actually be allocated in a quantity that will reflect the monetary value of the benefit that will be embedded in the warrants at the exercise date and which will be lower. Below are the exercise ratios of the warrants into shares in accordance with the foregoing: Warrant (Series A), Plan 06/2023 0.487 Warrant (Series A), Plan 06/2024 0.250 Warrant (Series A and B), Plan 06/2025 0.375

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

The corporation's securities are listed for trading on the Tel-Aviv Stock Exchange

Date of form structure update: 06/08/2024

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