

Y.H. DIMRI CONSTRUCTION & DEVELOPMENT LTD

Company registration number: 511399388

To:

- Israel Securities Authority
- Tel Aviv Stock Exchange Ltd.

Form number: T081 (Public)

Filing Date: 20/11/2025

Reference Number: 2025-01-089513

Immediate Report on Cash Dividend Distribution for Securities

Regulation 37(a) of the Securities Regulations (Periodic and Immediate Reports), 1970

1. We hereby report that on 19/11/2025, a dividend payment was decided.

2. Record date (Ex-date): 27/11/2025

3. Payment date: 09/12/2025

4. Payment Details:

- The dividend is paid by an Israeli resident company (see section 7a for source composition and tax rates)

Security number	Security Name	Dividend Amount per Security	Dividend Amount Currency	Payment Currency	Payment FX Rate Date	Individual Tax (%)	Corporate Tax (%)
1090315	Dimri Ordinary Share	3.2789129	NIS	NIS	—	25	0

The company may adjust the final dividend amount per share up to 2 trading days prior to the record date due to changes in convertible securities.

5. The total amount of dividend to be paid is: 72,000,000 NIS

6. Retained earnings of the corporation, as defined by Section 302 of the Companies Law, 1999, after this distribution: 2,260,135 NIS

7. Dividend Approval Procedure:

The board of directors reviewed the company's financial results as of 30/09/2025, including forecasts, expectations, and company estimates regarding cash flow projections for three years and a valuation model for the company's assets, and then made the dividend decision. For more details, see section 10 below.

This distribution does not require court approval under Section 303 of the Companies Law.

8. Final dividend per share amount may be adjusted due to:

"Change in convertible securities."

9. Withholding tax rates for Israeli company dividend (excluding REIT):

Source	% of Dividend	Individuals	Companies	Foreign Residents
Income subject to companies tax (1)	100	25%	0%	25%
Income from overseas (2)	0	25%	23%	25%
Approved/benefited enterprise (3)	0	15%	15%	15%
Benefited Irish enterprise until 2013 (4)	0	15%	15%	4%
Benefited Irish enterprise from 2014 (5)	0	20%	20%	4%
Preferred income	0	20%	0%	20%
Approved agricultural/tourism enterprise (6)	0	20%	20%	20%
Approved/benefited enterprise with waiver (7)	0	15%	0%	15%
Distribution classified as capital gain	0	25%	23%	0%
Participating unit distribution	0	0%	0%	0%
Other	0	0%	0%	0%

Explanations for the categories (see original document sections for details)

10. Number of dormant securities of the corporation not entitled to dividend (requiring waiver letter for dividend): 175,922

11. Effect of dividend distribution on convertible securities:

- The exercise price of warrants ("others" and "employee" options) will be reduced by the (gross) dividend per share paid.
- For RSU employee units, if the record date occurs after allocation but before vesting, performance conditions directly affected by the dividend (e.g., equity and market value) will be adjusted for the dividend amount per share.

Convertible securities affected:

Security Name	Security Number	Remarks
Options (other)	1201748	Exercise price reduced by gross dividend per share paid.
Employee Options	1201730	Exercise price reduced by gross dividend per share paid.
Dimri RSU Employee	1215748	Performance measures for RSU vesting adjusted by the distributed profits per share.

12. Board Recommendations and Resolutions Regarding the Dividend (per Regulation 37(a)(1)):

The board approved the dividend according to the distribution tests outlined in Section 302 of the Companies Law, 1999, and in accordance with the Israel Securities Authority's position on dividend approval:

- "Profit test": As per company financial statements as of 30.09.2025, distributable surplus (before dividend) stands at NIS 2,260,135,000.
- "Solvency test": The board examined, among other parameters, the company's liquidity, debt balance, repayment sources for obligations, additional financing, bonds, projected cash flows for three years, and asset value. The board deems the company meets distribution tests and that the dividend does not risk fulfilling existing/future obligations or materially affect the company's financial position, capital structure, leverage, financial ratios, or ability to operate.
- All projections are based on company data as of approval; estimates are forward-looking per the Securities Law and may not materialize.

Signatories:

Name	Role
Noa Twizer	Company Secretary

Company Details:

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Electronic Reporting Agent:

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