

MIVTACH SHAMIR HOLDINGS LTD.

Registration Number: 520034125

To:

- Israel Securities Authority
- Tel Aviv Stock Exchange Ltd.

Form Number: T081 (Public) **Date Sent via MAGNA:** 30/11/2025 **Reference Number:** 2025-01-094593

The corporation will schedule the report for publication on 01/12/2025 at 08:30

Immediate Report on Cash Dividend Distribution to Securities

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

- We hereby report that on the date 30/11/2025 it was decided to pay a dividend.
- Record date (Ex-Date): 08/12/2025

Payment date: 16/12/2025

3. Details of payment:

Dividend from an Israeli resident company (see Section 7a for source composition and tax rates)

Eligible Security Number	Security Name	Dividend Amount per Security	Dividend Amount Currency	Payment Currency	Representative Rate for Payment Date	Individuals Tax %	Corporate Tax %
127019	MBESHM	7.75	NIS	NIS	_____	25	0

Dividend distributed by a real estate investment fund (see Section 7c for source composition and tax rates)

Dividend from a foreign resident company (see Section 7b for tax rates)

Note: Please specify the dividend amount payable to a precision of up to 7 digits after the decimal point if the currency is NIS, or up to 5 digits for other currencies.

4. The total dividend amount to be paid is: 75,386,133.25 NIS.

5. The remaining profit of the corporation as defined in Section 302 of the Companies Law, 1999, after the distribution covered by this report, is: 1,116,072,000 NIS.

6. Procedure for dividend approval:

By the Company's Board of Directors

The above distribution does NOT require court approval in accordance with Section 303 of the Companies Law.

The final dividend per share is subject to changes due to:

It is possible to update the final dividend per share up to 2 trading days before the record date.

7. Tax withholding rates for the purpose of execution by TASE members

7a. Source composition of dividend distributed from an Israeli resident company, from shares/financial instruments, except REIT fund

	% of Dividend	Individuals	Corporates	Foreign Residents
Taxable corporate income (1)	100	25%	0%	25%
Income derived from abroad (2)	0	25%	23%	25%
Income from Approved/Benefitted Enterprises (3)	0	15%	15%	15%
Ireland Benefitted Enterprises before 2013 (4)	0	15%	15%	4%
Ireland Benefitted Enterprises from 2014 (5)	0	20%	20%	4%
Preferred Income	0	20%	0%	20%
Approved agricultural/tourism enterprise (6)	0	20%	20%	20%
Approved/Benefitted enterprise with waiver notice (7)	0	15%	0%	15%
Distribution classified as capital gain	0	25%	23%	0%
Distribution by Participating unit	0	0	0	0
Other	0	0	0	0

Explanations:

- 1. Taxable corporate income: Income from profit distribution or dividend originating from income produced or accrued in Israel, received directly or indirectly from a corporate taxpayer.
- 2. Income originated outside Israel refers to profits produced/accrued abroad and not taxed in Israel.
- 3. Includes income from a benefitted/tourist enterprise with selected/operating year until 2013.
- 4. Irish benefitted enterprise where selection year is until 2013.
- 5. Irish benefitted enterprise where selection year is from 2014 and on.
- 6. Including tourism/agricultural benefit enterprise with selection/operational year from 2014 onward.
- 7. Approved/benefitted enterprise that gave a waiver notice by 30.6.2015, after corporate tax deducted.

7b. Dividend from a foreign resident company

	Individuals	Corporates	Foreign Residents
Dividend from a foreign resident company	25%	23%	0%

7c. Dividend distributed by a real estate investment fund

	% of Dividend	Individuals (1)	Corporates	Foreign Resident Corporates	Exempt Mutual Fund	Pension Fund (2)
From real estate appreciation/gain and depreciation (3)	0	25%	23%	23%	0%	0%
Other taxable income (e.g., rent)	0	47%	23%	23%	23%	0%
From profit on residential rental RE properties	0	20%	20%	20%	0%	0%
Income taxed by the fund (4)	0	25%	0%	25%	0%	0%
Extraordinary income	0	70%	70%	70%	60%	70%
Other	0	_____	_____	_____	_____	_____
Weighted withholding tax	100%	_____	_____	_____	_____	_____

Explanations:

- 1. Individuals – including taxable mutual funds and foreign individual residents.
- 2. Pension fund as defined by the Income Tax Ordinance, or a foreign pension fund resident in a treaty country.
- 3. From capital gain, except on the sale of properties held short-term, and from depreciation amount.
- 4. Distribution from income taxed by the fund as per Section 64A4(e).

8. Number of the corporation’s dormant securities not entitled to a dividend and requiring a waiver letter to receive payment: 849,218

9. Impact of dividend distribution on convertible securities:

- The company has no convertible securities.
- Dividend distribution has no effect on convertible securities.
- Impact of the dividend distribution on convertible securities is as follows: _____

10. Recommendations and decisions of the directors regarding the dividend distribution pursuant to Regulation 37(a) (1) of the Securities Regulations (Periodic and Immediate Reports), 1970:

The dividend distribution was approved by the Company's Board of Directors on November 30, 2025, after being convinced that the distribution meets the distribution tests as defined in the Companies Law, 1999 ("Companies Law") and that there is no reasonable concern that the distribution will prevent the company from meeting its existing and expected obligations when due. According to the directive under Section 36A(b) of the Securities Law, 1968, details are provided below about the examination performed by the Board at the time of deciding on the dividend distribution regarding the company's compliance with the distribution tests:

1. The Board, after reviewing the company's compliance with the distribution tests set forth in Section 302(a) of the Companies Law, including the profit test and the solvency test, concluded the company passes the tests.
2. The company has retained earnings enabling the declared dividend.
3. The Board reviewed the company's ability to distribute the dividend, taking into account the company's financial situation, including:
3.1 The company's outstanding liabilities to banks as of the date of the dividend approval.
3.2 The company's forecasted cash flow for the upcoming years.
3.3 The impact of the dividend distribution on the company's capital structure, liquidity, continued operations, investment plans, and necessary resources.
4. The Board concluded:
4.1 The company's cash balances as of November 30, 2025 and cash flow forecast for the coming years allow the dividend payout without adversely affecting the company's financial state, capital structure, or future investments.
4.2 After the distribution, the company will continue to fulfill all financial covenants to which it is committed vis-à-vis the banks.
5. The information in sections 4.1 to 4.2 is forward-looking as defined in the Securities Law, 1968. These estimates are based on the company's analysis of cash flows, existing, and foreseeable bank liabilities, cash flow forecasts, and review of financial covenants. These estimates may not materialize, in whole or in part, or may materialize materially differently due to risk factors detailed in the company's 2024 periodic report.

Authorized Signatories on behalf of the Corporation

	Signatory Name	Position
1	Limor Avidor	Other: Deputy CEO and Corporate Secretary

Explanation: By 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. Staff opinion can be found at the Securities Authority website: [Click here](#).

- Securities of the corporation are listed for trade on the Tel Aviv Stock Exchange.

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Previous Names of Reporting Entity: Mivtach Shamir Insurance Agency Ltd., Atas Food Industries Ltd., Atas Halva Tahini and Sweets Industries Ltd.

Electronic Reporter Name: Almog Arana **Position:** CFO **Address:** HaBarzel 27, Tel Aviv 69710 **Phone:** 03-7684949 **Fax:** 03-6442099 **Email:** orna@msgroup.co.il

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