Y.D. Mor Investments Ltd. (the Company)

To:
Israel Securities Authority
www.isa.gov.il

To:
Tel Aviv Stock Exchange Ltd.
https://www.tase.co.il/en

23 November 2025

Re: Entering into a Directors and Officers Liability Insurance Policy

On 18 November 2025 and on 23 November 2025, the Audit Committee, acting as the Compensation Committee (the Compensation Committee), and the Company's Board of Directors, in accordance with the provisions of Regulation 1b1 of the Companies Regulations (Reliefs in Transactions with Interested Parties), 2000, and according to the Company's compensation policy for officers, approved the Company's entry into a transaction with The Phoenix Insurance Company Ltd. for the purchase of a directors and officers liability insurance policy that will apply to all current directors and officers and/or those who have served and/or who will serve from time to time in the Company and its subsidiaries, including for the CEOs of the Company and/or officers who are controlling shareholders in the Company and/or their relatives and/or anyone in whom the controlling shareholders have a personal interest regarding the insurance policy with respect to them, serving and/or who have served and/or who will serve from time to time, for a period of 12 months commencing on 1 December 2025 and ending on 30 November 2026 (the Policy or the Insurance Policy and the Insurance Period, respectively).

Main Terms of the Transaction

The main terms of the insurance policy are as follows:

1. The liability limit in the insurance policy is USD 30 million per event and in total for the entire insurance period.
2. The insurance policy is extended to also cover civil claims against the Company that are filed in Israel concerning the purchase or sale of Company securities traded on the Tel Aviv Stock Exchange (Entity Cover). Regarding this extension, terms have been set for the payment of insurance benefits whereby the right of the officers to receive indemnification from the insurer precedes that of the Company.
3. The insurance premium for the entire insurance period for the entire group is at market terms.
4. The directors and officers do not bear any personal deductible for claims filed against the directors and officers.
5. The Company's deductible is USD 100,000 per claim (in claims filed in the USA and Canada and in civil claims filed directly against the Company itself under securities laws – USD 200,000).

On 18 November 2025 and on 23 November 2025, the Audit Committee, acting as the Compensation Committee (the Compensation Committee), and the Company's Board of Directors, in accordance with the provisions of Regulation 1b1 of the Companies Regulations (Reliefs in Transactions with Interested Parties), 2000, and according to the Company's compensation policy for officers, approved the Company's entry into a transaction with The Phoenix Insurance Company Ltd. for the purchase of a directors and officers liability insurance policy that will apply to all current directors and officers and/or those who have served and/or who will serve from time to time in the Company and its subsidiaries, including for the CEOs of the Company and/or officers who are controlling shareholders in the Company and/or their relatives and/or anyone in whom the controlling shareholders have a personal interest regarding the insurance policy with respect to them, serving and/or who have served and/or who will serve from time to time, for a period of 12 months commencing on 1 December 2025 and ending on 30 November 2026 (the Policy or the Insurance Policy and the Insurance Period, respectively).

Main Reasoning of the Decision

The Compensation Committee and the Company's Board of Directors believed that approving the entry into the insurance policy is for the benefit of the Company, fair and reasonable under the circumstances, based, among other things, on the following reasons:

1. The insurance policy grants the directors and officers in the Company and its subsidiaries proper protection, according to their duties and considering the growth in the Group's activity in recent years.

2. The terms of the insurance policy are identical for all directors and officers in the Company and its subsidiaries, including controlling shareholders and their relatives.

3. Granting directors and officers liability insurance is a common practice in public companies of the Company's type. It enables the directors and officers to perform their duties independently for the benefit of the Company, considering the significant responsibility imposed on them by law.

4. The policy terms correspond to the Company's compensation policy for officers.

5. Entry into the policy is at market terms and is not expected to materially affect the Company's profitability, assets, or liabilities.

Respectfully,
Y.D. Mor Investments Ltd.

Names and positions of the authorized signatories on behalf of the Company:

Mr. Meir Gridish, Chairman of the Board

Mr. Yosef Levi, Co-CEO