

# O.Y. NOFAR ENERGY LTD

Registry number: 514599943

To: Israel Securities Authority / Tel Aviv Stock Exchange Ltd

Form number: T087 (Public)

Reported via MAGNA on: 01/12/2025

Reference: 2025-01-095353

## Capital Structure, Grant of Rights to Purchase Shares, and Registers of the Corporation's Securities and Changes Therein

Regulation 31E to Securities Regulations (Periodic and Immediate Reports), 1970  
Regulation 31(a) to Securities Regulations (Periodic and Immediate Reports), 1970  
Regulation 31(b1) to Securities Regulations (Periodic and Immediate Reports), 1970  
Regulation 32 to Securities Regulations (Periodic and Immediate Reports), 1970

### Nature of change:

Issuance of restricted share units (RSUs) to the CEO of the company and a central report regarding allocation of shares following the exercise of warrants by employees.

*Note: Please briefly describe the nature of the change.*

### Reference numbers of prior related reports:

\_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_

## 1. The corporation's securities portfolio after the change:

| Name and Type of Security    | Security Number on TASE | Quantity in Registered Capital | Issued and Paid-up Capital                     | Quantity Registered Under the Nominee Company |
|------------------------------|-------------------------|--------------------------------|------------------------------------------------|-----------------------------------------------|
| Nofar Ordinary Shares        | 1170877                 | 50,000,000                     | Last Report: 35,543,828<br>Current: 35,543,916 | 35,543,916                                    |
| Nofar Energy Bond 1          | 1179340                 | 290,868,638.16                 | 290,868,638.16 Current: 290,868,638.16         | 290,868,638.16                                |
| Nofar Energy Bond 2          | 1198035                 | 499,993,000                    | 499,993,000 Current: 499,993,000               | 499,993,000                                   |
| Nofar Energy Bond 3          | 1198043                 | 803,054,950                    | 803,054,950 Current: 803,054,950               | 803,054,950                                   |
| Nofar Energy Bond 4          | 1211416                 | 756,289,369.25                 | 756,289,370 Current: 756,289,370               | 756,289,370                                   |
| Nofar Employee Warrants      | 1190255                 | 0                              | Last Report: 1,489,179<br>Current: 1,486,589   | 0                                             |
| Restricted Share Units (RSU) | 0000000                 | 0                              | Last Report: 0 Current: 1,777,191              | 0                                             |

*Note: Please detail all company securities, including those not listed for trading.*

## 2. The Corporation announces:

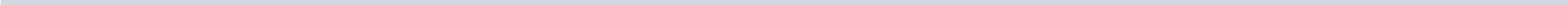
Between **17/11/2025** and **01/12/2025**

A change occurred in the amount 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:**

Allocation of restricted share units (RSU) to Ofer Yanai Assets Ltd., a company wholly owned by Mr. Ofer Yanai (controlling shareholder, CEO, and director of the company), following the approval of the general assembly of 26.12.2025 (Reference number: 2025-01-093089), as detailed in the special assembly invitation report dated 22 October 2025, as amended on 13 and 20 November 2025 (Reference numbers: 2025-01-078697, 2025-01-086898, and 2025-01-090006, respectively), and also a central report regarding allocation of shares as a result of employee warrant exercise.

*Note: Please describe all the details of the transaction or action that caused the change in the securities of the corporation.*



**Table of changes:**

**1. Ofer Yanai Assets Ltd.**

- Holder ID: 515697084 (Israeli Companies Register)
- Nature of change: Private allocation
- Change date: 01/12/2025
- Executed via TASE Clearing House: No
- Type and name of security: Restricted Share Units (RSU) (Security No: 00000000)
- Last report holding: 0
- Holding after change: 1,777,191
- Total amount changed: 1,777,191
- Is this granting of rights to purchase shares: Yes
- Total proceeds for allocated securities: None
- Security number of share to be derived from exercise: 1170877
- Number of shares from full exercise/conversion: 1,777,191
- Additional exercise proceeds: 533,157.3 NIS
- Exercise period: As detailed in section 4.7(9) of the mentioned meeting report
- Securities allocated will be listed for trading: No
- Allocation continues the report: Private Offer report dated 20/11/2025 reference 2025-01-090006
- Security was fully paid and proceeds received in full.

**2. Altshuler Trusts Ltd.**

- Holder ID: 513901330 (Israeli Companies Register)
- Nature of change: Exercise of warrants
- Change date: 17/11/2025
- Executed via TASE Clearing House: Yes
- Type and name of security: Nofar Employee Warrants (Security No: 1190255)
- Last report holding: 1,489,179
- Holding after change: 1,486,589
- Total amount of change: 2,590
- Is this granting of rights to purchase shares: No
- Security was fully paid and proceeds received in full.

**3. The Nominee Company of the Tel Aviv Stock Exchange Ltd.**

- Holder ID: 515736817 (Israeli Companies Register)
- Nature of change: Exercise of warrants
- Change date: 17/11/2025
- Executed via TASE Clearing House: Yes
- Type and name of security: Nofar Ordinary Shares (Security No: 1170877)
- Last report holding: 35,543,828
- Holding after change: 35,543,916
- Total amount of change: 88
- Is this granting of rights to purchase shares: No
- Security was fully paid and proceeds received in full.

Explanations:

1. If the change affects more than one security, the effect should be detailed in a separate row for each security.
2. Date of change – all changes of the same type, in the same security, executed on one day, should be summarized in a single row.  
In this regard – changes via the Clearing House should be separated from those made in company books.
3. Change – for a reduction add the sign "-".
4. All quantity fields should specify quantity of securities, not NIS par value.

3. Main Shareholders Register as of the Report Date:

| No. | Registered Shareholder Name                             | ID Type                    | ID Number | TASE Security Number | Share Type and Par Value | Number of Shares | Holder as Trustee |
|-----|---------------------------------------------------------|----------------------------|-----------|----------------------|--------------------------|------------------|-------------------|
| 1   | The Nominee Company of the Tel Aviv Stock Exchange Ltd. | Israeli Companies Register | 515736817 | 1170877              | Nofar Ordinary Shares    | 35,543,916       | No                |

4. Attached is a file of the shareholders register as required by Section 130 of the Companies Law, 1999
  5. Attached is an updated file of the corporation's securities registers, including the options holders register and the BONDS (government bonds) holders register:  
**משפטי\דיווחים מיידיים\2025\2025-12-01 - ת87 יחידות מניה חסומות עופר ינאי ודוח מרכז מימוש\isa.pdf (G:\Shared drives\מרשם\_ניע)**  
**isa.pdf (אופציות\מרשם\_ניע)**
- Alt: isa securities register

**Details of Authorized Signatories on behalf of the Corporation:**

| No. | Name       | Position         |
|-----|------------|------------------|
| 1   | Ofer Yanai | CEO and Director |
| 2   | Nir Peleg  | CFO              |

*Note: According to Regulation 5 to the Periodic and Immediate Reports Regulations (1970), a report filed under these regulations will be signed by the authorized signatories on behalf of the corporation. Staff position can be found on the Authority's website: [Click here](#)*

**Previous names of reporting entity:**

**Electronic reporter name:** Yanai Ofer Yosef  
**Position:** Acting CEO and Director  
**Employer Company:**  
**Address:** Hatachana 1, Kfar Saba, 4453001  
**Phone:** 09-3750003  
**Fax:** 08-3750061  
**Email:** [ofer@nofar-energy.co.il](mailto:ofer@nofar-energy.co.il)

**Company website:** [www.nofar-energy.com](http://www.nofar-energy.com)

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

**Short name:** Nofar Energy



**Form structure last updated: 06/08/2024**

### Glossary Used:

- BONDS (אג"ח/אגרות החוב): Government bonds
- Warrant (אופ'): Warrant
- Warrants (אופציות): Warrants
- RSU: Restricted Share Unit
- Par value (ע.ג): Par value
- Security/securities (ני"ע): Security/securities

### Images:

- מספטי\דיווחים מיידיים\2025\2025-12-01 - ת87 יחידות מניה חסומות עופר ינאי ודוח מרכז מימוש\G:\Shared drives\isa securities register\isa.pdf) אופציות\מרשם ניע

*Alt text: isa securities register*