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O.Y. Nofar Energy Ltd.

("the Company")

April 19, 2026

Re: Immediate report regarding the convening of a special general meeting of the Company's shareholders

In accordance with the provisions of the Companies Law, 5759-1999 ("the **Companies Law**"), the Securities Law, 5728-1968 ("the **Securities Law**"), the Securities Regulations (Periodic and Immediate Reports), 5730-1970 ("the **Reporting Regulations**"), the Companies Regulations (Notice and Announcement of a General Meeting and a Class Meeting in a Public Company), 5760-2000 ("the **Notice and Announcement Regulations**"), the Company is pleased to announce the convening of a special general meeting of the Company's shareholders (the "**Meeting**"), which will convene on Sunday, May 24, 2026, at 13:00, at the Company's offices, Menivim Tower, 1 HaTachana Street, Kfar Saba.

Part A - The Item on the Meeting's Agenda

1. Transition to the provisions of Chapter E'3 of the Securities Law

1.1. As detailed in the Company's immediate report dated April 16, 2026 (Reference No.: 2026-01-035217), the Company's Board of Directors approved proceeding with the process of listing the Company's ordinary shares for dual listing on a stock exchange in the United States.

1.2. It is proposed to approve the application of the provisions of Chapter E'3 of the Securities Law to the Company upon the listing of the Company's shares on a U.S. stock exchange, listed in the Second or Third Schedule to the Securities Law as stated, such that insofar as the Company decides to list the Company's shares for trading on a U.S. stock exchange, subject to such listing, the provisions of Chapter E'3 of the Securities Law and the regulations thereunder shall apply to the Company instead of the provisions of Chapter F of the Securities Law. Accordingly, the Company will report to the public in Israel in accordance with the reporting rules applicable to it in the U.S. (subject to the exceptions established in Israeli law), while maintaining transparency towards investors in Israel and making material information accessible in a clear, consistent, and complete manner. The purpose of the change in the reporting format is, among other things, to prevent duplicate reporting, which may contain information gaps and/or be interpreted differently by the Company's security holders, and to provide certainty to security holders regarding the Company's reports. Furthermore, the change in the reporting format will reduce duplicate Company expenses involved in preparing reports. It should be noted that upon transition to the aforementioned reporting format, the Company intends to publish quarterly reports including financial information, in the format customary for Israeli companies traded on a dual listing on the Tel Aviv Stock Exchange Ltd. and on a U.S. stock exchange.

1.3. In addition, the Company undertakes that as long as Series A, Series B, Series C, Series 4, and Series 5 BONDS of the Company (collectively: the "**BONDS**"), are listed for trading on the Tel Aviv Stock Exchange only (i.e.: the BONDS are not simultaneously listed for trading on a U.S. stock exchange), and the Company reports to the public in Israel in accordance with Chapter E'3 of the Securities Law, the provisions of Corporate Decision No. 1-2013, published on September 9, 2013, by the Israel Securities Authority and updated on June 27, 2017, concerning "Change in the treatment model"

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and granting an exemption to dual-listed companies that issue BONDS 300' in Israel ("**the Hybrid Disclosure Model**"), the essence of which is as follows:

1.3.1. As of the date of the change in the reporting format, the Company will examine whether "warning signs" exist, as defined in Section 10(b)(14) of the Reporting Regulations, and from the date such warning signs exist, and as long as the warning signs exist, the additional reporting obligations will apply to the Company, as detailed below:

(a) Regulation 10(b)(14) of the Reporting Regulations - disclosure regarding the existence of warning signs in the corporation and the attachment of a projected cash flow report in cases required by the regulation; the examination of warning signs will be done based on the Company's consolidated financial statements (or based on the publication of its consolidated quarterly financial data, to the extent published);

(b) Regulation 10(b)(1)(d) of the Reporting Regulations - disclosure regarding the examination conducted by the Board of Directors regarding the Company's liquidity status, where one or more warning signs exist, and the reasons for the decision;

(c) Regulation 35a of the Reporting Regulations - immediate reports for the benefit of holders of outstanding debt certificates;

(d) Regulation 37 (a) (1) of the Reporting Regulations - details on dividend distribution;

(e) Regulation 37(a) (5) of the Reporting Regulations - early redemption of BONDS;

(f) Regulation 31h of the Reporting Regulations - settlement or arrangement;

(g) Regulations 37k-37kh - disclosure regarding debt arrangements.

1.3.2. In addition, the Securities Authority will be able to exercise its following powers in relation to the requirements of the Hybrid Disclosure Model:

(a) The Authority's powers to demand the receipt of information, details and documents related to the information requested within the framework of the Hybrid Disclosure Model;

(b) The Authority's powers regarding a demand for the publication of an immediate report and/or an amending report and/or a supplementary report; and-

(c) The Authority's powers regarding a demand for the addition of disclosure or information as stated in the Company's reports, to the extent necessary for the purpose of protecting the investing public in BONDS in accordance with the Hybrid Disclosure Model.

The application of the provisions of Chapter E'3 of the Securities Law is subject to obtaining the approvals of the holders of the Company's securities and the approval of the Securities Authority.

Insofar as the required majority is not achieved in the general meeting of shareholders and/or in the BONDS meetings as stated in Section 2 of this report, the Company will continue to report in accordance with the provisions of Chapter F of the Securities Law, in addition to reporting in accordance with US securities laws.

Text of the proposed resolution:

To approve the transition to the provisions of Chapter E'3 of the Securities Law, upon and subject to the completion of the registration of the Company's shares for trading on a stock exchange in the

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United States.

Part B - General

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2. **The majority required for passing the resolution**

The majority required for passing the resolution detailed in section 1 (beyond the provisions of Chapter 5(3)), in accordance with the provisions of section 35LB of the Securities Law, an ordinary majority of all the votes of the shareholders, excluding the controlling shareholders, participating in the vote, is required.

3. **Details regarding the percentage of holdings of the controlling shareholder in the company**

The controlling shareholder in the company is Mr. Ofer Yannay, who holds[1] a total of approx. 29.90% (approx. 31.96% on a fully diluted basis) of the total voting rights in the company. The percentage of the controlling shareholder's holdings will not grant him the majority required to approve the resolution on the agenda.

4. **Quorum and adjourned meeting**

No discussion shall be opened at the general meeting unless a quorum is present at the time the meeting is opened. A quorum shall be formed when shareholders (one or more) are present, in person or by proxy, holding together at least 25% of the voting rights in the company. If half an hour after the time set for the meeting a quorum is not present, it shall be adjourned to Sunday, May 31, 2026, at the same time and place. If at the adjourned meeting a quorum is not present half an hour after the time set for the meeting, the meeting shall be held with any number of participants.

5. **The Record Date for determining eligibility**

The record date for determining eligibility to vote at the shareholders' meeting, as stated in section 182 of the Companies Law and regulation 3 of the Voting in Writing Regulations, is Friday, April 24, 2026 ("**Record Date**"). If no trading takes place on the Record Date, then the Record Date shall be the last trading day preceding this date.

6. **Voting Method**

Shareholders may vote on all resolutions on the agenda as detailed above, in person or by proxy, and also by electronic voting paper (as defined below) or written voting paper (as defined below).

(a) **Proof of ownership**

In accordance with the Companies Regulations (Proof of Ownership of a Share for the Purpose of Voting at a General Meeting), 5760-2000 ("**Proof of Ownership Regulations**"), an unregistered shareholder for whose benefit shares are registered with a TASE member and those shares are included among the shares registered in the shareholders' register in the name of a registration company ("**unregistered shareholder**"), may participate in the voting only if they provide, at the time and in the manner specified below, a certificate from the TASE member with whom shares are registered for their benefit ("**TASE member**"), regarding their ownership of the shares on the Record Date in accordance with the Proof of Ownership Regulations ("**Proof of Ownership**").

In accordance with the Proof of Ownership Regulations, an unregistered shareholder is entitled to receive Proof of Ownership from a TASE member.

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[1] Holdings totaling approx. 4.61% (representing approx. 8.56% on a fully diluted basis) held directly by Mr. Ofer Yannay.

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Mr. Ofer Yannay holds 1,762,289 restricted shares which are included in the full dilution in the preamble of this footnote.

And also holdings totaling approx. 25.29% (representing approx. 23.40% on a fully diluted basis) through Ofer Yannay Group Ltd. held 80% by Mr. Ofer Yannay and 20% by Leumi Partners Ltd.

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In writing, which shall be prepared according to the form in the supplement to the Proof of Ownership Regulations and signed by a TASE member ("**Ownership Confirmation Form**").

An unregistered shareholder is entitled to receive the Ownership Confirmation Form at a branch of the TASE member or by mail to their address for the cost of shipping only, if requested. A request for this purpose shall be given in advance for a specific securities account.

Additionally, an unregistered shareholder may instruct a TASE member that their ownership confirmation be transferred to the company via the electronic voting system operating under Subchapter B of Chapter G'2 of the Securities Law ("**Electronic Voting System**"). Registration in the Electronic Voting System shall be deemed equivalent to ownership confirmation under the Proof of Ownership Regulations.

(b) **Ways to participate and vote in the meeting**

Shareholders entitled to participate in the meeting and vote may do so, at their choice, in one of the following ways: (1) attend the meeting and vote in person, as detailed below; (2) appoint a proxy to attend the meeting and vote in their stead pursuant to a letter of appointment, as detailed below; (3) vote via a voting ballot, as detailed below; (4) an unregistered shareholder may vote via the Electronic Voting System, as detailed below.

In accordance with Section 83(d) of the Companies Law, if a shareholder voted in more than one way, their later vote shall be counted; for this purpose, a vote by a shareholder in person or via a proxy shall be considered later than a vote via a voting ballot.

(c) **Participation in the meeting and voting by the shareholder in person**

An unregistered shareholder who wishes to attend the meeting and vote in person shall provide the company with the Ownership Confirmation Form up to 48 hours before the meeting time, in the manner detailed below.

A shareholder will be required to identify themselves upon arrival at the meeting by presenting an identification card to the Chairman of the meeting or to anyone appointed by the Chairman of the meeting for this purpose, and an unregistered shareholder will also be required to present the Ownership Confirmation Form, unless their ownership confirmation was transferred to the company via the Electronic Voting System.

(d) **Participation in the meeting and voting via a proxy pursuant to a letter of appointment**

A shareholder wishing to appoint a proxy to attend the meeting and vote in their stead ("**Proxy**") shall sign a letter of proxy appointment ("**Letter of Appointment**"). If the appointor is a corporation, the Letter of Appointment shall be signed in a manner that binds the corporation, and they shall provide, if requested, a written confirmation from an attorney or an accountant regarding the authority of the signatories to bind the corporation.

A shareholder shall provide the company with the Letter of Appointment, or a proper copy thereof, together with the Ownership Confirmation Form, up to twenty-four (24) hours before the meeting time, in the manner detailed below. The Letter of Appointment shall also be valid for an adjourned meeting of the meeting to which the Letter of Appointment refers, unless otherwise stated in the Letter of Appointment.

If the meeting was adjourned, or if a decision was made to hold a follow-up meeting, an unregistered shareholder may appoint a proxy

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To vote at the adjourned meeting or the continuation meeting, as the case may be, in the manner detailed above, whether he was present at the original meeting himself or by proxy.

The chairman of the meeting may, at his discretion, accept such an appointment letter even after the time specified above, if he finds it appropriate, at his discretion. If the appointment letter was not received as stated above, it shall not be valid for that meeting.

A proxy will be required to identify himself upon arrival at the meeting by presenting an identification card to the chairman of the meeting or to someone appointed for this purpose by the chairman of the meeting and to present to him the appointment letter, or a suitable copy thereof, and the ownership confirmation form (if the appointer is an unregistered shareholder), unless the ownership confirmation of the appointer was transferred to the company through the electronic voting system.

In the event that the shareholder wishes to vote at the general meeting in person, by proxy, by electronic voting ballot or by written voting ballot, he shall provide the company with a confirmation of his ownership of the share on the record date, from the stock exchange member with whom shares are registered to the credit of the shareholder, in accordance with Form 1 in the appendix to the Proof of Ownership Regulations, until the date of the meeting.

(e) **Voting via Voting Ballot**

A shareholder wishing to vote by voting ballot, as defined in Section 87 of the Companies Law, instead of participating in the meeting in person and/or by proxy and/or by electronic voting ballot, may do so on the second part of the voting ballot attached to this summons report ("Voting Ballot"). A shareholder's vote by voting ballot shall be deemed as if he were present and participated in the meeting both for the purpose of the required quorum at the meeting and for the purpose of calculating the voting results.

An unregistered shareholder wishing to vote by voting ballot shall provide the company, up to 4 hours before the voting time, with the voting ballot signed by him as well as the ownership confirmation form, unless his ownership confirmation was transferred to the company via the electronic voting system. The voting ballot shall be valid for an unregistered shareholder only if an ownership confirmation form is attached to it or if an ownership confirmation was sent to the company via the electronic voting system.

A shareholder registered in the register of shareholders ("**Registered Shareholder**") wishing to vote by voting ballot shall provide the company, up to 6 hours before the voting time, with the voting ballot signed by him along with a photocopy of an ID card, passport or certificate of incorporation. The voting ballot shall be valid for a registered shareholder only if a photocopy of an ID card, passport or certificate of incorporation was sent to the company.

An unregistered shareholder is entitled to receive from the stock exchange member by email, free of charge, a link to the text of the voting ballot and position statements on the distribution site, unless such shareholder notified the stock exchange member that he does not wish to receive such a link (provided that the notice was given regarding a specific securities account and at a date prior to the record date) or notified that he wishes to receive voting ballots by mail for payment; his notice regarding voting ballots shall also apply to receiving position statements.

A shareholder may contact the company and receive from it, free of charge, the text of the voting ballot, or with his consent, a link to the text of the voting ballot on the distribution site. The company will send, free of charge, a voting ballot to the registered shareholders on the day of publication of this report.

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One or more shareholders holding shares in a proportion representing five percent or more of the total voting rights in the company (i.e., 1,913,075 shares) as well as those holding such a proportion of the total voting rights that are not held by the controlling shareholder in the company (i.e., 1,341,400 shares) as defined in Section 268 of the Companies Law, is entitled to review the voting papers as detailed in Regulation 10 of the Companies Regulations (Written Voting and Position Statements), 2005.

(f) **Participation in the Meeting via the Electronic Voting System**

The addresses of the distribution site of the Israel Securities Authority ("Distribution Site") and the TASE website, where the version of the voting paper and position statements as defined in Section 88 of the Companies Law can be found, are: www.magna.isa.gov.il and www.maya.tasa.co.il, respectively. Voting via a voting paper shall be done on the second part of the voting paper as published on the Distribution Site.

According to the Written Voting Regulations, the TASE member shall enter into the electronic voting system a list containing the required details regarding each of the unregistered shareholders holding shares through it on the record date ("List of Eligible Voters").

An unregistered shareholder appearing on the List of Eligible Voters is entitled to vote at the meeting via an electronic voting paper that will be transmitted to the company through the electronic voting system.

An unregistered shareholder may notify the TASE member in writing by 12:00 PM on the record date that they do not wish to be included in the List of Eligible Voters.

The TASE member shall transmit to each of the shareholders included in the List of Eligible Voters and who receive notices from the TASE member via email or through a communication system linked to the TASE member's computer, the details required for voting in the electronic system, including an access code for the purpose of voting in the system.

From the end of the record date until six hours before the time of the meeting ("System Lockdown Time"), the electronic voting system will allow unregistered shareholders eligible to vote through the electronic voting system to log into the electronic voting system, while identifying and using a unique access code, and to vote or change a previous vote.

The electronic vote shall be subject to change or cancellation until the System Lockdown Time, and it will not be possible to change it via the system after this time.

In a case where the meeting is adjourned after the System Lockdown Time or a follow-up meeting is scheduled, an unregistered shareholder who voted through the electronic voting system will not be able to change their vote through the system. The scheduling of an adjourned meeting or a follow-up meeting does not prevent a shareholder who voted through the electronic voting system at that meeting from changing their vote, except that they may do so through any other voting means as detailed above.

A shareholder who has transmitted a confirmation of ownership to the company through the electronic voting system, and seeks to vote by other voting means, is not required to transmit a new confirmation of ownership to the company for the purpose of voting at the adjourned meeting or follow-up meeting.

Votes cast in the electronic voting system until the System Lockdown Time shall be counted (as long as they have not

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(...were later changed by the voter) within the framework of the results of the adjourned meeting or the continued meeting, both for the purpose of the required legal quorum at the meeting and for the purpose of calculating the voting results.

7. **Position Statements**

The deadline for providing position statements to the Company by a shareholder, in accordance with the Voting in Writing Regulations, is up to ten (10) days before the meeting date. The Company will publish the text of the position statement as stated, no later than one day after the shareholder provided it to the Company.

A position statement that includes the response of the Company's board of directors may be submitted up to five (5) days before the meeting date. A shareholder is entitled to contact the Company and receive from it, free of charge, the version of the position statements received by it.

A company shall send to the registered shareholders the text of any position statement, no later than the end of the business day following its receipt; a position statement including the response of the Company's board of directors as stated in Section 88(c) of the Companies Law, will be sent to the registered shareholders on the day it is provided to the Israel Securities Authority and the TASE.

8. **Adding an Item to the Agenda**

After the publication of this summoning report, there may be changes to the agenda, including the addition of an item to the agenda. Additionally, position statements may be published. The updated agenda and position statements can be reviewed in the Company's reports to be published on the distribution site.

A request by a shareholder to include a topic in the meeting's agenda in accordance with Section 66(b) of the Companies Law and in accordance with Regulation 5a of the Notice and Announcement Regulations shall be submitted to the Company up to seven (7) days after the summoning of the meeting, provided that the subject is suitable to be discussed at a general meeting. Should the board of directors find that a subject requested for inclusion in the agenda is suitable to be discussed at the general meeting, the Company will prepare an updated agenda and a revised voting paper (as required). It is clarified that, insofar as the Company publishes an updated agenda, the publication of the updated agenda does not change the record date as determined in this summoning report.

9. **Manner of Submitting Documents**

The documents that the shareholder must provide to the Company in accordance with the above instructions may be provided, by the dates specified above, in one of the following ways: by hand delivery or email to the email address tami.f@nofar-energy.co.il or by registered mail to the Company's offices at 1 HaTachana St., 11th floor, Kfar Saba ("**the Company's Offices**").

10. **Details of the Company's Representative Regarding the Handling of the Summoning**

The Company's representatives for handling this summoning are Adv. Yael Weiss and Debi Berenson from the firm Meitar | Law Offices, 16 Abba Hillel St., Ramat Gan, Tel: 03-6103186; Email: Debi.beren@meitar.com.

11. **Inspection of Documents**

The Company's shareholders will be able to inspect this immediate report and the documents relating to the proposed resolutions at the meeting, at the Company's offices, during normal business hours and after prior coordination via email at tami.f@nofar-energy.co.il, until 24 hours

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before the time of the meeting or the adjourned meeting (as designated). Additionally, the report can be viewed on the distribution site and the TASE website.

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Sincerely,

O.Y. Nofar Energy Ltd.

By: Mr. Ofer Yannay, CEO and Director.