

ONE SOFTWARE TECHNOLOGIES LTD

Re: Immediate Report pursuant to Section 37A(5) of the Securities Regulations (Periodic and Immediate Reports), 1970

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

To:
Tel Aviv Stock Exchange
maya.tase.co.il

November 16, 2025

Immediate Report pursuant to Section 37A(5) of the Securities Regulations (Periodic and Immediate Reports), 1970

The Company hereby announces that in accordance with the provisions of Sections 1(3) and 1B(5) of the Companies Regulations (Relief in Transactions with Controlling Shareholders), 2000 (the Relief Regulations), the Company's Board of Directors has approved the Company's entry into a joint directors and officers liability insurance policy for the Company and Direct Computation Group Ltd (the controlling shareholder), for an additional insurance period from December 1, 2025, until November 30, 2026, with a limit of liability per case and period of 22.5 million US dollars and at an annual premium of approximately 55 thousand US dollars for the joint policy (where the Company's share will be determined according to the Premium Allocation Key, as defined below).

It is clarified that entering into the insurance policy may be subject to approvals in the controlling shareholder.

The extension of the company's officers' insurance policy is in accordance with the decision of the Company's General Meeting, which approved on June 25, 2023, the Company's engagement, from time to time, in a joint policy with the controlling shareholder for directors and officers liability insurance, as may exist from time to time, for several additional insurance periods, valid from August 1, 2023, for three years, which may also be extended further by extending the policy, as per the conditions of the framework transaction (as defined below) or under better terms, provided that the engagements are approved by the Audit Committee and the Board of Directors of the Company at the end of the insurance period, under their authority according to Section 1(3) of the Relief Regulations.

The terms of the framework transaction are as follows: according to the framework transaction, the limit of liability per case and period will stand at 30 million US dollars, the maximum annual premium for the policy in any of the insurance periods will not exceed 70 thousand US dollars per year. The premium allocation key between the Company and the controlling shareholder is structured so that 50% of the premium is divided according to the expected revenues during the policy period, and 50% is weighted equally for each of the companies (the Premium Allocation Key).

Below are the reasons of the Audit Committee and Board of Directors for extending the engagement in the officers' insurance policy:

- A. The Company's engagement in directors and officers liability insurance is standard protection that a public company seeks to provide to its officers operating on its behalf and is in accordance with the provisions of the law and the Company's articles of association.
- B. The policy terms, as detailed above, are appropriate according to market standards for public companies of the Company's size and area of activities, and according to the opinion of the Company's insurance advisor, as presented to the Board of Directors.
- C. The terms of the insurance policy are in accordance with the terms of the framework transaction, which was approved by the Company's General Meeting according to Section 275 of the Companies Law, 1999 (the Companies Law), and is valid as of this date and in accordance with the Company's compensation policy.
- D. The deal terms for the Company do not materially differ from those of the controlling shareholder, considering its relative share in the transaction (according to the Premium Allocation Key).

ONE SOFTWARE TECHNOLOGIES LTD

- e. The terms of engagement regarding directors' insurance on behalf of the controlling shareholder are identical to the terms of engagement for the insurance of the other officers in the company, and the engagement in the insurance policy is on market terms and is not expected to materially affect the profitability of the company, its assets or its liabilities.
- f. The transaction does not include a distribution, as defined in the Companies Law.

Respectfully and with regards,

ONE SOFTWARE TECHNOLOGIES LTD

This report was signed by: Uri Enoch, Chief Financial Officer