

SHAPIR ENGINEERING AND INDUSTRY LTD

Registry Number: 514892801

To: Securities Authority | Email: www.isa.gov.il

To: Tel Aviv Stock Exchange Ltd. | Email: www.tase.co.il

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Immediate Report on the Holdings of Interested Parties and Senior Officers

Regulation 33 (c)-(d) of the Securities Regulations (Periodic and Immediate Reports), 1970

Reference Numbers of Previous Reports on the Subject:

_____, _____, _____.

The following is the status as of 31/12/2025:

A. Interested Parties in the Corporation

(Including CEO and directors, and any other employee holding five percent or more of the issued share capital or voting power of the corporation):

Holder Number	Holder Name	Name, Type & Series of Security	Updated Quantity of Securities	Holding Percentage	Fully Diluted Holding Percentage
1	Harel Shapira	Ordinary Share	52,367,500	14.64%	13.99%
2	Israel Shapira	Ordinary Share	52,367,500	14.64%	13.99%
3	Gil Shapira	Ordinary Share	52,367,500	14.64%	13.99%
4	Chen Shapira	Ordinary Share	52,367,500	14.64%	13.99%
5	Yehuda Segev	Non-tradable Options 01/21	33,007	0%	0%
6	CLAL INSURANCE ENTERPRISES HOLDINGS LTD (Nostro)	Ordinary Share	294,715	0.8%	0.8%
7	CLAL INSURANCE ENTERPRISES HOLDINGS LTD (Provident and Pension Funds)	Ordinary Share	29,600,325	8.27%	7.91%
8	PHOENIX FINANCIAL LTD (Nostro)	Ordinary Share	478,106	0.13%	0.13%
9	THE PHOENIX INVESTMENTS HOUSE LTD (Companies managing mutual investment funds in trust)	Ordinary Share	3,940,436.96	1.10%	1.05%
10	THE PHOENIX INVESTMENTS HOUSE LTD (Market Maker)	Ordinary Share	42.14	0%	0%
11	PHOENIX FINANCIAL LTD (Provident and Pension Funds)	Ordinary Share	24,879,260	6.95%	6.65%
12	PHOENIX FINANCIAL LTD (Participating Life Insurance Accounts)	Ordinary Share	53,659	0.01%	0.01%
13	MIGDAL INSURANCE & FINANCIAL HOLDINGS LTD (Participating Life Insurance Accounts)	Ordinary Share	15,656,235	4.38%	4.18%
14	MIGDAL INSURANCE & FINANCIAL HOLDINGS LTD (Companies managing mutual investment funds in trust)	Ordinary Share	3,748,767	1.05%	1.0%
15	MIGDAL INSURANCE & FINANCIAL HOLDINGS LTD (Nostro)	Ordinary Share	165,000	0.05%	0.04%
16	SHAPIR ENGINEERING AND INDUSTRY LTD	Ordinary Share	66,051	0%	0%

Total Holding Percentage:

- **Equity:** 81.3%, **Voting:** 81.3%
- **Fully Diluted Equity:** 77.73%, **Voting:** 77.73%

B. Senior Officers in the Corporation

(Excluding CEO and directors, and excluding any other employee holding five percent or more of the issued share capital or voting power of the corporation):

They do not hold securities of the corporation.

Below is the holding status of senior officers in the corporation:

Holder Number	Holder Name	Name, Type & Series of Security	Updated Quantity of Securities	Holding Percentage	Fully Diluted Holding Percentage
17	Amir Shaked	Non-tradable Options 01/21	134,417	0%	0.03%
18	Moshe Zabolosky	Non-tradable Options 01/21	190,674	0%	0.05%

Total Holding Percentage:

- **Equity:** 0%, **Voting:** 0%
- **Fully Diluted Equity:** 0.08%, **Voting:** 0.08%

Explanations:

1. Reporting is also required for the holdings of other securities (not BONDS), including other securities not listed for trading.
2. If reporting holdings of BONDS that are not convertible to shares is required, the holdings' status may be attached as a PDF file in the designated field at the end of section B, as detailed in legal staff position 104-21. [Link](#).
3. If the interested party holds more than one type of security in the corporation, the holding percentage (including in full dilution) should be indicated in a single row, considering all the securities held.
4. This form should detail the status of all interested parties, including those whose holdings have not changed.
5. If the interested party is a holding company with significant operations relative to the corporation, the holdings should be separated into those acquired before the Companies Law took effect and those acquired after, distinguishing between voting and dormant shares.
6. If the interested party is a corporation, also indicate the first name(s) of the ultimate controlling shareholder(s) in this entity. If the interested party does not have a controlling shareholder—details of its interested parties should be provided.
7. If a senior officer holds five percent or more of the issued share capital or voting power of the corporation, their holdings should be listed in the table of "Interested Parties" as detailed in Section A above.
8. If the interested party or senior officer also holds securities in their held corporation, if its operations are material to the corporation's operations, these should be detailed in the comments field in the holder's details.

Attachment: Status of holdings of non-convertible BONDS (according to staff position 104-21):

[Table_Agach_T77.pdf](#)

Alt text: Link to attached PDF file listing BONDS holdings.

C. As of the date of submission of this report and according to the law, does a controlling shareholder exist in the corporation?

This is an unofficial AI generated translation of the official Hebrew version and has no binding force. The only binding version is the official Hebrew version. For more information, please review the legal disclaimer.

- Yes
- No
- Other: _____

The controlling shareholders of the corporation are:

No.	Name of Controlling Shareholder and Children	ID Type	ID Number	Was control transferred during the period reported?
1	Harel Shapira and his children	ID card number	054896519	No
2	Israel Shapira and his children	ID card number	054896501	No
3	Gil Shapira and his children	ID card number	058343534	No
4	Chen Shapira and his children	ID card number	023948169	No

Total holding percentage of all controlling shareholders in the corporation's capital: 58.57%

Authorized signatories to sign on behalf of the corporation:

No.	Name	Position	Additional Description
1	Amir Shaked, Adv.	Other	General Legal Counsel & Company Secretary

Explanation: According to Regulation 5 of the Securities Regulations (Periodic and Immediate Reports) 1970, a report submitted under these regulations must be signed by those authorized to sign on behalf of the corporation. Staff position on the matter can be found on the authority's website: [Click here](#).

Free Text Explanation

The fully diluted holdings percentage in this report above was calculated under the theoretical assumption of exercising 392,111 non-tradable options granted to employees and senior officers in the group under the option plan of the company from 25 November 2014 (as amended in February 2015), into 392,111 ordinary shares of the company, and the exercise of 16,073,076 non-tradable options granted to employees and senior officers in the group under the option plan of the company from 22 November 2020, into 16,073,076 ordinary shares of the company. It is clarified that this assumption is solely theoretical, since under the terms of the plans and the said options, the exercise shares will only be allocated in a quantity reflecting the cash benefit inherent in the options (cashless).

Short Name: Shapir Engineering

Address: Bareket 12, Petach Tikva 49170 | Tel: 03-9169500 | Fax: 03-9169600

Email: amirs@shapir.co.il

Company Website: www.shapir.co.il

Previous names: Shapir Holdings Bareket Ltd

Electronic Filer: Amir Shaked

Position: Legal Counsel and Company Secretary

Employer: Shapir Civil and Marine Engineering Ltd

Address: Bareket 12, Petach Tikva 4951780 | Tel: 03-9169555 | Fax: 03-9169600 | Email: amirs@shapir.co.il