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Shikun & Binui Ltd.
SHIKUN & BINUI LTD
Number in the registrar: 520036104

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|---|---|---|---|
| To: Israel Securities Authority www.isa.gov.il | To: Tel-Aviv Stock Exchange Ltd. www.tase.co.il | T053 ( Public ) | Transmitted via MAGNA: 09/03/2026<br>Reference: 2026-01-020591 |

Immediate report on an event or matter deviating from the corporation's ordinary course of business
Regulation 36 of the Securities Regulations (Periodic and Immediate Reports), 5730 - 1970
The results of an offering must be reported on T20 and not on this form.
A report on rating of BONDS or rating of a corporation must be submitted via Form T125

Report on: ☐ Report whose submission was delayed

**Nature of the event:** ***Update regarding the purchase of shares of the Drive Group***

1. Further to the Company's immediate report dated January 29, 2026 (reference no.: 2026-01-010650), regarding the exercise of the Company's first right of refusal to purchase shares of A. Drive Group Ltd. (the "Drive Group") that were offered for sale by shareholders in the Drive Group (the "Sold Shares" and the "Sellers", respectively), the Company is honored to update that the Sellers have notified the Company in writing that, in light of the fact that the other shareholder in the Drive Group did not provide the Sellers with a notice regarding the exercise of its right to purchase its proportional share of the Sold Shares, the Sellers intend to sell to the Company all of the Sold Shares. According to the Sellers' notice, and subject to completion of the transaction, the Company's holdings in the Drive Group will increase to approximately 78.67% of the equity and voting rights in the Drive Group. Accordingly, the purchase of the Drive Group shares by the Company will be carried out for consideration of NIS 176 million. The final purchase price will be updated following adjustments to be made for the distribution of dividends and other payments made to the Sellers after September 30, 2025 and until the date of completion of the transaction. The purchase transaction is subject to the fulfillment of conditions precedent, principally obtaining the required approvals, including the approval of the Competition Authority, approvals of franchise holders, approvals of financing entities, approvals of governmental entities (to the extent any of these are required) and additional approvals, all no later than June 30, 2026. It should be clarified that the possibility of completion of the transaction is not certain and constitutes forward-looking information, as defined in the Securities Law, 5728-1968. The information is based on data in the Company's possession as of the date of this report and is subject to various approvals of third parties, in addition to other conditions precedent. The Company's assessments regarding the transaction may not materialize, in whole or in part, or may materialize in a manner different from what was anticipated, and may be affected by factors that cannot be evaluated in advance and which are not under the Company's control.

   _________

2. The date and time on which the corporation first became aware of the event or matter:
   ○ 06/03/2026at 10:00.
   ○ _________

Report that was delayed in accordance with Regulation 36(b):

3. If the report was delayed – the reason for which its submission was delayed:
   _________

4. On the date _________ at _________ the restriction on reporting was removed.

5. ☐ The company is a shell company as defined in the TASE Regulations.

**Details of the signatories authorized to sign on behalf of the corporation:**

| | Name of signatory | Position |
|---|---|---|
| 1 | Amit Birman | *Chief Executive Officer*<br>_________ |
| 2 | Hila Tirosh | *Other*<br>*Deputy CEO, General Counsel* |

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Explanation: According to Regulation 5 of the Securities Regulations (Periodic and Immediate Reports) (1970), a report filed pursuant to these regulations shall be signed by those authorized to sign on behalf of the corporation. The staff's position on this matter can be found on the Authority's website: Click here .

Reference numbers of previous documents on the subject (the reference does not constitute incorporation by reference):

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

Date of last form structure update: 06/08/2024

Short name: Shikun & Binui

Address: HaYarden1A , Airport City70100   Telephone: 03-6301111 , Fax: 03-6301595

Email: hilat@shikunbinui.com   Company website:http://www.shikunbinui.co.il

Former names of reporting entity: Shikun & Binui Holdings Ltd.

Name of electronic reporter: Tirosh-Ankri HilaPosition: Legal Counsel and Company SecretaryName of employing company: Shikun & Binui Ltd.

Address: HaYarden 1 , Airport City70100Telephone: 03-6301517Fax: 03-6301520Email: hilat@shikunbinui.com