

# SHUFERSAL LTD.

## Immediate Report on the Results of a Meeting

**Regulation 36D to the Securities Regulations (Periodic and Immediate Reports), 1970**  
**Regulation 13 to the Securities Regulations (Transaction between a company and a controlling shareholder thereof), 2001**  
**Regulation 22 to the Securities Regulations (Private offering of securities in a listed company), 2000**

*Explanation: This form is used to report on all types of meetings*  
*Clarification: This form must be completed for every security regarding which a notice of meeting (T-460) was published.*

### 1. Meeting Reference Number:

2025-01-078653

**Number of the security on the stock exchange that entitled its holder to participate in the meeting:** 777037

**Name of the qualifying security on the stock exchange:** Shufersal B' 0.1 NIS

**2. At the meeting - Annual and Special General Meeting, which convened on:** 04/12/2025  
Notice of the meeting was published in the form with reference: 2025-01-078653

### The topics and decisions listed on the agenda:

*Explanation: The topics must be listed in the order they appeared on the last T460 meeting notice published regarding the said meeting.*

No.	Agenda Item (per T460)	Details on the issue	Decision Summary	Meeting Decision
1	Item 1	<p>Subject summary: Presentation and discussion of the company's annual audited financial statements and the board of directors' report on the affairs of the company as of December 31, 2024.</p> <p>Type of majority required for approval: _____</p> <p>Classification of decision per sections of the Companies Law (except for Sections 275 and 320(f) of the Companies Law): Declaration: No suitable field for classification</p> <p>Is this a transaction with a controlling shareholder?: No</p> <p>Transaction between the company and a controlling shareholder per Sections 275 and 320(f) of the Companies Law.</p> <p>Type of transaction / subject for voting: _____</p>	Regarding this issue there will be a discussion only, no vote will be held.	For reporting only
2	Item 2	<p>Subject summary: Approval of the reappointment of the accounting firm Kesselman &amp; Kesselman (PwC) as the company's auditor until the end of the next annual general meeting of the company and reporting of its fee for audit and additional services provided in the year 2024.</p> <p>Type of majority required for approval: Simple majority</p> <p>Classification of decision per Companies Law: Declaration: No suitable field for classification</p> <p>Is this a transaction with a controlling shareholder?: No</p>	To approve the reappointment of the accounting firm Kesselman & Kesselman (PwC) as the company's auditor until the end of the next annual general meeting of the company, as detailed in section 2 of the meeting notice report.	Approve
3	Item 3	<p>Subject summary: Reappointment of Mr. Erez Kalphon (independent director) as a director in the company for an additional term ending at the close of the next annual general meeting.</p> <p>Type of majority required: Simple majority</p> <p>Classification: Appointment or dismissal of a director as per sec. 59 and 230 of the Companies Law</p> <p>Is this a transaction?: No</p>	To approve the reappointment of Mr. Erez Kalphon (independent director) as a director for another term ending at the next annual general meeting.	Approve
4	Item 4	<p>Subject summary: Reappointment of Mr. Yosef Amir as a director in the company for an additional term ending at the close of the next annual general meeting.</p> <p>Type of majority: Simple majority</p> <p>Classification: Appointment or dismissal of a director as per sec. 59 and 230 of the Companies</p>	To approve the reappointment of Mr. Yosef Amir as a director for another term ending at the next AGM.	Approve

No.	Agenda Item (per T460)	Details on the issue	Decision Summary	Meeting Decision
		Law  Is this a transaction?: No		
5	Item 5	Subject summary: Reappointment of Mr. Moshe Atias (independent director) as a director in the company for an additional term ending at the next AGM.  Type of majority: Simple majority  Classification: Appointment or dismissal of a director as per sec. 59 and 230 of the Companies Law  Is this a transaction?: No	To approve the reappointment of Mr. Moshe Atias as a director for another term ending at the next AGM.	Approve
6	Item 6	Subject summary: Reappointment of Mr. Hezi Tsaig as a director in the company for an additional term ending at the next AGM.  Type of majority: Simple majority  Classification: Appointment or dismissal of a director as per sec. 59 and 230 of the Companies Law  Is this a transaction?: No	To approve the reappointment of Mr. Hezi Tsaig as a director for another term ending at the next AGM.	Approve
7	Item 7	Subject summary: Reappointment of Mr. Moshe Wingarten as a director in the company for an additional term ending at the next AGM.  Type of majority: Simple majority  Classification: Appointment or dismissal of a director as per sec. 59 and 230  Is this a transaction?: No	To approve the reappointment of Mr. Moshe Wingarten as a director for another term ending at the next AGM.	Approve
8	Item 8	Subject summary: Reappointment of Prof. Yitzhak Shapira (independent director) as a director in the company for an additional term ending at the next AGM.  Type of majority: Simple majority  Classification: Appointment or dismissal of a director as per sec. 59 and 230  Is this a transaction?: No	To approve the reappointment of Prof. Yitzhak Shapira as a director for another term ending at the next AGM.	Approve
9	Item 9	Subject summary: Reappointment of Ms. Tsili Nave (independent director) as a director in the company for an additional term ending at the next AGM.  Type of majority: Simple majority  Classification: Appointment or dismissal of a	To approve the reappointment of Ms. Tsili Nave as a director for another term ending at the next AGM.	Approve

No.	Agenda Item (per T460)	Details on the issue	Decision Summary	Meeting Decision
		director as per sec. 59 and 230  Is this a transaction?: No		
10	Item 10	Subject summary: Reappointment of Ms. Ornit Raz (independent director) as a director in the company for an additional term ending at the next AGM.  Type of majority: Simple majority  Classification: Appointment or dismissal of a director as per sec. 59 and 230  Is this a transaction?: No	To approve the reappointment of Ms. Ornit Raz as a director for another term ending at the next AGM.	Approve
11	Item 11	Subject summary: Approval of the company's compensation policy as attached as Appendix B to the meeting notice, which will be valid for a period of three (3) years from the date of meeting approval.  Type of majority: Not a simple majority  Classification: Approval of compensation policy as per section 267A(a) of the Companies Law  Is this a transaction?: No	To approve the company's compensation policy as attached as Appendix B to the notice, to be valid for 3 years from the meeting approval.	Approve

## Details of the votes for decisions where the required majority is not a simple majority:

**Resolution: Approval of company's compensation policy (agenda item 11):**

- **Total voting rights:** 266,782,274
- **Shares/securities that participated in the vote:** 240,133,125
- **Shares/securities counted for the vote:** 240,126,666
- **Number voting FOR:** 219,658,378 (91.48%)
- **Number voting AGAINST:** 20,468,288 (8.52%)
- **Shares/securities participating, not classified as having a personal interest:** 173,736,833
  - FOR: 153,268,545 (88.22%)
  - AGAINST: 20,468,288 (11.78%)

Explanation: Among those participating in the vote, 6,459 abstained.

- Percentage voting FOR, not controlling shareholders or with no personal interest: 88.22%
- Percentage voting AGAINST out of the total voting rights in the company: 7.67%
- Does the company classify any opposing shareholder as having a personal interest? No
- Classification consistent with self-reporting by the shareholder? Yes

**General remark:** The rate is always relative to the "quantity" column in the same row.

(1) The quantity of shares/securities participating in the vote, not classified as shares whose holders have a personal interest or shares held by the controlling shareholder. For appointment of external directors, these are not classified as having a personal interest in the approval of the appointment, except a personal interest not arising from ties with the controlling shareholder. (2) The rate of voting for/against approval of the transaction out of all voters not having a personal interest in the transaction / not being controlling shareholders or not having a personal interest in the appointment approval, except a personal interest not arising from ties with the controlling shareholder.

### 3. Details of institutional, interested, or senior officer voters participating in the meeting:

TXT file: [49\\_2025-01-078653.txt](#)

Note: Further to the notice to corporations, use the "vote result processing" tool to help generate the required reporting details. Responsibility for accuracy and completeness of details according to law lies with the reporting corporation only.

The "vote result processing" tool can be downloaded from the ISA website: [here](#)

4. This report is submitted following the detailed report(s) below:

Report Type	Publication Date	Reference Number
Original	21/10/2025	2025-01-078653
_____	20/11/2025	2025-01-089989

Details of authorized signatories on behalf of the corporation:

No.	Name	Position
1	Aharon Kaufman	Other VP, Legal Advisor
2	Hila Cohen Weisberg	Company Secretary

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

Note:

The company classified a private shareholder (holding 252 shares of the company) differently than the classification he entered in the electronic voting system, as to the best of the company's knowledge, such shareholder is not an interested party or controlling shareholder of the company and that the classification entered by him in the electronic voting system is incorrect.

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

Short name: Shufersal

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**Previous Name:** Shofer-Sal Ltd.

**Electronic Reporter Name:** Hila Cohen Weisberg **Position:** Company Secretary **Address:** 30 Shmotkin St., Rishon LeZion, 7536333 **Telephone:** 052-3251001 **Fax:** 03-9480917 **Email:** [hilac@shufersal.co.il](mailto:hilac@shufersal.co.il)



**Form structure update date:** 06/08/2024

*End of report.*