Villar International Ltd
VILLAR INTERNATIONAL LTD
Company number in the register: 520038910

To: Israel Securities Authority www.isa.gov.il	To: Tel-Aviv Stock Exchange Ltd. www.tase.co.il	T880 (Public)	Transmitted by MAGNA: 26/05/2026 Reference: 2026-01-048703

The corporation will schedule the report for publication on 27/05/2026 09:05

Immediate report regarding approval of a purchase plan

Regulation 31Yod-Bet(a) of the Securities Regulations (Periodic and Immediate Reports), 1970

1 Type of purchaser: *The Company*

Name of the corporation controlled by the Company: _________

Name of the corporation controlled by the Company in English: _________

The Company controls the corporation by virtue of: _________

The percentage at which the corporation is held by the Company: % _________

Type of identification number: *Registrar of Companies*

Holder's identification no.: *520038910*

Country of incorporation or registration: *Israel*

1 Type of security subject to the purchase plan: *Villar share capital* Security number on the stock exchange: *416016*

Planned date for the commencement of execution of the purchase plan: 26/05/2026

Estimated timing for execution of future purchases:	The price, timing and execution of the purchase will be subject to the discretion of the Company's management, as well as the decision whether the purchase will be carried out on the stock exchange or off it.

The period set for execution of the plan: 26/05/2026 to 25/05/2027

Date of approval of the purchase plan by the Board of Directors: 26/05/2026

Reasons of the Board of Directors for execution of the purchase plan:	The Company's Board of Directors believes that the purchase plan constitutes a continued expression of the Company's confidence in its operations and in its ability to implement the strategy set by the Board of Directors, to grow, and to generate additional value for its shareholders. A share buyback is a common method in global capital markets that enables a company to make economic use of surplus capital and profits in order to maximize returns for its shareholders. In the assessment of the Board of Directors, market conditions and share prices prevailing recently indicate returns that represent an appropriate investment opportunity for part of the Company's cash balances. The share buyback plan was approved as meeting the distribution tests set out in Section 302 of the Companies Law, 1999, in light of the fact that the distributable profits as of the date of approval amount to approximately NIS 3.4 billion, and in light of the assessment of the Company's Board of Directors that there is no reasonable concern that the purchase plan will prevent the Company from being able to meet its existing and expected obligations upon their maturity, in accordance with the examination conducted by the Company's management regarding the financing sources and assets available to it for the repayment of its obligations and for execution of the purchase plan. It should be noted that the share purchase plan complies with the provisions of the Company's deeds of trust and that approval of the plan does not constitute a breach of the Company's obligations towards its creditors, including holders of its BONDS. It is clarified that the aforesaid resolution of the Board of Directors does not oblige the Company to purchase shares and that the Company's management will be entitled to decide not to purchase shares at all and/or to purchase shares in a volume lower than that approved.

Estimated total cost of the purchase plan: Up to 50 million*NIS*

Or the quantity of securities that may be purchased under the purchase plan: _________

Tax implications of executing the purchase plan for the Company and for the holders of the securities:

The tax liability on profits that will be generated for the Company as a result of the buyback is affected by the scope of the buyback and the buyback prices, and therefore cannot be estimated at this stage, but in the Company's assessment it is not expected to be material. The Company has no information regarding possible tax effects of the purchase plan on the shareholders insofar as the purchase is executed.

○ The purchase plan is financed by a loan:

1 Total loan taken: _________ Loan balance: _________

Interest rate %: _________ Currency of the loan: __________________

Loan repayment dates: _________

○ Sources of financing for execution of the purchase plan:

The Company's equity

Method of executing the purchase plan: *Other*

Details: The purchase, insofar as it is carried out, may be executed by way of a tender offer and/or on the stock exchange and/or off it

Details of purchase plans decided upon in the three years preceding the date of the report:

____

The purchase plan is for shares or for securities convertible into shares: *Yes*

1 Profits of the corporation as defined in Section 302 of the Companies Law: *3,434,812,000NIS*

Is the purchase under the plan expected to materially affect the rate of holdings in the equity and voting rights of interested parties: *No*

Details: _________

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

	Name of signatory	Position
1	Matan Tisser	*Chief Executive Officer* _________

Explanation: According to Regulation 5 of the Securities Regulations (Periodic and Immediate Reports), 1970, a report submitted pursuant to these regulations shall be signed by those authorized to sign on behalf of the corporation. The Staff's position on this subject 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):

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

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

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Former names of the reporting entity: Tromasbest Curtain Walls and Partitions Ltd

Name of electronic reporter: Shlomovitz GuyPosition: ControllerName of employing company:

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