Azrieli Group Ltd
AZRIELI GROUP LTD
Number in the register: 510960719

To: Israel Securities Authority www.isa.gov.il
To: Tel Aviv Stock Exchange Ltd www.tase.co.il
T460 (Public)
Filed via MAGNA: 16/02/2026
Reference: 2026-01-015190

Supplementary report to the report submitted on *15/02/2026* **whose reference number is:** *2026-01-015012*

Principal details that were added / completed: *The appendices to the notice of the meeting have been added.*

Immediate report on a meeting

Regulation 36b(a) and (d), and Regulation 36c of the Securities Regulations (Periodic and Immediate Reports), 1970

Explanation: If one of the items on the agenda of the meeting is the approval of a transaction with a controlling shareholder or the approval of an extraordinary proposal, there is no need for a parallel T138 report.

Is there a possibility to vote via the electronic voting system: *Yes*

Note: The choice option in this field is only for foreign corporations (not registered in Israel), and for corporations whose security/securities are not listed for trading. Use of the voting system will require the corporation to process all the votes received in this system.

Link to the voting system website where voting can be carried out: Voting system

Explanation: Eligible persons entitled to vote in the system will receive the access details to the system from the TASE members.

The corporation reports on: *Convening a meeting*

Note: In the event of a change in the date of the meeting (postponement or bringing forward) one must select "Postponement of meeting" or "Postponement by court" or "Postponement to an unknown date".

The reference number of the last notice regarding the meeting is *2026-01-015012*, which was convened for the date *22/03/2026*

Reason for postponement or cancellation: _________ _________

Explanation: One must relate to the reference number of the last notice of convening or postponement of the meeting

1. Type of security *Share*

Name of the entitling security: *Azrieli Group*

Number of the security on the stock exchange that entitles its holder to participate in the meeting *1119478*

Record date for entitlement to participate and vote in the meeting: *22/02/2026*

Explanation: If a meeting is required for more than one security, a T460 report must be submitted for each additional security separately. Reports in which additional security numbers are specified will require the sending of an amended report.

2. On the date: *15/02/2026*

It was decided on *Convening a meetingSpecial meeting*_________,

which will convene on *Sunday*on the date: *22/03/2026* at: *16:00*

At the address: *1 Azrieli Center, Tel Aviv (the Round Tower, 48th floor).*

3. Agenda:

Explanation: Numbering of the items on the agenda will be according to the order of their appearance in the meeting notice report, if attached as a file.

Items/resolutions to be raised at the meeting:

1

The subject / resolution and its details:

Approval of an updated compensation policy for the Company

Approval of compensation policy pursuant to Section 267A(a) of the Companies Law

Attention: A value from this table determines the wording of the shareholder declaration in the internet voting system. For the conversion table click here

Gender: _________

Attention: Filling in this field is possible only when the resolution is for the appointment of an external director only. There is no obligation to specify gender.

Type and identification number

Explanation: For resolutions relating to the tenure of a director, it is required to enter the identification number of the director.

____

Is this a transaction between the Company and its controlling shareholder as stated in Sections 275 and 320(f) of the Companies Law? *No*

Does the transaction include a private offering _________

Regarding how to fill in this section and the exemption granted to companies from parallel reporting on an additional form, see the notice to companies published on the matter at the following link: Link

Explanation of the section in the Companies Law or the Securities Law or another law for approval of the resolution

____

Explanation: In a transaction with a controlling shareholder that does not fit any field in the table of law sections, one must select the field "Declaration: there is no suitable field for classification" and select "Yes" transaction with controlling shareholders.
Only in the case of a BONDS meeting that is not a transaction with controlling shareholders, and no suitable field is found in the table, one must explain and detail the relevant law sections by virtue of which the resolution is required.

Does the subject require disclosure of affiliation or other characteristic of the voting shareholder: _________

Attention: These values can be selected only in a case where "Declaration: there is no suitable field for classification" was marked in the previous table and this is not a transaction between the Company and its controlling shareholder.

____

In the case of a BONDS meeting

It was decided on the existence of another matter: _________

Details of the other matter

____

Attention: The details of the other matter determine the wording of the declaration that will be included in the internet voting system. A question must be formulated so that the answer will be in the format "Yes"/"No". The question will appear in the voting system adjacent to the resolution on the agenda and the voter will have the option to choose between "Yes"/"No" and the option to add details if the answer is "Yes".

Request for additional details from the holders:

It was decided to require additional details from the holders: *No*

Details of the additional details required from the holders or the manner of convening the meetings (in the case of a meeting pursuant to Section 350):

____

Attention: This field determines the wording of the requirement for additional details that will be included in the internet voting system. The voter will have the option to add the details in a text field.

- ☐ Disclosure amendment
- ☐ Minor change or one that only benefits the Company compared with the wording of a resolution specified in the last report
- ☐ Removed from the agenda
- ☐ The subject was discussed at a previous meeting
- ☐ Change of subject / addition of a new subject to the agenda by order of the court

- [ ] Change of subject / addition of a new subject to the agenda pursuant to Regulation 5b of the Companies Regulations (Notice and Announcement of a General Meeting and Class Meeting in a Public Company and Addition of a Subject to the Agenda), 2000
- [ ] Addition of a new subject to the agenda after the record date due to a technical error, as follows:

____

Explanation: After the record date it is not possible to make an amendment to the resolution except for an amendment in the transaction terms that improves the Company or a minor change. Also, after the record date it is not possible to add new subjects to the agenda except by order of the court or in accordance with Regulation 5b of the Notice and Announcement Regulations.

The resolution on the agenda is brought *to a vote*

Type of majority required for approval *Not an ordinary majority*	*The majority required at the meeting for approval of the resolution is an ordinary majority of all the votes of the shareholders present at the meeting, provided that one of the following is met: (a) The count of the majority votes at the meeting will include a majority of all the votes of the shareholders who are not controlling shareholders or who do not have a personal interest in the approval of the compensation policy, participating in the vote (in the count of all the votes of said shareholders, abstaining votes shall not be taken into account); (b) The total opposing votes among said shareholders in subsection (a) above shall not exceed two percent (2%) of all the voting rights in the Company.*

Will the shareholding percentage of the controlling shareholder in the Company's shares grant the controlling shareholder the majority required for adopting the proposed resolution on the subject *No*

2

The subject / resolution and its details:

Approval of the terms of office of Ms. Danna Azrieli as the Company's CEO

Transaction with the CEO regarding his/her terms of office and employment pursuant to Section 272(g1)(1) of the Companies Law

Attention: A value from this table determines the wording of the shareholder declaration in the internet voting system. For the conversion table click here

Gender: _________

Attention: Filling in this field is possible only when the resolution is for the appointment of an external director only. There is no obligation to specify gender.

Type and identification number

Explanation: For resolutions relating to the tenure of a director, it is required to enter the identification number of the director.

____

Is this a transaction between the Company and its controlling shareholder as stated in Sections 275 and 320(f) of the Companies Law? *Yes*

Does the transaction include a private offering *No*

Regarding how to fill in this section and the exemption granted to companies from parallel reporting on an additional form, see the notice to companies published on the matter at the following link: Link

Explanation of the section in the Companies Law or the Securities Law or another law for approval of the resolution

____

Explanation: In a transaction with a controlling shareholder that does not fit any field in the table of law sections, one must select the field "Declaration: there is no suitable field for classification" and select "Yes" transaction with controlling shareholders.
Only in the case of a BONDS meeting that is not a transaction with controlling shareholders, and no suitable field is found in the table, one must explain and detail the relevant law sections by virtue of which the resolution is required.

Does the subject require disclosure of affiliation or other characteristic of the voting shareholder: _________

Attention: These values can be selected only in a case where "Declaration: there is no suitable field for classification" was marked in the previous table and this is not a transaction between the Company and its controlling shareholder.

____

In the case of a BONDS meeting

It was decided on the existence of another matter: _________

Details of the other matter

____

Attention: The details of the other matter determine the wording of the declaration that will be included in the internet voting system. A question must be formulated so that the answer will be in the format "Yes"/"No". The question will appear in the voting system adjacent to the resolution on the agenda and the voter will have the option to choose between "Yes"/"No" and the option to add details if the answer is "Yes".

Request for additional details from the holders:

It was decided to require additional details from the holders: *No*

Details of the additional details required from the holders or the manner of convening the meetings (in the case of a meeting pursuant to Section 350):

____

Attention: This field determines the wording of the requirement for additional details that will be included in the internet voting system. The voter will have the option to add the details in a text field.

- ☐ Disclosure amendment
- ☐ Minor change or one that only benefits the Company compared with the wording of a resolution specified in the last report
- ☐ Removed from the agenda
- ☐ The subject was discussed at a previous meeting
- ☐ Change of subject / addition of a new subject to the agenda by order of the court
- ☐ Change of subject / addition of a new subject to the agenda pursuant to Regulation 5b of the Companies Regulations (Notice and Announcement of a General Meeting and Class Meeting in a Public Company and Addition of a Subject to the Agenda), 2000
- ☐ Addition of a new subject to the agenda after the record date due to a technical error, as follows:

  ____

Explanation: After the record date it is not possible to make an amendment to the resolution except for an amendment in the transaction terms that improves the Company or a minor change. Also, after the record date it is not possible to add new subjects to the agenda except by order of the court or in accordance with Regulation 5b of the Notice and Announcement Regulations.

The resolution on the agenda is brought *to a vote*

Type of majority required for approval *Not an ordinary majority*	*The majority required at the meeting for approval of the resolution is an ordinary majority of the shareholders entitled to vote and participating in the vote, provided that one of the following is met: (a) The count of the majority votes at the meeting will include a majority of all the votes of the shareholders who do not have a personal interest in the approval of the transaction, participating in the vote (in the count of all the votes of said shareholders, abstaining votes shall not be taken into account); (b) The total opposing votes among said shareholders in subsection (a) above shall not exceed two percent (2%) of all the voting rights in the Company.*

Will the shareholding percentage of the controlling shareholder in the Company's shares grant the controlling shareholder the majority required for adopting the proposed resolution on the subject *No*

3

The subject / resolution and its details:

Renewal of letters of exemption and indemnification for the Company's controlling shareholders

Declaration: there is no suitable field for classification

Attention: A value from this table determines the wording of the shareholder declaration in the internet voting system. For the conversion table click here

Gender: _________

Attention: Filling in this field is possible only when the resolution is for the appointment of an external director only.

There is no obligation to specify gender.

Type and identification number

Explanation: For resolutions relating to the tenure of a director, it is required to enter the identification number of the director.

____

Is this a transaction between the Company and its controlling shareholder as stated in Sections 275 and 320(f) of the Companies Law? *Yes*

Does the transaction include a private offering *No*

Regarding how to fill in this section and the exemption granted to companies from parallel reporting on an additional form, see the notice to companies published on the matter at the following link: Link

Explanation of the section in the Companies Law or the Securities Law or another law for approval of the resolution

____

Explanation: In a transaction with a controlling shareholder that does not fit any field in the table of law sections, one must select the field "Declaration: there is no suitable field for classification" and select "Yes" transaction with controlling shareholders.
Only in the case of a BONDS meeting that is not a transaction with controlling shareholders, and no suitable field is found in the table, one must explain and detail the relevant law sections by virtue of which the resolution is required.

Does the subject require disclosure of affiliation or other characteristic of the voting shareholder: _________

Attention: These values can be selected only in a case where "Declaration: there is no suitable field for classification" was marked in the previous table and this is not a transaction between the Company and its controlling shareholder.

____

In the case of a BONDS meeting

It was decided on the existence of another matter: _________

Details of the other matter

____

Attention: The details of the other matter determine the wording of the declaration that will be included in the internet voting system. A question must be formulated so that the answer will be in the format "Yes"/"No". The question will appear in the voting system adjacent to the resolution on the agenda and the voter will have the option to choose between "Yes"/"No" and the option to add details if the answer is "Yes".

Request for additional details from the holders:

It was decided to require additional details from the holders: *No*

Details of the additional details required from the holders or the manner of convening the meetings (in the case of a meeting pursuant to Section 350):

____

Attention: This field determines the wording of the requirement for additional details that will be included in the internet voting system. The voter will have the option to add the details in a text field.

- ☐ Disclosure amendment
- ☐ Minor change or one that only benefits the Company compared with the wording of a resolution specified in the last report
- ☐ Removed from the agenda
- ☐ The subject was discussed at a previous meeting
- ☐ Change of subject / addition of a new subject to the agenda by order of the court
- ☐ Change of subject / addition of a new subject to the agenda pursuant to Regulation 5b of the Companies Regulations (Notice and Announcement of a General Meeting and Class Meeting in a Public Company and Addition of a Subject to the Agenda), 2000
- ☐ Addition of a new subject to the agenda after the record date due to a technical error, as follows:

____

Explanation: After the record date it is not possible to make an amendment to the resolution except for an amendment in the transaction terms that improves the Company or a minor change. Also, after the record date it is not possible to add new subjects to the agenda except by order of the court or in accordance with Regulation 5b of the Notice and Announcement Regulations.

The resolution on the agenda is brought *to a vote*

Type of majority required for approval *Not an ordinary majority*	*The majority required at the meeting for approval of the resolution is an ordinary majority of the shareholders entitled to vote and participating in the vote, provided that one of the following is met: (a) The count of the majority votes at the meeting will include a majority of all the votes of the shareholders who do not have a personal interest in the approval of the transaction, participating in the vote (in the count of all the votes of said shareholders, abstaining votes shall not be taken into account); (b) The total opposing votes among said shareholders in subsection (a) above shall not exceed two percent (2%) of all the voting rights in the Company.*

Will the shareholding percentage of the controlling shareholder in the Company's shares grant the controlling shareholder the majority required for adopting the proposed resolution on the subject *No*

4

The subject / resolution and its details:

Approval of the terms of office of Ms. Irit Sclar-Philosoph as Chair of the Company's Board of Directors

Transaction with a director regarding his/her terms of office and employment pursuant to Section 273(a) of the Companies Law

Attention: A value from this table determines the wording of the shareholder declaration in the internet voting system. For the conversion table click here

Gender: _________

Attention: Filling in this field is possible only when the resolution is for the appointment of an external director only.

There is no obligation to specify gender.

Type and identification number

Explanation: For resolutions relating to the tenure of a director, it is required to enter the identification number of the director.

____

Is this a transaction between the Company and its controlling shareholder as stated in Sections 275 and 320(f) of the Companies Law? *No*

Does the transaction include a private offering _________

Regarding how to fill in this section and the exemption granted to companies from parallel reporting on an additional form, see the notice to companies published on the matter at the following link: Link

Explanation of the section in the Companies Law or the Securities Law or another law for approval of the resolution

____

Explanation: In a transaction with a controlling shareholder that does not fit any field in the table of law sections, one must select the field "Declaration: there is no suitable field for classification" and select "Yes" transaction with controlling shareholders.

Only in the case of a BONDS meeting that is not a transaction with controlling shareholders, and no suitable field is found in the table, one must explain and detail the relevant law sections by virtue of which the resolution is required.

Does the subject require disclosure of affiliation or other characteristic of the voting shareholder: _________

Attention: These values can be selected only in a case where "Declaration: there is no suitable field for classification" was marked in the previous table and this is not a transaction between the Company and its controlling shareholder.

____

In the case of a BONDS meeting

It was decided on the existence of another matter: _________

Details of the other matter

____

Attention: The details of the other matter determine the wording of the declaration that will be included in the internet voting system. A question must be formulated so that the answer will be in the format "Yes"/"No". The question will appear in the voting system adjacent to the resolution on the agenda and the voter will have the option to choose between "Yes"/"No" and the option to add details if the answer is "Yes".

Request for additional details from the holders:

It was decided to require additional details from the holders: *No*

Details of the additional details required from the holders or the manner of convening the meetings (in the case of a meeting pursuant to Section 350):

____

Attention: This field determines the wording of the requirement for additional details that will be included in the internet voting system. The voter will have the option to add the details in a text field.

- ☐ Disclosure amendment
- ☐ Minor change or one that only benefits the Company compared with the wording of a resolution specified in the last report
- ☐ Removed from the agenda
- ☐ The subject was discussed at a previous meeting
- ☐ Change of subject / addition of a new subject to the agenda by order of the court

☐ Change of subject / addition of a new subject to the agenda pursuant to Regulation 5b of the Companies Regulations (Notice and Announcement of a General Meeting and Class Meeting in a Public Company and Addition of a Subject to the Agenda), 2000

☐ Addition of a new subject to the agenda after the record date due to a technical error, as follows:

____

Explanation: After the record date it is not possible to make an amendment to the resolution except for an amendment in the transaction terms that improves the Company or a minor change. Also, after the record date it is not possible to add new subjects to the agenda except by order of the court or in accordance with Regulation 5b of the Notice and Announcement Regulations.

The resolution on the agenda is brought *to a vote*

Type of majority required for approval *Ordinary majority* _________

Will the shareholding percentage of the controlling shareholder in the Company's shares grant the controlling shareholder the majority required for adopting the proposed resolution on the subject *Yes*

3.2. Additional information on the resolutions regarding transactions with a controlling shareholder in accordance with the Securities Regulations (Transaction between a Company and its Controlling Shareholder):

3.2.1. Date of approval of the transaction by the Board of Directors *15/02/2026*

3.2.2. Reference number of the preliminary report _________, date of its submission _________

Main changes made in this report compared with the last version of the preliminary report:

____

Explanation: Must be completed if a preliminary report was submitted.

3.2.3. Type of transaction

No.	Type of transaction	
1	*Terms of office and employment of a controlling shareholder*	_________
2	*Indemnification, exemption and/or insurance*	_________

3.2.4. Date the transaction enters into force _________

3.2.5. ○ Transaction that is not the provision of services/terms of office and employment

Duration of the transaction in months _________

○ Transaction for the provision of services/terms of office and employment

Duration of the transaction in months *36*

3.2.6. To the report *were not attached*financial statements pursuant to Regulation 6(f) of the Securities Regulations (Transaction between a Company and its Controlling Shareholder); name of accountant/accountants _________

The review report/opinion of the accountant/accountants for the financial statements attached is identical to the originally signed copy delivered to the Company.

If financial statements were not attached, specify the reason The corporation is a public company _________

3.3. To the report noprofessional opinions were attached:

No.	Name of provider of the opinion	Validity date of the opinion
1	_________	_________

Attachment of the meeting notice report: *Meeting_Notice_Special_Meeting_isa.pdf*

4. Attachments

4.1 Attachment of a file including the wording of a voting ballot / position statements:
Voting_Ballot_Meeting_March_2026_isa.pdf

*Yes*Wording of voting ballot

*No*Position statements

Explanation: If a voting ballot and/or a position statement is attached, it must be ensured that they are drafted in accordance with the Companies Regulations (Written Vote and Position Statements), 2005. The Company must compile all position statements (as defined in Section 88 of the Companies Law) into one file in which the date of publication of the statement, from whom it was received, and reference to the relevant page in the consolidated file will be specified.

4.2 Attachment of a file including candidate declarations / other accompanying documents: _________

_________Declaration of the candidate to serve as director in the corporation

_________Declaration of an independent director
_________Declaration of an external director

_________Declaration of appointment of a representative to the trusteeship
_________Amended deed of trust
_________Application for approval of arrangement with creditors pursuant to Section 350
_________ Other _________

5. Legal quorum for holding the meeting:
The legal quorum for opening the discussion at the meeting shall be a shareholder, one or more, present in person or by proxy or by voting ballot (including electronic voting ballot), holding or representing (or holding or representing, if more than one shareholder is present) at least fifty-one percent (51%) of the voting rights in the Company. If two hours have passed from the time set for the meeting and the legal quorum has not been found, the meeting shall be postponed to the third business day following the day of the meeting, at the same time and place or to a later day and time or another place, as shall be determined by the Board of Directors in a notice to the shareholders. The Company shall announce via an immediate report the postponement of the meeting and the date of the postponed meeting. If the legal quorum is not present at the postponed meeting as stated above, the legal quorum shall be a shareholder, one or more, present in person at the postponed meeting or by proxy or by voting ballot (including electronic voting ballot), holding or representing (or holding or representing, if more than one shareholder is present) at least forty percent (40%) of the voting rights in the Company, unless the meeting was convened at the request of shareholders in accordance with the provisions of the Companies Law. .

6. ○ In the absence of a legal quorum, the postponed meeting will be held on *25/03/2026*, at *16:00*,
At the address: *1 Azrieli Center, Tel Aviv (the Round Tower, 48th floor)..*
○ In the absence of a legal quorum, the meeting will not be held.

7. The place and times where one may review any proposed resolution whose wording was not brought in full in the agenda above
At the Company's offices, by prior arrangement by telephone: 03-6081300, Sunday – Thursday between 09:00 and 17:00, and this until the date of convening of the general meeting, and also, on the Israel Securities Authority's website at: www.magna.isa.gov.il..

Meeting identifier: *2026-01-015012*
Note: The meeting identifier is the reference of the initial report. In the initial report on the meeting, the field remains empty.

Details of the authorized signatories on behalf of the corporation:

	Name of signatory	Position
1	Adv. Nirit Ze'evi	*Other* *Vice President, General Counsel and Company Secretary*

Explanation: According to Regulation 5 of the Periodic and Immediate Reports Regulations (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 the matter can be found on the Authority's website: click here .

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

The corporation's securities are listed for trading on the Tel Aviv Stock Exchange

Date of form structure update: 09/12/2025

Short name: Azrieli Group
Address: Azrieli Center1 , Tel Aviv67021 Telephone: 03-6081400 , 03-6081300Fax: 03-6081380
Email: Niritz@azrieli.com Company website:www.azrieligroup.com

Former names of the reporting entity:

Name of electronic reporter: Ze'evi NiritPosition: Vice President and General CounselName of employing company:
Address: Azrieli Center1 , Tel Aviv67021Telephone: 03-6081383Fax: 03-6081717Email: niritz@azrieli.com