

Unitronics (1989) (R”G) Ltd. (The "Company")
NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING OF
SHAREHOLDERS
June 19th 2024

The Company is pleased to announce the convening of an annual and special general meeting of the shareholders of the Company, which is scheduled for **Wednesday June 19th, 2024 at 17:00** at Unitronics House, Arava Street, Airport City, Lod, Israel (the "**Meeting**"). In the absence of a quorum, the meeting will be adjourned to the same day next week, at the same place and at the same time.

1. The items which will be raised on the agenda of the meeting are:

- 1.1 **Topic number 1:** Discussion of the company's Financial Statements for 2023 – Presentation and discussion of the Financial Statements and the directors' report for the year ended December 31, 2023;
- 1.2 **Topic number 2:** Re-appointment of the company's Auditor Accountant – Reappointment of the accounting firm BDO Ziv Haft, Certified Public Accountants, for another term as the company's auditor until the end of the next annual general meeting;
- 1.3 **Topic number 3:** Re-appointment of directors (who are not external directors) to the company's board of directors- Approval of the reappointment of the current non-external directors serving on the company's board: Mr. Haim Shani (Active Chairman), Mr. Amit Ben Zvi (Co-Active Chairman), Mr. Tzvi Livne, Mr. Gilon Beck, Mr. Yariv Avishar, and Mrs. Brackett Shani for another term to end at the next annual general meeting of the company;
- 1.4 **Topic number 4:** Approval to renew grant letters of Indemnification and Exemption by the Company to its Directors' associated with the controlling shareholder for a period of three years from the expiration of the existing Indemnification and Exemption letters;
- 1.5 **Topic number 5:** Approval of a substantial private allocation of options to the company's CEO, Mr. Amit Harari – Approval of a substantial private allocation of 100,000 non-tradable options exercisable into 100,000 ordinary shares with a nominal value of 0.02 NIS each to the company's CEO, Mr. Amit Harari;
- 1.6 **Topic number 6:** Approval of the election of Mrs. Karmit Shilo to serve as an external director in the Company for a three (3) years term commencing on the date of her election at the general meeting and approval of Exemption and Indemnification letter for her.

Right to vote and power of attorney

The Record Date for eligibility to participate and vote in the meeting in accordance with Sections 182(b) and 182(c) of the Companies Law, 1999-55, and Article 3 of the Companies Regulations (Written Voting and Statements of Position), 2005, is **Wednesday, May 22, 2024** (hereinafter: "**the**

Record Date"). Shareholders can participate and vote in person or by proxy. A shareholder wishing to vote by proxy must deposit the power of attorney at the company's offices or at the place designated for the assembly, no less than 48 hours before the beginning of the assembly. A proposed wording of the power of attorney can be found on the company's website at <http://www.unitronics.com> and as **Appendix D**. to the meeting summons report.

Written voting, electronic voting and position announcements

The deadline for submitting the voting document to the company's registered office is up to four (4) hours before the date of the meeting, i.e. until **June 19, 2024 at 13:00** In addition, a shareholder may vote at the meeting, on all issues on the agenda, also through the electronic voting system, up to six (6) hours before the meeting date or at an earlier date determined by the Securities Authority, provided that it does not exceed 12 hours before the meeting date the assembly. The deadline for presenting position notices on behalf of a shareholder to the company is up to ten (10) days before the date of the meeting, i.e. until **June 9, 2024**.

Additional information

For further details of the meeting, see the Immediate Report dated **May 15th, 2024** (reference number: 2024-01-047713), which was published on the distribution website of the Securities Authority at www.magna.isa.gov.co.il and on the internet website of the Tel Aviv Stock Exchange Ltd. at www.tase.co.il.

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