

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, please seek personal financial advice immediately from your stockbroker, bank manager, fund manager, solicitor, accountant or other appropriate independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.**

If you sell or transfer or have sold or transferred all of your ordinary shares of no par value each in the capital of Ethernity Networks Ltd. ("**Ordinary Shares**") or depositary interests representing Ordinary Shares ("**Depositary Interests**"), please forward this document as soon as possible to the purchaser or the transferee or to the bank, stockbroker or other agent through or to whom the sale or transfer was effected for onward transmission to the purchaser or transferee. If you sell or transfer or have sold or transferred only part of your holding of Ordinary Shares or Depositary Interests, you should retain this document.

If you have received this document from another Shareholder or holder of Depositary Interests, or transferee, please contact the Company's Registrar as explained below.

Any person (including without limitation custodians, nominees and trustees) who may have a contractual or legal obligation or may otherwise intend to forward this document to any jurisdiction outside the United Kingdom should seek appropriate legal advice before taking any action. The distribution of this document and any accompanying documents into jurisdictions other than the United Kingdom may be restricted by law. Any person not in the United Kingdom into whose possession this document and any accompanying documents come should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities or other laws of any such jurisdiction.



## Notice of Extraordinary General Meeting

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A notice convening an Extraordinary General Meeting of Ethernity Networks Ltd. (the "**Company**") to be held at the offices of the Company at 3rd Floor Beit Golan, 1 Golan St., Corner HaNegev, Airport City 7019900, Israel at 11.00 a.m. Israel time (9.00 a.m. UK time) on 18 March 2026 is set out at the end of this document.

Your attention is drawn to the letter from Yosi Albagli, Chairman of the Company, which is set out on pages 5, 6 and 7 of this document. The Board of the Directors of the Company unanimously recommends you vote in favour of the Resolutions to be proposed at the Extraordinary General Meeting.

The Company will be handling the appointment of proxies and the votes for this Extraordinary General Meeting electronically, and therefore, a hard copy Form of Proxy for use by shareholders (the "**Form of Proxy**") and a Form of Direction for use by Depositary Interest Holders (the "**Form of Direction**") have **NOT** been sent to you.

### **ETERNITY NETWORKS LTD.**

Incorporated and registered in Israel with registered no. 51-347834-7

*Registered Office:*

3rd Floor, Beit Golan  
1 Golan St., Corner HaNegev  
Airport City 7019900  
Israel

A copy of this document including the Form of Proxy and Form of Direction will be available on the Company's website at <http://www.ethernitynet.com>.

## CONTENTS

DIRECTORS, SECRETARY AND ADVISERS	3
DEFINITIONS	4
EXPLANATORY LETTER FROM THE CHAIRMAN	5
NOTICE OF EXTRAORDINARY GENERAL MEETING	9

## DIRECTORS, SECRETARY AND ADVISERS

Directors	Yosi Albagli (Chairman) David Levi (Chief Executive Officer) Shavit Baruch (VP Research & Development) Richard Bennett (Non-Executive Director) Julie Kunstler (External Director) Aviva Banczewski (External Director)
Company Secretary	Tomer Assis
Registered Office	3rd Floor, Beit Golan 1 Golan St., Corner HaNegev Airport City 7019900 Israel
Nominated Adviser and Joint Broker	Allenby Capital Limited 5 St. Helens Place London EC3A 6AB
Joint Broker	CMC Markets UK plc 133 Houndsditch London EC3A 7BX
Joint Broker	AlbR Capital Limited 80 Cheapside London EC2V 6EE
English Solicitors to the Company	Edwin Coe LLP 2 Stone Buildings Lincoln's Inn London WC2A 3TH
Israeli Solicitors to the Company	Gornitzky & Co. 20 HaHarash St. Tel Aviv-Yafo 6761310 Israel
Registrar	MUFG Corporate Markets Central Square 29 Wellington Street Leeds LS1 4DL

## DEFINITIONS

The following words and expressions shall have the following meanings in this document unless the context otherwise requires:

“AIM”	the AIM market operated by the London Stock Exchange plc
“Board” or “Directors”	the board of directors of the Company
“certificated” or “in certificated form”	the description of a share or security which is not in uncertificated form (that is, not in CREST)
“Company” or “Ethernity”	Ethernity Networks Ltd., incorporated and registered in Israel (with registration number 51-347834-7) whose registered office is at 3rd Floor, Beit Golan, 1 Golan St., Corner HaNegev, Airport City 7019900, Israel
“CREST”	the computerised settlement system to facilitate transfer of title to or interests in securities in uncertificated form operated by Euroclear UK & International Limited
“CREST Regulations”	the Uncertificated Securities Regulations 2001 (SI 2001 No. 3755), including (i) any enactment or subordinate legislation which amends or supersedes those regulations and (ii) any applicable rules made under those regulations for the time being in force
“Depository”	MUFG Corporate Markets Trustees (Nominees) Limited, incorporated in England (No 03915424) whose registered office is at Central Square, 29 Wellington Street, Leeds, LS1 4DL
“Depository Interest” or “DI”	dematerialised interests representing underlying Ordinary Shares in the ratio of 1:1 that can be settled electronically through and held in CREST, as issued by the Depository who holds the underlying securities on trust
“Depository Interest Holder(s)”	holder(s) of Depository Interests
“EGM” or “Extraordinary General Meeting” or “Meeting”	the extraordinary general meeting of the Company convened for 18 March 2026 or any adjournment thereof
“Existing Ordinary Shares”	the 19,219,328,493 Ordinary Shares in issue at the date of this document
“Notice of Extraordinary General Meeting”	the notice of the Extraordinary General Meeting, which is set out at the end of this document
“Ordinary Shares”	ordinary shares of no par value each in the share capital of the Company
“Resolutions”	the resolutions to be proposed at the Extraordinary General Meeting, as set out in the Notice of Extraordinary General Meeting
“Shareholder(s)”	holder(s) of Ordinary Shares
“uncertificated” or “in uncertificated form”	a share or security recorded in the Company’s register of members as being held in uncertificated form, title to which may be transferred by means of CREST

## EXPLANATORY LETTER FROM THE CHAIRMAN

# ETHERNITY NETWORKS LTD.

*(Incorporated and registered in the State of Israel with registered no. 51-347834-7)*

Directors: David Levi  
Shavit Baruch  
Yosi Albagli  
Richard Bennett  
Julie Kunstler  
Aviva Banczewski

*Registered Office:*  
1 Golan St., Corner HaNegev  
Airport City 7019900  
Israel

11 February 2026

Dear Shareholder or Depositary Interest Holder,

### Notice of Extraordinary General Meeting

#### Introduction

I am pleased to be writing to you with details of the forthcoming Extraordinary General Meeting of Ethernity Networks Ltd. to be held at the offices of the Company at 3rd Floor, Beit Golan, 1 Golan St., Corner HaNegev, Airport City 7019900, Israel at 11.00 a.m. Israel time (9.00 a.m. UK time) on 18 March 2026.

The formal notice of the Meeting is set out on page 9 of this document.

**Please note that a hard copy Form of Proxy for use by Shareholders and a Form of Direction for use by Depositary Interest Holders have NOT been sent to you as the Company will be handling the appointment of proxies and the votes for the Meeting's Resolutions electronically (instructions follow below).**

#### Actions to be taken in respect of the Meeting

Shareholders are encouraged to submit their voting instructions as soon as possible, even if they might intend to attend the EGM in person. See below for details with regard to voting instructions.

Shareholders can submit questions to the Board in advance of the EGM by emailing such questions to the Company's CFO and Secretary, Tomer Assis, at [tomera@ethernitynet.com](mailto:tomera@ethernitynet.com) by no later than 9.00 a.m. (UK time) / 11.00 a.m. (Israel time) on 13 March 2026. We will consider all questions received and endeavour to provide responses to them at the EGM to the extent appropriate and practicable.

Any Shareholder or proxy appointed by a Shareholder who wishes to attend and observe the EGM by video conference is requested to contact Tomer Assis (details above) in order to obtain details of how to join the video conference. Such Shareholders or proxies are requested to provide in that email details of their registered shareholding or proxy appointment in order that their entitlement to attend may be verified. Shareholders who join the EGM by video conference will not be able to vote at the Meeting and so are encouraged to submit their proxy votes in advance of the Meeting as described herein.

Any Depositary Interest Holder who wishes to join the EGM by video conference is requested first to contact the Depositary at MUFG Corporate Markets, Central Square, 29 Wellington Street, Leeds, LS1 4DL or by email by using [Nominee.Enquiries@cm.mpms.mufg.com](mailto:Nominee.Enquiries@cm.mpms.mufg.com) in order to request a Letter of Representation no later than 9.00 a.m. (UK time) / 11.00 a.m. (Israel time) on 13 March 2026. Any such Depositary Interest Holder is then requested to contact Tomer Assis as set out above once they have received the Letter of Representation in order to obtain details of how to join the video conference. However, Depositary Interest Holders will not be able to vote at the Meeting.

### **Certificated Shareholders**

If you are a Shareholder of the Company, you can find a Form of Proxy on the Company's website <https://ethernitynet.com/investors/> under the Regulatory Documents section. You may submit your proxy electronically using the Investor Centre app or at <https://uk.investorcentre.mpms.mufg.com/>. Shareholders can use this service to vote or appoint a proxy online by no later than 16 March 2026 at 9:00 a.m. UK time. Shareholders will need to use the unique personal identification Investor Code ("IVC") printed on their share certificate. If you need help with voting online or to request a hard copy Form of Proxy, please contact our Registrar, MUFG Corporate Markets on 0371 664 0300 / +44 (0) 371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30 (UK), Monday to Friday excluding public holidays in England and Wales. You may also contact our Registrar for help via email at [shareholderenquiries@cm.mpms.mufg.com](mailto:shareholderenquiries@cm.mpms.mufg.com).

This will enable your vote to be counted at the Meeting in the event of your absence. The completion and submission of your vote ahead of time will not prevent you from attending the Meeting, or any adjournment of the Meeting by video conference.

### **Depository Interest Holders**

If you are a holder of Depository Interests, your shares are held on your behalf in the name of MUFG Corporate Markets Trustees (Nominees) Limited, who are the registered shareholder. You can tell them how you want the votes in respect of your shares to be cast at the EGM by utilising the CREST electronic proxy appointment service by using the procedures described in the CREST Manual (available from [www.euroclear.com](http://www.euroclear.com)). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & International Limited's (EUI) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent (ID: RA10) by 13 March 2026 at 9:00 a.m. UK time. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time.

In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

If you are an institutional investor you may also be able to submit an instruction electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to [www.proxymity.io](http://www.proxymity.io). Your instruction must be lodged by 13 March 2026 at 9:00 a.m. UK time in order to be considered valid or, if the Meeting is adjourned, by the time which is 72 hours before the time of the adjourned meeting. Before you can submit an instruction via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic submission of your instruction. An electronic instruction submitted via the Proxymity platform may be revoked completely by sending an authenticated message via the platform instructing the removal of your submission.

If you encounter technical issues using the CREST system, you may use the Form of Direction which is available on the Company's website - <https://ethernitynet.com/investors/> under the Regulatory Documents section. You must fully complete and have the form signed and email it to [tomera@ethernitynet.com](mailto:tomera@ethernitynet.com) by 13 March 2026 at 9:00 a.m. UK time. This will enable your vote to be counted at the Meeting. You can also request a hard copy Form of Direction from MUFG Corporate Markets by emailing [shareholderenquiries@cm.mpms.mufg.com](mailto:shareholderenquiries@cm.mpms.mufg.com) or calling on Tel: 0371 664 0300 / +44 (0) 371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30 (UK), Monday to Friday excluding public holidays in England and Wales. To be effective, in either case the Form of Direction must be received by MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL (together with any power of attorney or other authority under which it is signed or a notarially certified copy of such power or authority) by no later than 9:00 a.m. UK time at 13 March 2026 (or if the EGM is adjourned, 72 hours before the time fixed for the adjourned EGM, excluding any UK non-working days). The completion and submission of your vote will not prevent you from attending the Meeting, or any adjournment of the Meeting by video conference (subject to obtaining a valid Letter of Representation).

### **Recommendation**

The Board believes that all of the proposals to be considered at the Meeting are in the best interests of the Company and its shareholders as a whole and, accordingly, recommends that you vote in favour of the Resolutions as they intend to do in respect of their own beneficial holdings, amounting, in aggregate, to 235,006,628 Ordinary Shares, representing approximately 1.22 per cent of the Existing Ordinary Shares.

Yours faithfully,

**Yosi Albagli**

*Chairman*

## EXPLANATORY NOTES TO THE PROPOSED ACTIONS AND RESOLUTIONS

### **Resolution 1. Increasing the Authorised Share Capital of the Company**

Under the Companies Law, the authorised share capital of the Company may only be increased with the consent of the Shareholders. This resolution increases the current authorised share capital by 15,000,000,000 Ordinary Shares so that the authorised share capital shall consist of 40,300,000,000 Ordinary Shares and amends the Company's Articles of Association to reflect said increase in the authorised share capital. The Directors believe that the increase in the authorised share capital provided by this resolution will maintain a desirable degree of flexibility and will support the Company's needs for the foreseeable future.

At the Meeting, the Shareholders will be asked to approve the following resolution:

To increase the authorised share capital of the Company to 40,300,000,000 Ordinary Shares of no par value, and to amend the Company's Articles of Association to reflect said increase in the authorised share capital.

### **Resolution 2. Disapplication of Pre-emption Rights on Equity Issues for Cash**

Article 9.2 of the Company's Articles of Association requires that if the Company intends to issue Ordinary Shares or other Equity Securities (as such term is defined in the Company's Articles of Association), subject to certain exceptions, it must first offer them to existing Shareholders, which may prove to be both costly and cumbersome. At the shareholders meeting held on 2 December 2025, the shareholders approved the disapplication of pre-emption rights with respect to 15,000,000,000 Ordinary Shares (the "**Existing Disapplication Amount**"). Out of the Existing Disapplication Amount an amount of 9,187,500,000 Ordinary Shares were issued on Friday, 6 February 2026, following the fundraising announcement on 2 February 2026.

This Resolution will enable the Directors to allot Ordinary Shares or other Equity Securities on a non-pre-emptive basis, up to an aggregate of 15,000,000,000 additional Ordinary Shares (i.e., in addition to any unutilised portion of the Existing Disapplication Amount), or in connection with a rights issue or similar offer. The Directors believe that the authority provides a desirable degree of flexibility for the Company to potentially raise further funding and to facilitate the possible conversion of warrants of up to 3,375,000,000 Ordinary Shares. The grant of the warrants is conditional on the approval of this resolution (Resolution 2) as specified in the RNS dated 2 February 2026. This Resolution 2 is subject to the approval of Resolution 1 at the Meeting.

The disapplication shall not be in substitution and replacement of remaining existing authorities, and without prejudice to any allotment of Ordinary Shares or other Equity Securities or grants of rights already made, offered or agreed made pursuant to such authorities, including with respect to previously granted unexercised warrants, the Chairman's Remuneration Contract in terms of the General Meeting of the Company held on 28 August 2024 and maintaining headroom for future equity issuances, should the Directors deem appropriate, without the requirement to hold a general meeting of shareholders.

### **Resolution 3. Conversion of Certain Directors' Accrued and Unpaid Salaries and Fees to Ordinary Shares**

Following the approval and recommendation of the Company's Remuneration Committee and subsequently by the Board of Directors, in order to further preserve cash, it is proposed that certain directors of the Company, namely, Joseph Albagli - Chairman, David Levi - CEO and Shavit Baruch - VP R&D ("**Certain Directors**"), will convert accrued and unpaid salaries and director fees in an aggregate amount not to exceed £70,000 into new Ordinary Shares at a conversion price of £0.00004 (0.004p) per share, which is equal to the Placing Price as described in the RNS announcement on 2 February 2026. Under Israel Companies Law, such conversion requires the approval of shareholders at a general meeting. The amount of unpaid salaries and fees that will be converted into Ordinary Shares will be determined following the EGM but will in any event not exceed £70,000 in the aggregate, such that the maximum amount of Ordinary Shares that may be issued pursuant to such conversion will not exceed 1,750,000,000 Ordinary Shares in the aggregate.

## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary general meeting of Ethernity Networks Ltd. (the “**Company**”) will be held at 3rd Floor, Beit Golan, 1 Golan St., Corner HaNegev, Airport City 7019900, Israel, at 11.00 a.m. (Israel time) / 9.00 a.m. (UK time) on 18 March 2026, to consider and, if thought fit, pass the following resolutions.

1. Resolution 1: To increase the authorised share capital of the Company by 15,000,000,000 Ordinary Shares to 40,300,000,000 Ordinary Shares of no par value, and to amend the Company’s Articles of Association to reflect said increase in the authorised share capital.
2. Resolution 2: Subject to approval of Resolution 1, to approve that the Directors be authorised to allot and issue Ordinary Shares or other Equity Securities for cash as if Article 9.2 of the Company’s Articles of Association did not apply: (i) in connection with rights issues or similar offers and (ii) otherwise up to an aggregate 15,000,000,000 additional Ordinary Shares over and above any existing authorities.
3. Resolution 3: To approve the conversion of Certain Directors’ accrued and unpaid salaries and fees in an aggregate amount not to exceed £70,000 to Ordinary Shares at a conversion price of £0.00004 (0.004p) per share.

The approval of Resolution 1 requires the affirmative vote of the majority of the Ordinary Shares present in person or represented by proxy and voting at the Extraordinary General Meeting on such Resolution.

The approval of Resolution 2 requires the affirmative vote of three fourths of the Ordinary Shares present in person or represented by proxy and voting at the Extraordinary General Meeting on such Resolution.

The approval of Resolution 3 requires the Disinterested Majority Shareholder Vote of the Ordinary Shares.

A “**Disinterested Majority Shareholder Vote**” means: a simple majority of the Ordinary Shares present, in person or by proxy, and voting on the Resolution, excluding abstentions, provided that either: (i) at least a majority of the Ordinary Shares held by all shareholders who are not controlling shareholders and do not have a personal interest in such matter, present and voting on such matter, are voted in favour of the matter, excluding abstentions, or (ii) the total number of Ordinary Shares of non-controlling shareholders and shareholders who do not have a personal interest in such matter voting against the matter does not exceed 2 per cent. of the aggregate voting rights in the company.

The term “**controlling shareholder**” means a shareholder who has the ability to direct the activities of the Company, other than by virtue of being an Office Holder (as such term is defined in the Companies Law). A shareholder is presumed to be a controlling shareholder if the shareholder holds 50 per cent. or more of the voting rights in the Company or has the right to appoint the majority of the directors of the Company or its chief executive officer (referred to in the Companies Law as the general manager). In addition, the term controlling shareholder for the purposes of Resolution 3 includes any shareholder that holds 25 per cent. or more of the voting rights of the Company if no other shareholder holds more than 50 per cent. of the voting rights in the Company. As of the date hereof, the Company is not aware of any controlling shareholders. A “**personal interest**” of a shareholder is defined as: such shareholder’s personal interest in an act or a transaction of the Company, including (i) a personal interest of such shareholder’s relative, and (ii) a personal interest of a corporation in which such shareholder or any of his/her relatives serves as a director or the chief executive officer, owns at least five percent (5 per cent.) of its issued share capital or its voting rights or has the right to appoint a director or chief executive officer, but excluding a personal interest arising solely from the holding of shares in the Company. A personal interest also includes the personal interest of a proxy holder voting shares, even if the proxy giver does not have a personal interest in the matter, and the personal interest of the proxy giver, whether or not the person voting the shares has discretion. The term “**relative**” means a shareholder’s spouse, sibling, parent, grandparent or descendant and the spouse’s sibling, parent, or descendant; and the spouse of each of the foregoing persons.

Under applicable Israeli law, in order for a vote on Resolution 3 to be counted, the voting shareholder must notify the Company whether he or she has a personal interest in the matter. Every Shareholder and Depository Interest Holder voting by means of a Form of Proxy, Form of Direction or electronically, will be deemed to confirm that such Shareholder or Depository Interest Holder, as applicable, is NOT a controlling shareholder and does NOT have a personal interest in Resolution 3, unless otherwise notified to the Company. If you do have a personal interest in Resolution 3, please notify the Company CFO and Secretary, Tomer Assis, at [tomera@ethernitynet.com](mailto:tomera@ethernitynet.com).

By order of the Board

**Tomer Assis**

*CFO and Secretary*

3rd Floor, Beit Golan  
1 Golan St., Corner HaNegev  
Airport City 7019900  
Israel

Incorporated and registered in Israel with registered no. 51-347834-7

11 February 2026

## Notes to the Notice of Extraordinary General Meeting

1. A hard copy Form of Proxy for use by Shareholders and a Form of Direction for use by Depositary Interest Holders have **NOT** been sent to you as the Company will be handling the appointment of proxies and the votes electronically.
2. Only those Shareholders registered in the Company's register of shareholders as of close of business (UK time) on 12 March 2026 (the "**Original Cut-Off**") are entitled to attend and/or vote at the Meeting, and each only in respect of such number of Ordinary Shares registered in his or its name at that time. If the Meeting is adjourned to a time not more than 48 hours after the original Meeting time, the Original Cut-Off will continue to apply. Notwithstanding the foregoing, if the Meeting is adjourned due to a lack of a quorum, the Original Cut-Off will continue to apply. Any changes to the Company's register of shareholders made after the Original Cut-Off shall be disregarded for these purposes.
3. The quorum for the Meeting shall be two or more shareholders present in person or by proxy and holding Ordinary Shares conferring in the aggregate 5 per cent. or more of the voting power of the Company. If within half an hour from the time appointed for the Meeting, a quorum is not present, the Meeting shall be adjourned to the same day in the next week, at the same time and place and the Original Cut-Off shall apply. Two or more shareholders who attend an adjourned meeting in person or by proxy will constitute a quorum, regardless of the number of Ordinary Shares they hold or represent.
4. If you are a Shareholder of the Company, whether or not you intend to be present at the Meeting, you can find a Form of Proxy on the Company's website <https://ethernitynet.com/investors/> under the Regulatory Documents section. You may submit your proxy electronically using Investor Centre via the app or via the web browser at <https://uk.investorcentre.mpms.mufig.com/> (see below). Shareholders can use this service to vote or appoint a proxy online by no later than 16 March 2026 at 9:00 a.m. UK time. Shareholders will need to use the unique personal identification Investor Code ("**IVC**") printed on their share certificate. If you need help with voting online or to request a hard copy form of proxy, please contact our Registrar, MUFG Corporate Markets 0371 664 0300 / +44 (0) 371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30 (UK), Monday to Friday excluding public holidays in England and Wales. You may also contact our Registrar for help via email at [shareholderenquiries@cm.mpms.mufig.com](mailto:shareholderenquiries@cm.mpms.mufig.com).

Shareholders can vote electronically via the Investor Centre, a free app for smartphone and tablet provided by MUFG Corporate Markets (the company's registrar). It allows you to securely manage and monitor your shareholdings in real time, take part in online voting, keep your details up to date, access a range of information including payment history and much more. The app is available to download on both the Apple App Store and Google Play, or by scanning the relevant QR code below. Alternatively, you may access the Investor Centre via a web browser at: <https://uk.investorcentre.mpms.mufig.com/>.



The Form of Proxy must arrive at MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL during usual business hours accompanied by any power of attorney under which it is executed (if applicable) no later than 16 March 2026 at 9:00 a.m. UK time being 48 hours before the time fixed for holding the meeting or any adjournment thereof.

5. Unless otherwise indicated on the Form of Proxy or any other electronic voting instruction, the proxy will vote as they think fit or, at their discretion, withhold from voting.
6. If you are a holder of Depositary Interests, your shares are held on your behalf in the name of MUFG Corporate Markets Trustees (Nominees) Limited, who are the registered shareholder. You can tell them how you want the votes in respect of your shares to be cast at the EGM by utilising the CREST electronic proxy appointment service by using the procedures described in the CREST Manual (available from [www.euroclear.com](http://www.euroclear.com)). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & International Limited's (EUI) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent (ID: RA10) by 13 March 2026 at 9:00 a.m. UK time. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time.

In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

If you are an institutional investor you may also be able to submit an instruction electronically via the Proximity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proximity, please go to [www.proximity.io](http://www.proximity.io). Your instruction must be lodged by 13 March 2026 at 9:00 a.m. UK time in order to be considered valid or, if the Meeting is adjourned, by the time which is 72 hours before the time of the adjourned meeting. Before you can submit an instruction via this process you will need to have agreed to Proximity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic submission of your instruction. An electronic instruction submitted via the Proximity platform may be revoked completely by sending an authenticated message via the platform instructing the removal of your submission.

7. Alternatively, holders of Depositary Interests can complete a Form of Direction which is available on the Company's website – <https://ethernitynet.com/investors/> under the Regulatory Documents section. You must fully complete and have the form signed and email it to [tomera@ethernitynet.com](mailto:tomera@ethernitynet.com) by 13 March 2026 at 9:00 a.m. UK time. You can also request a hard copy Form of Direction from MUFG Corporate Markets by emailing [shareholderenquiries@cm.mpms.mufg.com](mailto:shareholderenquiries@cm.mpms.mufg.com) or calling on Tel: 0371 664 0300 / +44 (0) 371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30 (UK), Monday to Friday excluding public holidays in England and Wales. To be effective, in either case the Form of Direction must be received by MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL (together with any power of attorney or other authority under which it is signed or a notorially certified copy of such power or authority) by no later than 9:00 a.m. UK time at 13 March 2026 (or if the EGM is adjourned, 72 hours before the time fixed for the adjourned EGM, excluding any UK non-working days).
8. The Depositary will appoint the Chair of the meeting as its proxy to cast its votes. The Chair of the meeting may also vote or abstain from voting as they think fit on any other business (including amendments to resolutions) which may properly come before the meeting. The 'Vote Withheld' option is provided to enable you to abstain from voting on the resolutions. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
9. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding, the first-named being the most senior.
10. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off times for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
11. Any Shareholder or proxy appointed by a Shareholder who wishes to attend the EGM by video conference is requested to contact the Company's CFO, Tomer Assis (at [tomera@ethernitynet.com](mailto:tomera@ethernitynet.com)), in order to obtain details of how to join the video conference. Such Shareholders or proxies are requested to provide in that email details of their registered shareholding or proxy appointment in order that their entitlement to attend may be verified.
12. Any Depositary Interest Holder who wishes to join the EGM by video conference is requested first to contact the Depositary at MUFG Corporate Markets, Central Square, 29 Wellington Street, Leeds, LS1 4DL or by email by using [Nominee.Enquiries@cm.mpms.mufg.com](mailto:Nominee.Enquiries@cm.mpms.mufg.com) in order to request a Letter of Representation no later than 9.00 a.m. (UK time) / 11.00 a.m. (Israel time) on 13 March 2026. Any such Depositary Interest Holder is then requested to contact the Company's CFO as set out in the immediately preceding paragraph once they have received the Letter of Representation. However, Depositary Interest Holders will not be able to vote at the Meeting.
13. A corporation which is a shareholder may by resolution of its directors or other governing body authorise a person to act as its representative who may exercise, on its behalf, all its powers as a shareholder, provided the corporation does not do so in relation to the same shares.
14. Please note that the Company takes all reasonable precautions to ensure no viruses are present in any electronic communication it sends out, but the Company cannot accept responsibility for loss or damage arising from the opening or use of any email or attachments from the Company and recommends that shareholders and Depositary Interest Holders subject all messages to virus checking procedures before use. Any electronic communication received by the Company, including the lodgement of an electronic proxy form, that is found to contain any virus will not be accepted.