

July 24, 2025

Israel Securities Authority (to be delivered via MAGNA)

To whom it may concern,

Re: Immediate Report on the Convening of an Extraordinary General Meeting

1. In accordance with the provisions of the Companies Act 1999, (hereinafter the "Law" or the "Companies Law") and in accordance with the Securities Regulations (Periodic and Immediate Statements) 1970, (hereinafter the "Reporting Regulations"), Tefron Ltd. (hereinafter the "Company") is pleased to hereby announce a special general meeting of the Company to be held on **Wednesday, September 3, 2025, at noon 12:00**, at the offices of Firon Law Firm, located at 2 Hashlosa St. (Adgar 360 Building), Tel Aviv.

2. The agenda and the full text of the proposed resolution

Approval of the appointment of Prof. Shoshana Anily (hereinafter "Prof. Anily") for a third term as external director in effect from September 5, 2025, after the Board of Directors resolved on July 21, 2025 to propose her candidacy for another term. It is noted that the first term of Prof. Anily as external director in the Company will expire on September 4, 2025.

Prof. Anily signed a declaration in accordance with section 241 of the Companies Law, which is attached to this immediate report. Prof. Anily is valued as having accounting and financial expertise, in accordance with the Companies Law (Conditions and Tests for a Director with Accounting and Financial Expertise and a Director with Professional Qualification) 2005.

Details regarding Prof. Anily, in accordance with Regulation 26 of the Reporting Regulations:

Name	Prof. Shoshana Anily
ID no.	053482527
Date of Birth	July 9, 1955
Address	Yocheved Bat Miryam 42, Tel Aviv 6941135
Citizenship	Israeli
Membership in Board Committees	Audit and Compensation Committee, Financial Statements Review Committee
Is she an External Director?	Yes, an External Director of an Accounting and Financial Expertise
Is she an employee of the Company, a subsidiary or an affiliate?	No
Date of Commencement of Tenure	September 5, 2019
Main Occupation in the last five	A professor at the Coller Faculty of Business

years	Administration (previously, Recanati) at Tel Aviv University since 1988. Since 2004 a full professor (from 2024 professor emerita). After retiring, she was appointed to manage the renewal of the American AACSB accreditation for the Faculty of Business Administration at Tel Aviv University, in addition to continuing her research activities and supervising students.
Other companies in which serves as a director	--
Education	Ph.D. in Operations Research, Graduate School of Business Administration, Columbia University, NY, USA M.A. Statistics, Tel Aviv University B.Sc. Mathematical Sciences, Tel Aviv University
Is she a family relative of an interested party of the Company?	No
Whether she is a director whom the Company considers to have accounting and financial expertise in order to comply with the minimum number determined by the Board of Directors under section 92(a)(12) of the Companies Law	Yes

Proposed resolution: To appoint Prof. Shoshana Anily for a third term as external director in the Company as of September 5, 2025.

3. **The majority required**

The majority required for approval of the resolution on the agenda of the meeting is a simple majority of the shareholders of the Company who are personally present at the meeting or through their proxies, provided that: (A) the votes of the majority at the general meeting will include a majority of the votes of shareholders, who are not controlling shareholders or with a personal interest in the approval of the appointment, excluding personal interest that is not a result of relationship with the controlling shareholder, who participate in the vote; The total votes of the shareholders shall not take abstentions into account; (B) the total of opposition votes amongst the shareholders referred to in subsection (A) shall not exceed two percent of the total voting rights in the Company.

It is noted that the number of Company shares held by the controlling shareholder shall not grant the controlling shareholder the majority required to determine the result of the proposed resolution on the agenda.

4. Meeting and voting procedures

a. The quorum and adjourned meeting

The quorum for opening the discussion at the general meeting is two (2) or more shareholders (who own fully paid shares) present in person or by proxy or by written proxy, respectively, who hold at least twenty-five (25%) of the voting rights.

If half an hour has passed from the time set for the meeting and there is no quorum, the meeting shall be adjourned automatically, and set to the same day and same time the next week, or to a day, hour and place as determined by the Chairman with the consent of a majority of the voting right holders who are present in person or by proxy or by written proxy at the meeting, and who vote on the issue of the date of the adjourned meeting. The company shall announce by an immediate report on the adjournment of the meeting and the date in which the adjourned meeting will be held. The quorum at the adjourned meeting shall be two (2) shareholders present in person or by proxy or by written proxy, respectively, who hold at least twenty-five (25%) of the voting rights.

b. The effective date for determining shareholders eligibility to attend and vote at the general meeting

The effective date for determining the entitlement of a shareholder to attend and vote at the General Meeting is the close of trading on Tuesday, August 5, 2025 (the "Effective Date").

If you hold an "American Share" i.e. a share of the Company that is not "an Israeli share", as this term is defined below, in order to vote at the meeting, please see the instructions specified in the voting letter published at the Company website www.tefron.com.

"Israeli share" - a share of the Company, which complies with one of the following options: (a) the share is registered in the Israeli register of shareholders of the Company (for the avoidance of doubt, a share of the Company which is registered in the American register of shareholders of the Company, run by "American Stock Transfer & Trust Company", is not an "Israeli share"); Or (b) the share is registered to a shareholder in accordance with Article 177 (1) of the Companies Law, i.e., the share is registered with a TASE member (of the Tel Aviv Stock Exchange Ltd.), and that share is included among the shares registered in the Israeli register of shareholders of the Company in the name of the Tel-Aviv Stock Exchange Nominee Company Ltd (hereinafter the "unregistered shareholder").

c. Voting

Shareholders are entitled to vote in respect of the resolution that is on the agenda of the Meeting in person, or by proxy or by Voting Slip within the meaning of Article 87 of the Law, which is attached to this

Report (the "Voting Slip"). In addition, unregistered shareholder is also entitled to vote by electronic voting form that will be transferred to the Company in the electronic voting system at <http://votes.isa.gov.il>, operating under Article B of Chapter G2 of the Securities Law, 1968 ("Electronic Voting", "Electronic Voting System", "Electronic Voting Form" and "Securities Law", respectively).

d. **Proxy for voting**

A shareholder may appoint a proxy to vote in his place, who does not have to be a shareholder. A letter of authorization for the appointment of the proxy shall be drafted in accordance with Company's Articles of Association provisions. The authorization letter shall be submitted to the Chairman of the meeting or to the offices of the Company (to the CFO, Mr. Gregory Davidson), and has to reach the Company's offices at least two hours prior to the convening of the meeting. The Chairman of the meeting shall have the power to receive letters of authorization received even after that time up to the beginning of the meeting.

e. **Certificate of ownership**

An unregistered shareholder is entitled to attend the general meeting only if he provides the Company, before the General Meeting, an original certificate from the Stock Exchange member with whom his right to share is registered, concerning his ownership of shares in the Company on the effective date, according to the form in the addendum to the Companies Regulations (Proof of Ownership of a Share for Voting at a General Meeting) 2000, ("Certificate of Ownership") or, alternatively, by sending the Company a Certificate of Ownership using the electronic voting system. In this respect, it should be noted that an electronic message approved under section 44K5 of the Securities Act on the subject of user data in the electronic voting system - shall be treated as a Certificate of Ownership with regard to all shareholders included therein.

An unregistered shareholder is entitled to receive Certificate of Ownership from the TASE member through which he holds his shares, at a branch of the TASE member or by mail to his address for postage costs only, if so requested. A request in this matter should be made in advance to a specific securities account.

Furthermore, a shareholder not registered may order that his Certificate of Ownership will be transferred to the Company through its electronic voting system.

f. **Voting in writing by means of a Voting Slip and position notices**

A shareholder is entitled to vote in respect of the resolutions on the agenda of the meeting by means of a Voting Slip. In this respect, the vote of a shareholder who voted using a Voting Slip shall be considered as if he was present and participated in the meeting. Voting using a

Voting Slip of a shareholder wishing to vote using a Voting Slip instead of participating in the meeting in person or by proxy, shall be made on the second part of the Voting Slip attached to this report.

The URLs of the Israeli Securities Authority and the Tel Aviv Stock Exchange Ltd. where the Voting Slip and position notices can be found, within the meaning of Section 88 of the Companies Law, are: the distribution site of the Securities Authority [Http://www.magna.isa.gov.il](http://www.magna.isa.gov.il) (the "Distribution Site"), Tel Aviv Stock Exchange Ltd. website <http://maya.tase.co.il>. Shareholders may apply directly to the Company and receive the Voting Slip and position notices, if any.

A Stock Exchange member shall send by e-mail, free of charge, a link to the Voting Slip and position notices on the Distribution Site, to any shareholder who is not registered in the Register of Shareholders and whose shares are registered with a member of that TASE member, unless the shareholder has notified the stock exchange member that he is not interested in receiving such a link, provided that the notice is given regarding a specific securities account and prior to the Effective Date.

The Voting Slip must be delivered to the offices of the Company (together with the ownership certificate) up to 4 hours prior to the convening of the meeting. In this regard, the delivery date is the date on which the Voting Slip and the documents attached to it arrive at the Company's offices.

Furthermore, a non-registered shareholder is entitled to produce his Certificate of Ownership through the electronic voting system as said in Subsection E above.

The deadline for submitting position notices is up to 10 days before convening the meeting, namely until August 24, 2025.

A Voting Slip that is not accompanied by a Certificate of Ownership (or, alternatively, a Certificate of Ownership is not produced using the electronic voting system) shall be void.

g. E-Voting Slip

As stated above, an unregistered shareholder may also vote through an electronic voting system. Voting by an electronic Voting Slip shall be allowed up to 6 hours before convening the General Meeting (or until an earlier date to be determined by the Securities Authority, provided it does not exceed 12 hours before the convening of the meeting) (the "System Closure Time"). Electronic voting shall be subject to change or cancelation until the System Closure Time and cannot be changed through the system after that time.

h. General instructions

A shareholder may contact the Company's registered office and after proving his identity, withdraw the Voting Slip and certificate of ownership up to 24 hours prior to the convening of the meeting.

It is noted that in accordance with Article 83 (d) of the Companies Law, if a shareholder voted in more ways than one, his later vote shall be counted, where for this matter the vote of a shareholder in person or by proxy shall be deemed to be later than a vote using the electronic voting system.

i. Reviewing Voting Slips

One or more shareholders holding shares representing five percent or more of the total voting rights in the Company, and anyone holding such aforesaid percentage of voting rights not held by the controlling shareholder, is entitled, after the convening of the general meeting, to review the Voting Slips and voting records using the electronic voting system that reached the Company, as set out in Article 10 of the Companies Regulations (Voting in Writing and Position Notices) 2005.

5. Adding a subject on the agenda

A shareholder, one or more, who has at least one percent of the voting rights at the General Meeting may request from the Board, until 7 days after summoning the meeting, to include a subject on the agenda of the general meeting, provided that it is appropriate for discussion at the general meeting. If the Board finds that aforesaid subject is appropriate to be discussed at a general meeting, the Company shall publish an amended immediate report with an amended voting slip, as needed, and no later than seven days after the last date for submitting shareholder's request for the inclusion of a subject on the agenda, as aforesaid.

6. Reviewing Documents

A copy of this immediate report and its appendices will be available for review at the Company's offices Sunday to Thursday during normal working hours after prior appointment by telephone: 04-9900881, until the date of convening the meeting, as well as at the ISA website at www.magna.isa.gov.il.

Sincerely yours,

Tefron Ltd.

By Mr. Ben Lieberman, CEO

and Mr. Gregory Davidson, CFO



הצהרת מועמדת למשרת דירקטורית חיצונית

אני הח"מ, פרופ' שושנה אנילי דיין, מס' ת.ז. 053482527, מצהירה בזה, בקשר עם מועמדותי לכהן כדירקטורית חיצונית בתפרון בע"מ (להלן: "החברה"), כדלקמן:

1. יש לי את הכישורים הדרושים והיכולת להקדיש את הזמן הראוי לשם ביצוע תפקידי כדירקטורית בחברה. הנני בעלת מיומנות גבוהה והבנה בנושאים עסקיים - חשבונאיים ודוחות כספיים, באופן המאפשר לי להבין לעומק את הדוחות הכספיים של החברה ולעורר דיון בקשר לאופן הצגתם של הנתונים הכספיים. להלן פרטים אודות השכלתי וניסיוני המקצועי המקנים לי כישורים כאמור ושהינם רלבנטיים לשם בחינה האם מתקיימים בי התנאים והמבחנים להיותי בעלת מומחיות חשבונאית ופיננסית, כהגדרתם בתקנות החברות (תנאים ומבחנים לדירקטור בעל מומחיות חשבונאית ופיננסית ולדירקטור בעל כשירות מקצועית), התשס"ו – 2005:

1.1 השכלה

1.1.1 דוקטור (Ph.D.) בחקר ביצועים מביה"ס למנהל עסקים, אוניברסיטת קולומביה, ניו-יורק, ארה"ב.

1.1.2 תואר שני בסטטיסטיקה, אוניברסיטת תל-אביב.

1.1.3 תואר ראשון במתמטיקה, אוניברסיטת תל-אביב.

1.2 נסיון מקצועי

פרופסור בפקולטה לניהול ע"ש קולר (בעבר, רקנטי) באוניברסיטת תל-אביב החל משנת 1988. מאז שנת 2004 בדרגת פרופסור מן המניין (משנת 2024 אמריטה). לאחר הפרישה מוניתני לנהל את חידוש תו האקדמיטציה האמריקאי AACSB עבור הפקולטה לניהול באוניברסיטת תל אביב, זאת בנוסף להמשך הפעילות המחקרית והנחיית סטודנטים.

2. אינני קרובה של בעל השליטה בחברה, ואין לי, לקרובי, לשותפי, למעבידי, למי שאני כפופה לו במישרין או בעקיפין, או לתאגיד שאני בעלת השליטה בו, נכון לתאריך הצהרה זו, או בשנתיים שקדמו לו, זיקה לחברה, לבעל השליטה בחברה או לקרוב של בעל השליטה בחברה, במועד הצהרה זו, או לתאגיד אחר. בהצהרה זו:

"זיקה" - קיום יחסי עבודה, קיום קשרים עסקיים או מקצועיים דרך כלל או שליטה, וכן כהונה כנושא משרה, למעט כהונה של דירקטור שמונה כדי לכהן כדירקטור חיצוני בחברה שעומדת להציע לראשונה מניות לציבור;

"תאגיד אחר" - תאגיד שבעל השליטה בו, במועד הצהרה זו או בשנתיים שקדמו לו, הוא החברה או בעל השליטה בה;

"קרוב" - בן זוג, אח או אחות, הורה, הורי הורה, צאצא וכן צאצא, אח, אחות או הורה של בן הזוג או בן זוגו של כל אחד מאלה.

3. תפקידי או עיסוקי האחרים לא יוצרים או עלולים ליצור ניגוד עניינים עם תפקידי כדירקטורית בחברה, ואין בהם כדי לפגוע ביכולתי לכהן כדירקטורית.

4. אינני מכהנת כדירקטורית בחברה בה אחד הדירקטורים החיצוניים הוא דירקטור של החברה.
5. אינני עובדת של רשות ניירות ערך או עובדת של בורסה בישראל.
6. אין לי או לקרובי, לשותפי, למעבידי, למי שאני כפופה לו במשרת או בעקיפין, או לתאגיד שאני בעלת השליטה בו, קשרים עסקיים או מקצועיים עם מי שאסורה אליו הזיקה, כאמור בסעיף 2 לעיל, דרך כלל או שאינם דרך כלל, למעט קשרים זניחים.
7. ידועים לי כל הפרטים בנושא גמול הדירקטורים המשולם על ידי החברה לדירקטור חיצוני. לא אקבל תמורה בשל כהונתי כדירקטורית חיצונית בחברה בניגוד להוראות סעיף 244(ב) לחוק החברות, התשנ"ט - 1999.
8. לא הורשעתי בפסק דין חלוט בעבירות שלהלן: עבירות לפי סעיפים 290 עד 297, 392, 415, 418 עד 420, ו-422 עד 428, לחוק העונשין, התשל"ז-1977, ולפי סעיפים 52, 55ד, 53(א) ו-54 לחוק ניירות ערך, התשכ"ח – 1968 (להלן: "חוק ניירות ערך").
9. לא הורשעתי בבית משפט מחוץ לישראל בעבירות שוחד, מרמה, עבירות מנהלים בתאגיד או עבירות של ניצול מידע פנים.
10. לא הורשעתי בעבירה אחרת אשר בית משפט קבע כי מפאת מהותה, חומרתה או נסיבותיה אין אני ראויה לשמש כדירקטורית בחברה ציבורית.
11. לא הטילה עלי ועדת האכיפה המנהלית שמונתה לפי סעיף 52לב(א) לחוק ניירות ערך, אמצעי אכיפה כאמור בסעיף 52נו לחוק ניירות ערך, שהוטל לפי פרק ח'4 לחוק ניירות ערך, או לפי פרק 2' לחוק הסדרת העיסוק בייעוץ השקעות, בשיווק השקעות ובניהול תיקי השקעות, התשנ"ה – 1995, או לפי פרק 1' לחוק השקעות משותפות בנאמנות, התשנ"ד – 1994, לפי העניין, האוסר עלי לכהן כדירקטורית בחברה ציבורית.
12. אינני קטינה, פסולת דין או פושטת רגל.
13. הנני מתחייבת להודיע לחברה באופן מיידי במידה ויחול שינוי בהצהרותיי לעיל. ידוע לי, כי החברה תסתמך על האמור בהצהרתי זו בעת אישור כהונתי כדירקטורית חיצונית בחברה, וכי הצהרתי זו תפורסם במסגרת דיווחיה הפומביים של החברה וכן תימצא במשרדה הרשום של החברה ותהיה פתוחה לעיונו של כל אדם.

תאריך: 16 ביולי 2025


פרופ' שושנה אנילי דיין