Alrov Properties and Lodgings Ltd.

Consolidated Financial Statements
As of December 31, 2025

The information contained in these financial statements constitutes an unofficial translation of the financial statements published by the Company in Hebrew. The Hebrew version is the binding version. This translation was prepared for convenience purposes only.

Auditors' Report to the Shareholders of Alrov Properties and Lodgings Ltd. Regarding the Audit of Internal Control Components over Financial Reporting in accordance with paragraph 9b(c) of the Israeli Securities Regulations (Periodic and Immediate Reports), 1970

We have audited internal control components over financial reporting of Alrov Properties and Lodgings Ltd. and its subsidiaries (hereinafter "the Company") as of December 31, 2025. These control components were determined as explained in the following paragraph. The Company's Board of Directors and Management are responsible for maintaining effective internal control over financial reporting and for their assessment of the effectiveness of the Company's internal control components over financial reporting accompanying the periodic report as of the above date. Our responsibility is to express an opinion on the Company's internal control components over financial reporting based on our audit. We did not audit the effectiveness of internal control components over financial reporting of certain consolidated subsidiaries whose assets and revenues constitute approximately 8% of the total consolidated assets and revenues, respectively, included in the consolidated financial statements as of December 31, 2025 and for the year then ended. The effectiveness of those companies' internal control components over financial reporting was audited by other auditors whose reports thereon have been furnished to us, and our opinion, insofar as it relates to the effectiveness of internal control components over financial reporting of such companies, is based solely on the reports of the other auditors.

Audited internal control components over financial reporting were determined in accordance with Auditing Standard 911 of the Institute of Certified Public Accountants in Israel "Audit of Internal Control Components over Financial Reporting" (hereinafter "Auditing Standard (Israel) 911"). These components are: (1) Entity level controls, including controls over the preparation and closure of the financial reporting process and general information technology controls; (2) controls over the investment property process; (3) controls over treasury of cash management and debt management; (4) controls over hotels income process; (5) controls over the payroll process in hotels (all these are named together "audited control components").

We conducted our audit in accordance with Auditing Standard (Israel) 911. This standard requires us to plan and perform the audit to identify the audited control components and to obtain reasonable assurance about whether these control components were effective in all material respects. Our audit included obtaining an understanding of internal control over financial reporting, identifying the audited control components, assessing the risk that a material weakness exists in the audited control components, and testing and evaluating the design and operating effectiveness of those control components based on the assessed risk. Our audit, regarding those control components, also included performing such other procedures as we considered necessary in the circumstances. Our audit referred only to the audited control components, as opposed to internal control over all significant processes related to financial reporting, therefore our opinion refers to the audited control components only. Our audit also did not refer to mutual effects between audited control components and non audited control components, therefore our opinion does not take into account these possible effects. We believe that our audit provides a reasonable basis for our opinion in the context described above.

Because of its inherent limitations, internal control over financial reporting as a whole, and internal control components in particular, may not prevent or detect misstatements. Also, projections of any current evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

In our opinion, the Company maintained, in all material respects, effective audited control components as of December 31, 2025.

We have also audited, in accordance with generally accepted auditing standards in Israel, the Company's consolidated financial statements as of December 31, 2025 and for the year then ended and our report thereon, dated March 29, 2026 expressed an unmodified opinion on those financial statements

Somekh Chaikin
Certified Public Accountants (Isr.)

March 29, 2026

Auditors' Report to the Shareholders of Alrov Properties and Lodgings Ltd.

Opinion

We have audited the consolidated financial statements of Alrov Properties and Lodgings Ltd. (hereinafter "the Company"), which comprise the consolidated statements of financial position as of December 31, 2025, and the consolidated income statements, statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies.

We did not audit the financial statements of consolidated companies whose assets included in consolidation constitute approximately 16% of total consolidated assets as of December 31, 2025, and whose revenues included in consolidation constitute approximately 10% of total consolidated revenues for the year ended December 31, 2025. The financial statements of those entities were audited by other auditors, whose reports have been furnished to us, and our opinion, insofar, as it relates to amounts included for those entities, is based solely on the reports of the other auditors.

In our opinion, based on our audit and the reports of other auditors, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at December 31, 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended, in accordance with IFRS Accounting Standards and with the provisions of the Securities Regulations (Annual Financial Statements), 2010.

Basis for Opinion

We conducted our audit in accordance with generally accepted auditing standards in Israel, including standards prescribed by the Auditor's Regulations (Auditor's Mode of Performance), 1973. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company and its consolidated entities, in accordance with the applicable legal provisions in Israel regarding independence and conflict of interest of auditors. Additionally, we have fulfilled our other ethical responsibilities in accordance with the Auditors' Law, 1955 and the regulations thereunder. We believe that the audit evidence we have obtained, including the reports of other auditors, is appropriate and sufficient to provide a basis for our opinion.

Key Audit Matters

The key audit matters described below are those matters that were communicated, or were required to be communicated, to the board of directors of the Company, and that, in our professional judgment, were of most significance in the audit of the consolidated financial statements of the current period. These matters include, among others, any matter that (1) relates, or may relate, to significant accounts or disclosures in the consolidated financial statements; and (2) involved our professional judgment that was challenging, subjective or especially complex. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon. The communication of these matters below does not change our opinion on the consolidated financial statements as a whole, nor do we provide through such communication a separate opinion on these matters or on the accounts or disclosures to which they relate.

Fair value estimate of investment property and properties classified as fixed assets

Why was this matter determined to be a Key Audit Matter in the audit
As described in Notes 3, 4, 12 and 13 of the consolidated financial statements, the Company measures investment property in accordance with the fair value model pursuant to IAS 40 *Investment Property* and the properties classified as fixed assets in accordance with the revaluation model pursuant to IAS 16 *Property, Plant and Equipment* (hereinafter together: **revalued properties**).
The value of the investment property and aforesaid fixed assets that was recognized in the consolidated statement of financial position as at December 31, 2025 is NIS 11,075,796 thousand and NIS 5,450,743 thousand, respectively. The increase in the net fair value of investment property for the year ended December 31, 2025 that was recognized in the consolidated income statement amounted to NIS 224,038 thousand, and the net increase in the fair value of the aforesaid fixed assets for the year ended December 31, 2025 that was recognized in the consolidated statement of other comprehensive income net of tax amounted to NIS 209,143 thousand.
In the process of estimating the fair value of these assets, management of the Company relies on, inter alia, external valuations that are performed by independent experts. The valuation of the revalued properties requires management and the independent experts to exercise judgement and use significant estimates.
Management of the Company and its experts examine various inputs and assumptions in order to estimate the fair value of the revalued properties, including:
Specific information regarding each property and its characteristics such as location, rental income, occupancy rates, discount rates, operating profitability of the hotels, etc.
Observable inputs for similar properties and recent comparable transactions on the market.

The fair value estimate of the revalued properties is a key audit matter in view of the materiality of these properties and in view of the significant judgement related to determination of the principal assumptions and estimates used in the fair value estimate. A change in these assumptions or estimates may have a material effect on the fair value of the revalued properties presented in the Company's financial statements. The audit of the fair value of the revalued properties involves significant auditor judgement as well as knowledge and experience for examining reasonableness of the assumptions and inputs that were used by management to determine the fair value of the revalued properties.

The Response to the Key Matter in the Audit
The following are the main procedures we performed for addressing this key audit matter in the framework of our audit:
We examined the Company's process for calculating the fair value estimate and the design and operating effectiveness of certain internal controls that are related to determining the fair value estimate, including controls related to the following matters:

- The process applied by management for transferring the inputs to the valuers and regarding management's review of the value estimated by the external valuers;
- The examination by management of the Company of sample base inputs and principal assumptions that were used for calculating the fair value estimate;

We performed substantive procedures for examining reasonableness of the fair value of the revalued properties, both in and outside of Israel, on the basis of representations we received. These procedures included, inter alia:

- Assessing the skills and independence of the independent experts that were appointed by the Company;
- Obtaining the valuations of the revalued properties and inquiring with management and the valuers acting on its behalf as regards material valuations so as to assess the

reasonableness and consistency of principal assumptions regarding trends in the relevant market;
- Engaging external experts on our behalf for assessing the reasonableness of the methodology that was used for measuring the value, principal assumptions and the results of the valuation as a whole;
- Comparing the final values of the valuations of the revalued properties with the values in the consolidated financial statements;

It is noted that part of the procedures indicated above were performed by other auditors in the Group.

Responsibilities of Board of Directors and Management for the Consolidated Financial Statements

The board of directors and management are responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards and with the provisions of the Securities Regulations (Annual Financial Statements), 2010, and for such internal control as the board of directors and management determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the board of directors and management are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the board of directors and management either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Israel will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit, including the reliance on the work of other auditors, in accordance with generally accepted auditing standards in Israel, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is appropriate and sufficient to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the board of directors and management.

- Conclude on the appropriateness of the use by the board of directors and management of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial preparation of the consolidated financial statements, including examining that the accounting principles applied in the financial statements audited by other auditors are consistent with the principles applied by the Company, that the reporting principles used in the preparation of the financial statements audited by other auditors are consistent with laws and mandatory guidance applicable to the Company, and that all the data required for consolidation have been appropriately reflected in the consolidated financial statements.

We communicate with the board of directors and management regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the board of directors and management with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, the safeguards applied to eliminate identified threats to our independence.

From the matters communicated or required to be communicated to the board of directors and management, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter

Reference Paragraph

We have also audited, in accordance with Auditing Standard (Israel) 911 of the Institute of Certified Public Accountants in Israel "An Audit of Components of Internal Control over Financial Reporting", the Company's components of internal control over financial reporting as of December 31, 2025, and our report dated March 29, 2026 included an unqualified opinion on the effective maintenance of those components.

The engagement partner on the audit resulting in this independent auditors' report is Tal Ulman.

Somekh Chaikin
Certified Public Accountants (Isr.)

Tel Aviv

March 29, 2026

To:
Board of Directors
Alrov Properties and Lodgings Ltd. ("**the Company**")
Rothschild Avenue 46, Tel Aviv

Dear Madam/Sir,

Subject: Consent letter in connection with shelf prospectus of Alrov Properties and Lodgings Ltd. from May 2023

We hereby notify you that we consent to the inclusion (including by way of reference) of our reports specified hereunder in the aforesaid shelf prospectus of May 2023:

A. Auditors' report from March 29, 2026 on the Company's consolidated financial statements as at December 31, 2025 and for the year then ended.

B. Auditors' report from March 29, 2026 on internal control components over financial reporting as of December 31, 2025.

C. Auditors' report from March 29, 2026 on separate financial data as at December 31, 2025 and for the year ended December 31, 2025 according to Regulation 9C of the Securities Regulations (Periodic and Immediate Reports) – 1970

Somekh Chaikin
Certified Public Accountants (Isr.)

Tel Aviv

March 29, 2026

Consolidated Statements of Financial Position as at December 31

	Note	2025 NIS thousands	2024 NIS thousands
Assets			
Cash and cash equivalents	6	**176,808**	**90,483**
Securities at fair value through profit or loss	7	**2,562,824**	**1,131,575**
Trade receivables	8	**50,838**	**44,032**
Other receivables, including derivative instruments	9	**50,161**	**60,628**
Current tax assets		**2,084**	**3,703**
Hotelier inventory	10	**24,041**	**24,636**
Total current assets		**2,866,756**	**1,355,057**
Investments in equity accounted investees		**664**	**662**
Other investments at fair value through profit or loss	18	**9,980**	**12,003**
Long-term receivables, including derivative instruments	33C, 32D-1	**41,693**	**44,224**
Investment property	12	**11,075,796**	**10,755,178**
Fixed assets at depreciated cost	13	**75,167**	**87,120**
Fixed assets at revalued amount	13	**5,450,743**	**5,343,745**
Intangible assets	24	**170,813**	**173,135**
Total non-current assets		**16,824,856**	**16,416,067**
Total assets		**19,691,612**	**17,771,124**

Alfred Akirov – Chairman of the Board

Shmuel Ben-Moshe – CEO

Meir Elhakham – Financial Manager

Date of approval of the financial statements: March 29, 2026

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Financial Position as at December 31

	Note	2025 NIS thousands	2024 NIS thousands
Credit from banks	14	**307,117**	**379,978**
Current maturities of loans from banks	17	**826,159**	**190,844**
Commercial securities and current maturities of debentures	17	**605,576**	**848,849**
Short-term employee benefits		**21,469**	**19,397**
Trade payables	15	**55,176**	**54,971**
Other payables, including derivative instruments	16	**223,470**	**352,395**
Current tax liabilities		**22,425**	**11,841**
Total current liabilities		**2,061,392**	**1,858,275**
Loans from banks	17	**5,022,093**	**5,683,968**
Debentures	17	**1,221,921**	**1,139,661**
Other liabilities, including derivative instruments	19	**103,641**	**115,097**
Employee benefits	20	**14,672**	**12,972**
Deposits	21	**19,078**	**20,453**
Deferred tax liabilities	29	**2,127,680**	**1,657,421**
Total non-current liabilities		**8,509,085**	**8,629,572**
Total liabilities		**10,570,477**	**10,487,847**
Equity	22		
Share capital		**32,270**	**32,270**
Share premium			
Capital reserve from merger		**169,126**	**169,126**
Revaluation reserve for fixed assets, net of tax		**1,826,695**	**1,617,552**
Translation reserve from foreign operations		**110,606**	**95,982**
Reserve from transactions with non-controlling interests		**(101,161)**	**(105,547)**
Retained earnings		**5,304,877**	**4,016,620**
Equity attributable to owners of the Company		**7,342,413**	**5,826,003**
Non-controlling interests		**1,778,722**	**1,457,274**
Total equity		**9,121,135**	**7,283,277**
Total equity and liabilities		**19,691,612**	**17,771,124**

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Income Statements for the Year Ended December 31

	Note	2025 NIS thousands	2024 NIS thousands	2023 NIS thousands
Revenues				
Hotel operations		**745,318**	708,452	775,315
Rent		**478,410**	478,823	459,398
Income from property management		**52,597**	51,508	50,692
Gain from securities at fair value through profit or loss	25	**1,469,318**	381,563	2,773
Other income	25	**205,322**	1,293	633
Increase in fair value of investment property, net	12	**224,038**	223,882	-
The Company's share of profits of equity accounted associates		**17**	90	-
		3,175,020	1,845,611	1,288,811
Expenses				
Hotel operations	26	**658,722**	607,535	601,571
Closing of hotels	26	**-**	2,980	3,665
Hotel depreciation	13	**109,401**	112,390	117,719
Total expenses from hotel operations		**768,123**	722,905	722,955
Operation of assets		**40,926**	37,804	37,251
Property management expenses		**46,991**	45,528	45,004
Depreciation general and administrative	13	**13,073**	13,568	13,503
General and administrative	27	**125,222**	117,058	113,166
Loss from securities at fair value through profit or loss and other expenses	25	**681**	630	-
Decrease in fair value of investment property		**-**	-	228,240
The Company's share of losses of equity accounted associates		**-**	-	17
		995,016	937,493	1,160,136
Operating profit		**2,180,004**	908,118	128,675
Financing costs				
Financing income		**132,317**	172,931	47,868
Financing expenses		**(432,959)**	(578,540)	(392,346)
Financing expenses, net	28	**(300,642)**	(405,609)	(344,478)
Profit (loss) before taxes on income		**1,879,362**	502,509	(215,803)
Income tax expenses	29	**(464,309)**	(116,909)	(7,228)
Profit (loss) for the year		**1,415,053**	385,600	(223,031)
Attributable to:				
The owners of the Company		**1,300,318**	299,425	(209,127)
Non-controlling interests		**114,735**	86,175	(13,904)
Profit (loss) for the year		**1,415,053**	385,600	(223,031)
Earnings (loss) per share - in NIS				
Basic and diluted	23	**63.11**	14.43	(9.93)

* Reclassified

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Comprehensive Income for the Year Ended December 31

	Note	2025 NIS thousands	2024 NIS thousands	2023 NIS thousands
Profit (loss) for the year		**1,415,053**	385,600	(223,031)
Other comprehensive income (loss) items that after initial recognition in comprehensive income will be transferred to profit or loss				
Foreign currency translation differences for foreign operations	22B	**24,304**	(246,598)	433,680
Total other comprehensive income (loss) for the year that after initial recognition in comprehensive income will be transferred to profit or loss		**24,304**	(246,598)	433,680
Other comprehensive income (loss) items that will not be transferred to profit or loss, net of tax				
Remeasurement of defined benefit plan, net of tax	29F	**477**	(453)	(471)
Revaluation of fixed assets, net of tax	29F	**209,143**	143,109	(46,530)
Total other comprehensive income (loss) for the year that will not be transferred to profit or loss		**209,620**	142,656	(47,001)
Total comprehensive income for the year		**1,648,977**	281,658	163,648
Total comprehensive income attributable to:				
Owners of the Company		**1,537,900**	300,591	(2,796)
Non-controlling interests		**111,077**	(18,933)	166,444
Total comprehensive income for the year		**1,648,977**	281,658	163,648

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Changes in Equity for the Year Ended December 31

	For the year ended December 31, 2025									
	Share capital	Share premium	Capital reserve from merger	Translation reserve from foreign operations	Reserve from transactions with non-controlling interests	Revaluation reserve for fixed assets, net of tax	Retained earnings	Total	Non-controlling interests	Total equity
	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands
	Attributable to the owners of the Company									
Balance at January 1, 2025	32,270	-	169,126	95,982	(105,547)	1,617,552	4,016,620	5,826,003	1,457,274	7,283,277
Comprehensive income for the year:										
Profit for the year	-	-	-	-	-	-	1,300,318	1,300,318	114,735	1,415,053
Items of other comprehensive income (loss):										
Re-measurement of defined benefit plan, net of tax	-	-	-	-	-	-	301	301	176	477
Revaluation of fixed assets, net of tax	-	-	-	-	-	209,143	-	209,143	-	209,143
Foreign currency translation differences for foreign operations	-	-	-	28,138	-	-	-	28,138	(3,834)	24,304
Total comprehensive income for the year	-	-	-	28,138	-	209,143	1,300,619	1,537,900	111,077	1,648,977
Transaction with owners that were recognized directly in equity:										
Dividend	-	-	-	-	-	-	(12,362)	(12,362)	-	(12,362)
Issuance in subsidiary (Note 11C)	-	-	-	(13,514)	5,454	-	-	(8,060)	269,732	261,672
Transaction with non-controlling interests	-	-	-	-	(1,068)	-	-	(1,068)	350	(718)
Dividend distributed to non-controlling interests		-	-	-	-	-	-	-	(59,711)	(59,711)
Balance at December 31, 2025	32,270	-	169,126	110,606	(101,161)	1,826,695	5,304,877	7,342,413	1,778,722	9,121,135

The balances at December 31, 2025 of share capital, share premium and capital reserve from merger include a repurchase of the Company's shares in the total amount of NIS 622,917 thousand.

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Changes in Equity for the Year Ended December 31

	For the year ended December 31, 2024									
	Share capital	Share premium	Capital reserve from merger	Translation reserve from foreign operations	Reserve from transactions with non-controlling interests	Revaluation reserve for fixed assets, net of tax	Retained earnings	Total	Non-controlling interests	Total equity
	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands
	Attributable to the owners of the Company									
Balance at January 1, 2024	32,669	-	202,778	237,852	(105,547)	1,474,443	3,717,268	5,559,463	1,533,131	7,092,594
Comprehensive income for the year:										
Profit for the year	-	-	-	-	-	-	299,425	299,425	86,175	385,600
Items of other comprehensive income (loss):										
Re-measurement of defined benefit plan, net of tax	-	-	-	-	-	-	(73)	(73)	(380)	(453)
Revaluation of fixed assets, net of tax	-	-	-	-	-	143,109	-	143,109	-	143,109
Foreign currency translation differences for foreign operations	-	-	-	(141,870)	-	-	-	(141,870)	(104,728)	(246,598)
Total comprehensive income for the year	-	-	-	(141,870)	-	143,109	299,352	300,591	(18,933)	281,658
Transaction with owners that were recognized directly in equity:										
Acquisition of treasury shares (see Note 22E)	(399)	-	(33,652)	-	-	-	-	(34,051)	-	(34,051)
Transaction with non-controlling interests	-	-	-	-	-	-	-	-	(19)	(19)
Dividend distributed to non-controlling interests	-	-	-	-	-	-	-	-	(56,905)	(56,905)
Balance at December 31, 2024	32,270	-	169,126	95,982	(105,547)	1,617,552	4,016,620	5,826,003	1,457,274	7,283,277

The balances at December 31, 2024 of share capital, share premium and capital reserve from merger include a repurchase of the Company's shares in the total amount of NIS 622,917 thousand.

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Changes in Equity for the Year Ended December 31

	For the year ended December 31, 2023									
	Share capital	Share premium	Capital reserve from merger	Translation reserve from foreign operations	Reserve from transactions with non-controlling interests	Revaluation reserve for fixed assets, net of tax	Retained earnings	Total	Non-controlling interests	Total equity
	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands	NIS thousands
	Attributable to the owners of the Company									
Balance at January 1, 2023	36,106	232,451	279,426	(14,140)	(105,547)	1,520,049	3,931,829	5,880,174	1,421,592	7,301,766
Comprehensive income for the year:										
Loss for the year	-	-	-	-	-	-	(209,127)	(209,127)	(13,904)	(223,031)
Items of other comprehensive income :										
Re-measurement of defined benefit plan, net of tax	-	-	-	-	-	-	(55)	(55)	(416)	(471)
Revaluation of fixed assets, net of tax	-	-	-	-	-	(45,606)	-	(45,606)	(924)	(46,530)
Foreign currency translation differences for foreign operations	-	-	-	251,992	-	-	-	251,992	181,688	433,680
Total comprehensive income for the year	-	-	-	251,992	-	(45,606)	(209,182)	(2,796)	166,444	163,648
Transaction with owners that were recognized directly in equity:										
Acquisition of treasury shares (see Note 22E)	(3,437)	(232,451)	(76,648)	-	-	-	-	(312,536)	-	(312,536)
Transaction with non-controlling interests	-	-	-	-	-	-	-	-	483	483
Dividend	-	-	-	-	-	-	(5,379)	(5,379)	-	(5,379)
Dividend distributed to non-controlling interests	-	-	-	-	-	-	-	-	(55,388)	(55,388)
Balance at December 31, 2023	32,669	-	202,778	237,852	(105,547)	1,474,443	3,717,268	5,559,463	1,533,131	7,092,594

The balances at December 31, 2023 of share capital, share premium and capital reserve from merger include a repurchase of the Company's shares in the total amount of NIS 588,866 thousand.

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Cash Flows for the Year Ended December 31

	Note	2025 NIS thousands	2024 NIS thousands	2023 NIS thousands
Cash flows from operating activities				
Net profit (loss) for the year		**1,415,053**	385,600	(223,031)
Adjustments:				
Depreciation	13	**122,474**	125,958	131,222
Decrease (increase) in fair value of investment property		**(224,038)**	(223,882)	228,240
Amortization of costs of raising loans, debentures and commercial securities		**3,340**	5,399	444
Erosion of deposits, net		**165**	229	172
The Company's share of (profits) losses of equity accounted investees		**(17)**	(90)	17
Gain from securities and other investments	25	**(1,468,637)**	(380,932)	(3,106)
Financing costs, net		**297,656**	399,264	346,638
Interest paid		**(276,188)**	(299,805)	(273,941)
Income tax paid		**(41,704)**	(28,646)	(34,160)
Income tax expense	29	**464,309**	116,909	7,228
		292,413	100,004	179,723
Change in trade receivables and other receivables		**(10,807)**	(19)	(2,339)
Change in long-term receivables		**(146)**	(5,649)	(6,587)
Change in current and long-term liabilities		**(144,548)**	(19,042)	261
Change in hotelier inventory		**79**	(228)	66
Change in employee benefits		**4,646**	1,797	683
		(150,776)	(23,141)	(7,916)
Net cash from operating activities		**141,637**	76,863	171,807
Cash flows from investing activities				
Proceeds from sale of marketable securities	7	**97,818**	19,215	-
Investment in marketable securities and other investments	7	**(96,795)**	(10,801)	(6,933)
Receipts for derivatives, net		**32,896**	80,852	951
Dividends received		**37,876**	20,643	5,405
Investment in fixed assets		**(43,284)**	(16,738)	(22,525)
Investment in investment property		**(106,586)**	(203,696)	(151,378)
Change in long-term receivables, net		**2,220**	691	(249)
Change in deposits		**300**	101,560	(106,044)
Payments of VAT on investment property and fixed assets, net		**(768)**	(684)	-
Net cash used in investing activities		**(76,323)**	(8,958)	(280,773)

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Cash Flows for the Year Ended December 31 (cont'd)

	2025	2024	2023
	NIS thousands	NIS thousands	NIS thousands
Cash flows from financing activities			
Credit from banks, net	**(77,668)**	(20,449)	259,182
Receipt of long-term loans from banks, less raising expenses	**513,794**	409,663	1,039,776
Repayment of long-term loans from banks	**(326,653)**	(1,064,412)	(595,386)
Proceeds from issuance of debentures and commercial securities (less issuance expenses)	**209,381**	904,481	184,610
Repurchase of own shares	**-**	(34,051)	(312,536)
Acquisition of non-controlling interests	**(660)**	-	-
Repayment of credit from suppliers in respect of construction	**(75,644)**	(101,938)	(35,420)
Repayment of debentures and commercial securities including repurchase	**(403,595)**	(115,069)	(423,889)
Issuance of subsidiary, Note 11C	**261,672**	-	-
Dividend paid	**(12,362)**	-	(5.379)
Payment of principal of lease liabilities	**(6,159)**	(6,099)	(5,983)
Change in rent deposits, net	**(1,109)**	822	194
Dividend distributed to non-controlling interests	**(59,711)**	(56,905)	(55,388)
Net cash from (used in) financing activities	**21,286**	(83,957)	49,781
Net increase (decrease) in cash and cash equivalents	**86,600**	(16,052)	(59,185)
Cash and cash equivalents at beginning of year	**90,483**	111,814	158,557
Effect of exchange rate fluctuations on cash and cash equivalents	**(275)**	(5,279)	12,442
Cash and cash equivalents at end of year	**176,808**	90,483	111,814

Note 1 - General

A. Reporting entity

Alrov Properties and Lodgings Ltd. (hereinafter - "the Company") is an Israeli resident company that was incorporated in Israel and its address of record is 46 Rothschild Blvd., Tel Aviv. The consolidated financial statements of the Group as at December 31, 2025 include those of the Company and its subsidiaries (hereinafter collectively - "the Group"), as well as the interests of the Group in associate companies. The Company is controlled by Mr. Alfred Akirov through companies that he owns. The Group operates primarily in the hotel sector in Israel and overseas as well as in the investment property sector by way of development or acquisition of income generating property, particularly shopping centers and offices.

The securities of the Company are listed for trade on the Tel Aviv Stock Exchange.

B. Definitions

In these financial statements –

(1) The Company - Alrov Properties and Lodgings Ltd.

(2) The Group - Alrov Properties and Lodgings Ltd. and its consolidated companies.

(3) Consolidated companies/subsidiaries – Companies, including a partnership, the financial statements of which are fully consolidated, directly or indirectly, with the financial statements of the Company.

(4) Investee companies – Consolidated companies and companies, including a partnership or joint venture, the Company's investment in which is stated, directly or indirectly, on the equity basis.

(5) Related party - Within its meaning in IAS 24 (2009), "Related Party Disclosures".

(6) Interested parties – Within their meaning in Paragraph (1) of the definition of an "interested party" in Section 1 of the Securities Law, 1968.

C. Effect of "Iron Swords" war and the operations against Iran

The “Iron Swords” war (“the war”) began on October 7, 2023 following an attack of the Hamas terrorist organization on the communities surrounding the Gaza strip. As a result of the brutal attacks on Israel the government declared a state of war, there was a large mobilization of army reserves, people were evacuated from their homes, businesses were closed and employees were placed on unpaid leave by certain employers. As a result of the war there was a decrease in economic and business activity in the country. The security situation has led, inter alia, to a disruption in the chain of supply and production, a decrease in the volume of national transportation, a shortage in manpower, a rise in the exchange rate of foreign currencies in relation to the shekel and more. As a result, there was a significant decrease in the Company’s operations and revenues from the lodging in Israel segment.

In 2024 the rating agency Moody’s downgraded Israel’s credit rating from A1 to A2 at first and later on to Baa1 leaving the outlook negative.

Note 1 - General (cont'd)

C. Effect of "Iron Swords" war and the operations against Iran (cont'd)

The rating agency S&P downgraded Israel's credit rating from AA- to A+ at first and later on to A leaving the outlook negative. The rating agency Fitch downgraded Israel's credit rating to A (from A+) leaving the outlook negative.

At the beginning of November 2025, the rating agency S&P updated Israel's credit rating outlook from "negative" to "stable" while leaving its credit rating at "A".

It is noted that the lodging in Israel segment includes two hotels in Jerusalem and in view of the declaration of a state of war in the first half of October 2023 as aforesaid, the occupation rate being minimal and the shortage of workers, the Mamilla Hotel closed and reponed at the end of February 2024, and from the beginning of the war the David Citadel Hotel operated on a partial basis for a few months. It is noted that in the fourth quarter of 2023, the Company's hotels in Jerusalem contributed to operating profit before depreciation an amount of NIS 3 million compared with NIS 52 million in the fourth quarter of 2022. Furthermore, in quarters Q1-Q3 of 2024, the hotels contributed to the aforesaid operating profit an amount of NIS 13 million compared with NIS 89 million in the corresponding period of last year.

On June 13, 2025, the State of Israel entered into armed hostilities with Iran as part of Operation **"**Rising Lion**".** During the course of the operation, hundreds of missiles were launched from Iran toward Israel, dozens of which penetrated the air defense system and resulted in dozens of fatalities and many wounded. In addition, environmental and infrastructure damage was caused.

Shortly after the commencement of the operation, the level of alert in Israel was raised in anticipation of retaliatory actions by Iran and its proxies. A special state of emergency was declared on the home front, Israel's airspace was closed, educational activities were suspended, and public gatherings were prohibited. Concurrently, the Israel Defense Forces began the mobilization of reserve soldiers. Ben Gurion International Airport was evacuated of aircraft, and Israel's airspace was closed to flights.

With the commencement of the operation, room reservations were cancelled at the Company's two hotels in Jerusalem. Operation "Rising Lion" ended on June 24, 2025; however, its effects on room reservations in Jerusalem continued to be felt even after the conclusion of the operation.

On October 9, 2025, a ceasefire agreement was signed to halt the fighting in Gaza and return the hostages. Following the signing of the ceasefire agreement, a certain recovery was observed in the Company's hotel segment in Jerusalem relative to the wartime period.

Subsequent to the reporting period, on February 28, 2026, the State of Israel and the United States launched a joint offensive in Iran, including strikes on Iran's missile systems and various regime targets (Operation "Roaring Lion"). In response, the Iranian regime began launching missiles and UAVs toward the State of Israel and additional countries in the region. On March 1, the hostilities expanded to Lebanon following rocket fire toward Israel by Hezbollah.
Upon commencement of the operation, it was decided that all areas of the country would transition from an unlimited activity level to an essential activity level, which includes prohibitions on educational activities, gatherings, and attendance at workplaces, except for workplaces designated as essential to the economy. In addition, an additional reserve mobilization was carried out for the purposes of the operation.

Note 1 - General (cont'd)

C. Effect of "Iron Swords" war and the operations against Iran (cont'd)

As a result of the operation and the resulting flight cancellations to Israel, the Group's hotel operations in Israel were significantly reduced during March 2026, and reservations have also been cancelled for April 2026. As of the date of the report, the security situation has an evident material impact on the operations of the Company's hotel segment in Israel. In addition, some of the hotel employees in Jerusalem are on leave due to the aforementioned decline in the level of activity.

At this stage, the Company is unable to assess the effect of the operation on its financial position, operating results and cash flows, if any. Nonetheless, as this event is beyond the Company's control, matters such as the continued duration of the operation, its possible expansion into additional arenas, as well as other developments, may affect the Company, its financial position, its operating results, and its cash flows. The Company continues to monitor the various developments in order to assess the effect of the operation on its activities.

At this time the Company assesses that the current events and the escalation in security in Israel may have a material effect on the operating profit of the lodging in Israel segment and it is continuing to regularly follow developments on the matter and is examining the effects on its operations and the value of its assets.

D. Financing of the Group's operations

As to the resolution of the Company to prefer financing with short-term credit over financing with long-term credit and its policy in the management of the liquidity risk, see Note 31C.

Note 2 - Basis of Preparation

A. Statement of compliance

The consolidated financial statements have been prepared by the Group in accordance with International Financial Reporting Standards (hereinafter: "IFRS").
The financial statements have also been prepared in accordance with the Securities Regulations (Annual Financial Statements), 2010.
The consolidated financial statements were authorized for issue by the Company's Board of Directors on March 29, 2026.

B. Functional and presentation currency

These consolidated financial statements are presented in NIS, which is the Company's functional currency, and have been rounded to the nearest thousand.
The NIS is the currency that represents the principal economic environment in which the Company operates.

Note 2 - Basis of Preparation (cont'd)

C. Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities:

- Financial instruments measured at fair value through profit or loss.
- Deferred tax assets and liabilities.
- Assets and liabilities for employee benefits.
- Investment property measured at fair value.
- Provisions.
- Fixed assets accounted for using the revaluation model.
- Investments in equity-accounted associate companies.
- Inventories measured at the lower of cost or net realizable value.

For further information regarding the measurement of these assets and liabilities, see Note 3, Material Accounting Policies.

D. Operating cycle

The Group has two operating cycles. As regards the entrepreneurial real estate sector, the operating cycle of the Group is longer than one year and ranges from two to three years. As regards the Group's other operations, the operating cycle is one year. As a result, current assets and current liabilities include items the realization of which is intended and anticipated to take place within the operating cycle of these operations.

E. Classification of expenses recognized in the statement of income

The classification of expenses recognized in the statement of income is based on the nature of the expense. This method of classification is appropriate for understanding the business of the Company, which provides a wide range of services.

F. Use of estimates and judgments

In preparing the consolidated financial statements in conformity with IFRS, management of the Company is required to exercise judgment and use assessments, estimates and assumptions that affect the application of the accounting policies and the amounts of assets and liabilities, revenues and expenses. It is hereby clarified that actual results may differ from such estimates.
The preparation of accounting estimates used in the preparation of the Company's financial statements requires that management of the Company makes assumptions regarding circumstances and events that involve considerable uncertainty. Management of the Company prepares the estimates on the basis of past experience, various facts, external circumstances, and reasonable assumptions according to the pertinent circumstances of each estimate.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Note 2 - Basis of Preparation (cont'd)

F. Use of estimates and judgments (cont'd)

Information about assumptions made by the Group with respect to the future and other reasons for uncertainty with respect to estimates that have a significant risk of resulting in a material adjustment to carrying amounts of assets and liabilities in the next financial year are included in the following notes:

Estimate	Principal assumptions	Possible effects	Reference
Fair value measurement of investment property	The expected yield and income on the investment property asset.	Gain or loss from a change in the fair value of investment property	See Note 13, "Investment Property".
Fair value measurement of fixed assets	Anticipated operating profit, anticipated occupancy rates, discount rate	Other comprehensive income or loss in respect of a change in the fair value of fixed assets	See Note 14, "Fixed Assets".

Determination of fair value

Preparation of the financial statements requires the Group to determine the fair value of certain assets and liabilities. Further information about the assumptions that were used to determine fair value is included in the following notes:

• Note 24, on intangible assets from subsidiaries

• Note 12, on investment property

• Note 13, on fixed assets

• Note 32, on financial instruments

When determining the fair value of an asset or liability, the Group uses observable market data as much as possible. There are three levels of fair value measurements in the fair value hierarchy that are based on the data used in the assessment, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly.
- Level 3 - inputs that are not based on observable market data (unobservable inputs).

G. Capital management - objectives, procedures and processes

Management's policy is to maintain a strong capital base in order to preserve the ability of the Company to continue operating so that it may provide a return on capital to its shareholders, benefits to other holders of interests in the Company, such as credit providers and employees of the Company, and sustain future development of the business. The Board of Directors monitors the return on capital, which the Group defines as net operating income divided by total share capital, excluding non-controlling interests. The Board of Directors also monitors the amounts of dividends to the ordinary shareholders. As to the capital requirements that are imposed on the Company and its subsidiaries, see Note 17K.

Note 2 - Basis of Preparation (cont'd)

H. New standards not yet adopted

IFRS 18, *Presentation and Disclosure in Financial Statements*

This standard replaces IAS 1, *Presentation of Financial Statements*. The standard provides guidance for improving the structure and content of the financial statements, particularly the income statement. The standard includes new disclosure and presentation requirements as well as requirements that were taken from IAS 1, *Presentation of Financial Statements*. As part of the new disclosure requirements, it is required to present two subtotals in the income statement: operating profit and profit before financing and taxes. Furthermore, the results in the income statement will be classified into three new categories: an operating category, an investing category and a financing category.

In addition to the changes in the structure of the income statements, the standard also includes a requirement to provide separate disclosure in the financial statements regarding the use of management-defined performance measures (MPM). Furthermore, the standard adds specific guidance for aggregation and disaggregation of items in the financial statements and in the notes.
The Group is examining the effects of the standard on its financial statements with no plans for early adoption.

Note 3 - Material Accounting Policies

The material accounting policies set out below have been applied consistently for all periods presented in these consolidated financial statements by the entities in the Group, aside from the aforesaid in Note 2H.

A. Basis of consolidation

1. Subsidiaries

Subsidiaries are entities controlled by the Company. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group.

2. Non-controlling interests

Non-controlling interests comprise the equity of a subsidiary that cannot be attributed, directly or indirectly, to the parent company.

Allocation of profit or loss and other comprehensive income to the shareholders
Profit or loss and any part of other comprehensive income are allocated to the owners of the Company and the non-controlling interests. Total comprehensive income is allocated to the owners of the Company and the non-controlling interests, even if the result is a negative balance of non-controlling interests, unless there is an agreement between the owners of the Company and the non-controlling interests that states otherwise.

Note 3 - Material Accounting Policies (cont'd)

A. Basis of consolidation (cont'd)

2. Non-controlling interests (cont'd)

Transactions with non-controlling interests, while retaining control
Transactions with non-controlling interests while retaining control are accounted for as equity transactions. Any difference between the consideration paid or received and the change in non-controlling interests is included in the owners' share in equity of the Company directly in retained earnings.
The amount of the adjustment to non-controlling interests is calculated as follows:
For an increase in the holding rate, according to the proportionate share acquired from the balance of non-controlling interests in the consolidated financial statements prior to the transaction. For a decrease in the holding rate, according to the proportionate share realized by the owners of the subsidiary in the net assets of the subsidiary, including goodwill.
Furthermore, when the holding rate of the subsidiary changes, while retaining control, the Company re-attributes the accumulated amounts that were recognized in other comprehensive income to the owners of the Company and the non-controlling interests.

3. Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

B. Foreign currency

1. Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortized cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortized cost in foreign currency translated at the exchange rate at the end of the year.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value, are retranslated to the functional currency at the exchange rate at the date the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

2. Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to NIS at exchange rates at the reporting date. The income and expenses of foreign operations are translated to NIS at exchange rates at the dates of the transactions.

Foreign currency differences are recognized in other comprehensive income and presented in equity in the foreign operations translation reserve (hereinafter: "translation reserve"). When the foreign operation is a non-wholly-owned subsidiary of the Group, then the relevant proportionate share of the foreign operation translation difference is allocated to the non-controlling interests.

Note 3 - Material Accounting Policies (cont'd)

B. Foreign currency (cont'd)

2. Foreign operations (cont'd)

The financial statements of a foreign operation not directly held are first translated into the functional currency of the direct parent company and are after that translated into the functional currency of the ultimate parent company. Therefore, when a foreign operation not directly held is disposed of, the Group reclassifies to profit or loss the cumulative amount in the translation reserve that would have been created if the foreign operation had been translated directly into NIS.

When the Group's interest in a subsidiary that includes a foreign operation changes, while retaining control in the subsidiary, a proportionate part of the cumulative amount of the translation difference that was recognized in other comprehensive income is reattributed to non-controlling interests.

Generally, foreign currency differences in respect of loans received from or granted to foreign operations, including foreign operations that are subsidiaries, are recognized in profit or loss in the consolidated financial statements.

Foreign exchange gains and losses arising from loans received from or granted to a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to form part of a net investment in a foreign operation and are recognized in other comprehensive income and presented within equity in the translation reserve.

C. Financial instruments

(1) Non-derivative financial assets

Initial recognition and measurement of financial assets

The Group initially recognizes trade receivables and debt instruments issued on the date that they are created. All other financial assets are recognized initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

A financial asset is initially measured at fair value. Receivables originating from contract assets are initially measured at the carrying amount of the contract assets on the date classification was changed from contract asset to receivables.

Classification of financial assets into categories and the accounting treatment of each category

Financial assets are classified at initial recognition to one of the following measurement categories: amortized cost or fair value through profit or loss.

The Group holds securities that are measured at fair value through profit or loss. The Group also has other investments that are measured at fair value through profit or loss.

The Group has balances of trade and other receivables and deposits that are held within a business model whose objective is collecting contractual cash flows. The contractual cash flows of these financial assets represent solely payments of principal and interest that reflects consideration for the

time value of money and the credit risk. Accordingly, these financial assets are measured at amortized cost.

Note 3 - Material Accounting Policies (cont'd)

C. Financial instruments (cont'd)

(1) Non-derivative financial assets (cont'd)

Subsequent measurement and gains and losses

Financial assets at fair value through profit or loss

These assets are subsequently measured at fair value. Net gains and losses, including any interest income or dividend income, are recognized in profit or loss (other than certain derivatives designated as hedging instruments).

Financial assets at amortized cost
These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

(2) Non-derivative financial liabilities

Non-derivative financial liabilities include loans and borrowings from banks and others, marketable debt instruments, finance lease liabilities, and trade and other payables.

Initial recognition of financial liabilities

The Group initially recognizes debt securities issued on the date that they originated. All other financial liabilities are recognized initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

Subsequent measurement of financial liabilities

Financial liabilities are recognized initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost using the effective interest method.

Transaction costs directly attributable to an expected issuance of an instrument that will be classified as a financial liability are recognized as an asset in the framework of deferred expenses in the statement of financial position. These transaction costs are deducted from the financial liability upon its initial recognition, or are amortized as financing expenses in the statement of income when the issuance is no longer expected to occur.

Derecognition of financial liabilities

Financial liabilities are derecognized when the obligation of the Group, as specified in the agreement, expires or when it is discharged or cancelled.

(3) Derivative financial instruments

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures.

Note 3 - Material Accounting Policies (cont'd)

C. Financial instruments (cont'd)

(3) Derivative financial instruments (cont'd)

Derivatives are recognized initially at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are recognized in profit or loss.

Derivatives that do not serve hedging purposes

The changes in fair value of derivatives that do not serve hedging purposes are recognized in profit or loss, as financing income or expense.

(4) CPI-linked assets and liabilities that are not measured at fair value

The value of CPI-linked financial assets and liabilities, which are not measured at fair value, is re-measured every period in accordance with the actual increase/decrease in the CPI.

(5) Share capital

Ordinary shares
Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognized as a deduction from equity, net of any tax effects.

Treasury shares
When share capital recognized as equity is repurchased by the Group, the amount of the consideration paid, which includes directly attributable costs, net of any tax effects, is recognized as a deduction from equity. **Repurchased shares are classified as treasury shares.** When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity, **and the resulting surplus on the transaction is carried to share premium, whereas a deficit on the transaction is deducted from retained earnings.**

D. Fixed assets

1. Recognition and measurement

Items of fixed assets (other than real estate properties) are measured at cost less accumulated depreciation and impairment losses. Real estate properties that are owned by the Company (other than properties under construction) are presented at a revaluation amount, which is the fair value on the date of revaluation, less accumulated depreciation and impairment losses (if any) accrued thereafter. Revaluations are performed at least once a year, in order to ensure that the carrying amount does not differ materially from the amount that would have been determined on the basis of fair value at the reporting date. In performing a revaluation, the depreciation accumulated as at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated based on the revaluation amount of the asset.

The revaluation reserve that is included in equity is transferred directly to retained earnings upon derecognition of the asset.

Cost includes expenditures that are directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labor, any other costs directly attributable to bringing the assets to a working condition for their intended use.

Note 3 - Material Accounting Policies (cont'd)

D. Fixed assets (cont'd)

1. Recognition and measurement (cont'd)

Borrowing costs are not capitalized to fixed assets under construction that are measured at fair value. Advances paid in respect of fixed-asset items are recorded as part of the fixed assets.

When major parts of a fixed asset item (including costs of major periodic inspections) have different useful lives, they are accounted for as separate items (major components) of fixed assets.

Gains and losses on disposal of a fixed asset item are determined by comparing the net proceeds from disposal with the carrying amount of the asset, and are recognized net within "other income" or "other expenses", as relevant, in profit or loss.

2. Depreciation

Depreciation is a systematic allocation of the depreciable amount of an asset over its useful life. The depreciable amount is the cost of the asset, or other amount substituted for cost, less its residual value. An asset is depreciated from the date it is ready for use, meaning the date that it reaches the location and condition required for it to operate in the manner intended by management.

Depreciation is recognized in the income statement on a straight-line basis over the estimated useful lives of each part of the fixed asset item, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. Freehold land is not depreciated. Leased lands are depreciated over the lease term, unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

The estimated useful lives for the current and comparative periods are as follows:

	%
Real estate (buildings)	1-2
Various systems in buildings (air-conditioning, electricity, elevators, etc.)	5-10
Hotel machinery and furniture	9-33 (mainly 9)
Machinery, equipment and appliances	10
Office furniture and equipment	6-33 (mainly 15)
Vehicles	15
Aircraft	10

Estimates pertaining to depreciation methods, useful lives and residual values are reviewed at least at the end of each reporting year and adjusted as necessary.

E. Intangible assets

Goodwill
Goodwill that arises upon the acquisition of subsidiaries is presented as part of intangible assets. For information on the measurement of goodwill at initial recognition, see section A(1) above.

In subsequent periods, goodwill is measured at cost less accumulated impairment losses.

Note 3 - Material Accounting Policies (cont'd)

F. Investment property

Investment property is property (land or building – or part of a building – or both) held (by the Company as owner or by a lessee under a finance lease) either to earn rental income or for capital appreciation or for both, but not for:
1. Use in the production or supply of goods or services or for administrative purposes; or
2. Sale in the ordinary course of business.

Investment property is initially measured at cost including capitalized borrowing costs. Cost includes expenditure that is directly attributable to the acquisition of the investment property. The acquisition costs are included in the cost of the investment property at initial recognition,

The cost of self-constructed investment property includes the cost of materials and direct labor, and any other costs directly attributable to bringing the investment property to a working condition for their intended use.

Any gain or loss on disposal of investment property is determined by comparing the net proceeds from disposal with the carrying amount of the asset at the last financial reporting date, and is recognized in profit or loss under "other income" or "other expenses", as relevant.
In subsequent periods the investment property is measured at fair value with any changes therein recognized in profit or loss. Furthermore, the acquisition costs are not part of the investment property's fair value.

Property under construction that is intended for use as investment property is measured at fair value when its value can be reliably determined. **Borrowing costs are not capitalized to investment property under construction measured at fair value.** When the fair value cannot be reliably determined, investment property under construction is measured at the fair value of the land plus cost during the construction period until either construction is completed or its fair value becomes reliably determinable, whichever occurs earlier.

A liability to pay a betterment levy on investment property is recognized only on the date of realizing the rights per its meaning in the provisions of the law. Accordingly, as part of the fair value measurement of investment property prior to recognition of the liability to pay a betterment levy, negative cash flows relating to the levy are included.

G. Hotelier inventory

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is determined by the **"first-in first-out" (FIFO)** principle and includes expenditure incurred in acquiring the inventories and the costs incurred in bringing them to their existing location and condition. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling costs.

Note 3 - Material Accounting Policies (cont'd)

H. Impairment

1. Non-financial assets

Timing of impairment testing
The carrying amounts of the Group's non-financial assets, other than investment property, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. Once a year and on the same date, the Company estimates the recoverable amount of each cash generating unit that contains goodwill.

Determining cash-generating units
For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

Measurement of recoverable amount
The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the market's assessments regarding the time value of money and the risks specific to the asset or cash-generating unit, for which the estimated future cash flows from the asset or cash-generating unit were not adjusted.

Allocation of goodwill to cash generating units
Subject to an operating segment ceiling test (before the aggregation of similar segments), for the purposes of goodwill impairment testing, cash-generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to cash-generating units that are expected to benefit from the synergies of the combination.

I. Legal claims

A provision for claims is recognized if, as a result of a past event, the Group has a present legal or constructive obligation and it is more likely than not that an outflow of economic benefits will be required to settle the obligation and the amount of obligation can be estimated reliably. When the value of time is material, the provision is measured at its present value.

J. Revenue

The Group recognizes revenue when the customer receives the promised services. The revenue is measured according to the amount of the consideration to which the Group expects to be entitled in exchange for the services promised to the customer.

Identifying the contract

The Group accounts for a contract with a customer only when the following conditions are met:

(a) The parties to the contract have approved the contract (in writing, orally or according to other customary business practices) and they are committed to satisfying the obligations attributable to them;

Note 3 - Material Accounting Policies (cont'd)

J. Revenue (cont'd)

(b) The Group can identify the rights of each party in relation to the goods or services that will be transferred;
(c) The Group can identify the payment terms for the goods or services that will be transferred;
(d) The contract has a commercial substance (i.e. the risk, timing and amount of the entity's future cash flows are expected to change as a result of the contract); and
(e) It is probable that the consideration, to which the Group is entitled to in exchange for the goods or services transferred to the customer, will be collected.

For the purpose of paragraph (e) the Group examines, inter alia, the percentage of the advance payments received and the spread of the contractual payments, past experience with the customer and the status and existence of sufficient collateral.

Identifying performance obligations

On the contract's inception date the Group assesses the services promised in the contract with the customer.

Determining the transaction price

The transaction price is the amount of the consideration to which the Group expects to be entitled in exchange for rendering the services promised to the customer, other than amounts collected for third parties. The Group takes into account the effects of all the following elements when determining the transaction price: variable consideration, the existence of a significant financing component, non-cash consideration, and consideration payable to the customer.

Satisfaction of performance obligations
For management and maintenance services in the income-producing real estate sector – revenue is recognized over time in the reporting period in which the services are provided, since the customer simultaneously receives and consumes the benefits provided by the Group's performance when the Group provides such services.

Rendering of services
Revenue from services rendered is recognized in profit or loss in proportion to the stage of completion of the transaction at the reporting date.

Rental income
Rental income from investment property is recognized in profit or loss on a straight-line basis over the term of the lease. Lease incentives granted are recognized as an integral part of the total rental income, over the term of the lease.

Principal or agent
When another party is involved in providing goods or services to the customer, the Group examines whether the nature of its promise is a performance obligation to provide the defined goods or services itself, which means the Group is a principal and therefore recognizes revenue in the gross amount of the consideration, or to arrange that another party provide the goods or services which means the Group is an agent and therefore recognizes revenue in the amount of the net commission.

Note 3 - Material Accounting Policies (cont'd)

J. Revenue (cont'd)

Principal or agent (cont'd)
The Group is a principal when it controls the promised goods or services before their transfer to the customer. Indicators that the Group controls the goods or services before their transfer to the customer include, inter alia, as follows: the Group is the primary obligor for fulfilling the promises in the contract; the Group has inventory risk before the goods or services are transferred to the customer; and the Group has discretion in setting the prices of the goods or services.

In the property rental and management sector, the Group provides electricity and management services to the tenants. In cases that the Group cannot direct the service transferred to the customer and it actually acts as an agent, the revenue is recognized on a net basis. In other cases, the revenue is recognized on a gross basis.

K. Government grants

Unconditional government grants are recognized initially at fair value when there is reasonable assurance that they will be received, and the Group will comply with the conditions associated with the grant.
Government grants received for the construction of an asset are presented as a deduction from the related asset and are recognized in profit or loss on a systematic basis over the useful life of the asset. Grants that compensate the Group for expenses incurred are presented as a deduction from the corresponding expense.

L. Leases

Determining whether an arrangement contains a lease
On the inception date of the lease, the Group determines whether the arrangement is a lease or contains a lease, while examining if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. In its assessment of whether an arrangement conveys the right to control the use of an identified asset, the Group assesses whether it has the following two rights throughout the lease term:
(a) The right to obtain substantially all the economic benefits from use of the identified asset; and
(b) The right to direct the identified asset's use.

For lease contracts that contain non-lease components, such as services or maintenance, that are related to a lease component, the Group elected to account for the contract as a single lease component without separating the components.

Leased assets and lease liabilities
Contracts that award the Group control over the use of a leased asset for a period of time in exchange for consideration, are accounted for as leases. Upon initial recognition, the Group recognizes a liability at the present value of the balance of future lease payments (these payments do not include certain variable lease payments), and concurrently recognizes a right-of-use asset at the same amount of the lease liability, adjusted for any prepaid or accrued lease payments, plus initial direct costs incurred in respect of the lease.

Since the interest rate implicit in the Group's leases is not readily determinable, the incremental borrowing rate of the lessee is used. Subsequent to initial recognition, the right-of-use asset is accounted for using the cost model, and depreciated over the shorter of the lease term or useful life of the asset.

Note 3 - Material Accounting Policies (cont'd)

L. Leases (cont'd)

Leased assets and lease liabilities (cont'd)
The Group has elected to apply the practical expedient by which short-term leases of up to one year and/or leases in which the underlying asset has a low value, are accounted for such that lease payments are recognized in profit or loss on a straight-line basis, over the lease term, without recognizing an asset and/or liability in the statement of financial position.

The lease term
The lease term is the non-cancellable period of the lease plus periods covered by an extension or termination option if it is reasonably certain that the lessee will or will not exercise the option, respectively.

Variable lease payments
Variable lease payments that depend on an index or a rate, are initially measured using the index or rate existing at the commencement of the lease and are included in the measurement of the lease liability. When the cash flows of future lease payments change as the result of a change in an index or a rate, the balance of the liability is adjusted against the right-of-use asset.

Depreciation of right-of-use asset
After lease commencement, a right-of-use asset is measured on a cost basis less accumulated depreciation and is adjusted for re-measurements of the lease liability. Depreciation is calculated on a straight-line basis over the useful life.

M. Financing income and expenses

Financing income comprises interest income on funds invested. Financing expenses comprise interest expense on borrowings, changes in the fair value of financial assets at fair value through profit or loss and impairment losses recognized on financial assets (other than losses on trade receivables that are presented under general and administrative expenses).

Borrowing costs, which are not capitalized to qualifying assets, are recognized in profit or loss using the effective interest method.
Foreign currency gains and losses on financial assets and financial liabilities are reported on a net basis as either financing income or financing expenses depending on whether foreign currency movements are in a net gain or net loss position.
In the statements of cash flows, interest received and paid is presented as part of cash flows from operating activities. Dividends received are presented as part of cash flows from investing activities and dividends paid are presented as part of cash flows from financing activities.

N. Income tax expenses

Income tax comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to a business combination, or are recognized directly in equity or in other comprehensive income to the extent they relate to items recognized directly in equity or in other comprehensive income.

Note 3 - Material Accounting Policies (cont'd)

N. Income tax expenses (cont'd)

Current taxes
Current tax is the expected tax payable (or receivable) on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date. Current taxes also include taxes in respect of prior years.

Offset of current tax assets and liabilities
Current tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and there is intent to settle current tax liabilities and assets on a net basis or the tax assets and liabilities will be realized simultaneously.

Uncertain tax positions
A provision for uncertain tax positions, including additional tax and interest expenses, is recognized when it is more probable than not that the Group will have to use its economic resources to pay the obligation.

Deferred taxes
Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences:

- The initial recognition of goodwill,
- The initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and
- Differences relating to investments in subsidiaries, joint arrangements and associates, to the extent that the Group is able to control the timing of the reversal of the temporary difference and it is probable that they will not reverse in the foreseeable future, either by way of selling the investment or by way of distributing dividends in respect of the investment.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. For investment property that is measured at fair value, there is a rebuttable presumption that the carrying amount of the investment property will be recovered through sale.
Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognized for carryforward tax losses, tax benefits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.
Deferred tax assets that were not recognized are reevaluated at each reporting date and recognized if it has become probable that future taxable profits will be available against which they can be utilized.

Offset of deferred tax assets and liabilities
The Group offsets deferred tax assets and liabilities if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities on a net basis or their current tax assets and liabilities will be settled simultaneously.

Note 3 - Material Accounting Policies (cont'd)

O. Transactions with controlling shareholder

Assets and liabilities included in a transaction with a controlling shareholder are measured at fair value on the date of the transaction. As the transaction is on the equity level, the Company includes the difference between the fair value and the consideration from the transaction in its equity.

Note 4 - Determination of Fair Value

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. Further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

A. Fixed assets

The fair value of the real estate properties (other than properties under construction) is determined, at least once a year, on the basis of valuations prepared by independent outside appraisers who possess appropriate professional skills.

B. Investment property

The Group estimates the value of the Group's investment properties at least annually through independent outside appraisers who possess appropriate and recognized professional skills and applicable experience in relation to the location and type of the property being evaluated. The fair value figures are based on market values. The market value of investment property is the estimated amount that would have been received from the sale of the property on the date of valuation between a willing buyer and a willing seller in an arm's length transaction wherein the parties each acted knowledgeably.

In the absence of current prices in an active market, or comparable transactions, valuations of investment property take into account the estimated total of cash flows that are expected to be received from the rent of the property. The valuation of the property is based on the net annual cash flows, discounted at a rate of return that reflects the specific risks that are inherent in the net cash flows.

Where rental agreements are in place, for which payments differ materially different from the projected rental payments, adjustments are made to reflect the actual rental payments over the period of the agreement.

With respect to investment property under construction, the fair value is based on the estimated fair value of the investment property after completion of its construction, less the present value of the estimated construction costs expected for its completion and less an entrepreneurial profit, taking into account a rate of return adjusted for the property's relevant risks and characteristics.
To the extent relevant, the valuations take into account the type of tenants that actually occupy the leasehold or are responsible for fulfilling the rental obligations or may occupy the leasehold when available property is rented out, including a general assessment of their credit quality; distribution of the

responsibility for the property's maintenance and insurance between the Group and the tenant; and the remaining economic life of the property. See also Note 12.B.

Note 4 - Determination of Fair Value (cont'd)

C. Derivatives

The fair value of forward contracts on foreign currency is based on their quoted price, to the extent available. In the absence of a quoted price, the fair value of the forward contracts is estimated by discounting the difference between the forward price that is set out in the contract and the present forward price in respect of the remaining period of the contract to maturity, using a risk-free interest rate (on the basis of government debentures).

The fair value of interest rate swaps is based on bank/broker quotes. Those quotes are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar instrument at the measurement date.

For further information regarding the fair value hierarchy, see Note 32.E, Financial Instruments.

D. Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is determined by reference to the quoted closing asking price at the reporting date. If such a quoted price is not available, fair value is calculated on the basis of the present value of the future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

Note 5 - Operating Segments

The Group has four reportable segments, as described below, which form strategic business units. The strategic business units offer different products and services and the allocation of resources and evaluation of performance are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Group's chief operating decision maker (CODM) reviews internal management reports on at least a quarterly basis. The following summary describes the operations in each of the Group's operating segments:

(a) Investment property - The investment property sector represents a cluster of the Company's operations involving long-term investments in investment properties in Israel and overseas, and their betterment, rent and disposal once the potential of the property has been exhausted.

(b) Lodging overseas - Development of construction or acquisition of hotels and their operation outside Israel. This sector represents a cluster of the Company's lodging operations in the UK together with its lodging operations in the Netherlands and France.

(c) Lodging in Israel - Development of construction or acquisition of hotels and their operation in Israel. This sector represents a cluster of the Company's lodging operations in Israel.

(d) Securities - The operations of the Company in this field consist primarily of investment in shares of Clal Insurance Enterprises as well as an investment in shares of banks.

The accounting policies of the business segments is identical to that presented in Note 3, Significant Accounting Policies. Segment results and segment assets reported to the chief operating decision maker include items directly attributable to a segment on a reasonable basis. Unallocated items consist primarily of expenses stemming from the assets of the Group's headquarters, such as: general and administrative costs, financing costs and income-tax assets and liabilities that are not specifically attributable.

Segment profits are measured based on the operating profit as included in the reports that are regularly reviewed by the chief operating decision maker and include items directly attributable to a segment on a reasonable basis, other than expenses that cannot be attributed on a reasonable basis, such as: general and administrative expenses, general and administrative depreciation, other expenses and losses from associate companies.

Segment capital expenditure is the total cost incurred during the period to acquire fixed assets and investment property.
Segment assets comprise fixed and intangible assets, investment property, and securities at fair value.

Note 5 - Operating Segments (cont'd)

Business segments

	Investment property	Lodging overseas	Lodging in Israel	Securities	Consolidated
	2025	2025	2025	2025	2025
	NIS thousands				
Segment revenues	755,045	515,478	229,840	1,469,318	2,969,681
Segment expenses		(472,210)	(186,512)		
Segment results before depreciation	667,128	43,268	43,328	1,469,318	2,223,042
Depreciation expenses	-	(79,912)	(29,489)	-	(109,401)
Segment results	667,128	(36,644)	13,839	1,469,318	2,113,641
Unallocated revenues					205,322
Unallocated expenses					(138,976)
Share in profits of equity-accounted associates					17
Operating profit					2,180,004
Allocated financing expenses, net	(151,694)				(151,694)
Unallocated financing expenses, net					(148,948)
Profit before tax					1,879,362
Taxes on income					(464,309)
Profit for the year					1,415,053
Segment results attributable to the owners of the Company	477,783	(36,644)	13,839	1,469,532	

Note 5 - Operating Segments (cont'd)

Business segments (cont'd)

	Investment property	Lodging overseas	Lodging in Israel	Securities	Consolidated
	2024	2024	2024	2024	2024
	NIS thousands				
Segment revenues	754,213	529,712	178,740	381,563	1,844,228
Segment expenses		(454,855)	(155,660)		
Segment results before depreciation	670,881	74,857	23,080	381,563	1,150,381
Depreciation expenses	-	(82,373)	(30,017)	-	(112,390)
Segment results	670,881	(7,516)	(6,937)	381,563	1,037,991
Unallocated revenues					1,293
Unallocated expenses					(131,256)
Share in profits of equity-accounted associates					90
Operating profit					908,118
Allocated financing expenses, net	(208,632)				(208,632)
Unallocated financing expenses, net					(196,977)
Profit before tax					502,509
Taxes on income					(116,909)
Profit for the year					385,600
Segment results attributable to the owners of the Company	491,719	(7,516)	(6,937)	380,304	

Note 5 - Operating Segments (cont'd)

Business segments (cont'd)

	Investment property	Lodging overseas	Lodging in Israel	Securities	Consolidated
	2023	2023	2023	2023	2023
	NIS thousands				
Segment revenues	510,090	504,077	271,238	2,773	1,288,178
Segment expenses		(425,867)	(179,369)		
Segment results before depreciation	199,594	78,210	91,869	2,773	372,446
Depreciation expenses	-	(91,889)	(25,830)	-	(117,719)
Segment results	199,594	(13,679)	66,039	2,773	254,727
Unallocated revenues					633
Unallocated expenses					(126,668)
Share in losses of equity-accounted associates					(17)
Operating profit					128,675
Allocated financing expenses, net	(195,238)				(195,238)
Unallocated financing expenses, net					(149,240)
Loss before tax					(215,803)
Taxes on income					(7,228)
Loss for the year					(223,031)
Segment results attributable to the owners of the Company	2,751	66,039	(13,679)	139,985	

Note 5 - Operating Segments (cont'd)

NIS thousands	Investment property		Lodging overseas		Lodging in Israel		Securities		Other		Consolidated	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
Segment assets	**11,075,796**	10,755,178	**3,692,535**	3,791,855	**1,911,110**	1,708,900	**2,562,824**	1,131,575	**-**	-	**19,242,265**	17,387,508
Investment in equity-accounted investees											**664**	662
Unallocated assets											**448,683**	382,954
Total assets											**19,691,612**	17,771,124
Segment liabilities	**3,920,522**	3,756,915	**-**	-	**-**	-	**-**	-	**-**	-	**3,920,522**	3,756,915
Unallocated liabilities											**6,649,955**	6,730,932
Total liabilities											**10,570,477**	10,487,847
Capital expenditure	**188,920**	288,854	**17,778**	10,255	**24,640**	9,997	**96,726**	10,603	**-**	-	**-**	-

Information on geographical segments

NIS thousands	Israel			Switzerland			France			UK			Netherlands			Other regions		
	2025	2024	2023	2025	2024	2023	2025	2024	2023	2025	2024	2023	2025	2024	2023	2025	2024	2023
Revenues*	**2,146,812**	796,912	420,301	**427,942**	382,416	276,613	**280,857**	296,721	240,469	**212,599**	256,586	224,967	**106,810**	111,684	126,461	-	1,292	-
Segment assets	**7,189,429**	5,392,606	5,030,862	**6,893,179**	6,584,664	6,780,568	**2,777,245**	2,809,177	2,813,957	**2,025,646**	2,158,700	2,194,538	**763,622**	773,123	752,220	**42,491**	52,854	64,174

* According to the presentation in the consolidated statements of income including a gain from securities at fair value through profit or loss and other revenues as well as an increase in fair value of investment property, net.

Note 6 - Cash and Cash Equivalents

	December 31	
	2025	2024
	NIS thousands	NIS thousands
Bank balances	**168,417**	**89,717**
Call deposits	**8,391**	**766**
	176,808	**90,483**

The Group's exposure to interest rate and currency risks, and a sensitivity analysis for financial assets and liabilities are disclosed in Note 32, Financial Instruments.

Note 7 - Securities at Fair Value through Profit or Loss

	December 31	
	2025	2024
	NIS thousands	NIS thousands
Securities at fair value through profit or loss	**2,562,824**	**1,131,575**

The value of the portfolio consists of an investment of NIS 2,285 million in shares of Clal Insurance Enterprises, constituting about 14% of the shares of Clal Insurance Enterprises (December 31, 2024 –NIS 952 million, constituting about 14% of the shares of Clal).
In addition, the value of the portfolio includes shares of Bank Leumi in the amount of NIS 258 million (December 31, 2024 – NIS 159 million).
See Note 17H hereunder regarding the pledged securities.

Note 8 - Trade Receivables

	December 31	
	2025	2024
	NIS thousands	NIS thousands
Composition:		
Hotel guests	**30,764**	**24,011**
Property renters	**23,895**	**22,534**
Less – provision for impairment	**(3,821)**	**(2,513)**
	50,838	**44,032**

The Group's exposure to interest rate risk and impairment losses in respect of trade receivables is disclosed in Note 32, Financial Instruments.

Note 9 - Other Receivables, Including Derivative Instruments

	December 31	
	2025	2024
	NIS thousands	NIS thousands
Composition:		
Government institutions	**6,420**	**3,870**
Loans, short-term deposits and monies in trust	**8,032**	**9,558**
Prepaid expenses	**19,852**	**22,618**
Accrued income	**2,434**	**2,134**
Derivative financial instruments	**8,376**	**19,888**
Other*	**5,047**	**2,560**
	50,161	**60,628**

* Includes balances in respect of related parties, see Note 33.

The Group's exposure to credit risks, currency risks and impairment losses in respect of other receivables is disclosed in Note 32, Financial Instruments.

Note 10 - Hotelier Inventory

	December 31	
	2025	2024
	NIS thousands	NIS thousands
Inventory of food and beverages	**4,354**	**4,594**
Inventory of hotelier equipment	**19,687**	**20,042**
	24,041	**24,636**

Note 11 - Investee Companies

A. Summary financial data regarding a consolidated company

The table hereunder presents summary information on a consolidated company of the Group in which there are non-controlling interests that are material to the Group.

Country of incorporation		Percentage ownership	Current assets	Non-current assets	Total assets	Current liabilities	Non-current liabilities	Total liabilities	Revenues	Expenses	Net profit
			NIS thousands								
	2025										
Switzerland	Consolidated company: Epic Suisse AG	**52.4%**	**98,262**	**6,825,083**	**6,923,345**	**360,397**	**2,861,135**	**3,221,532**	**427,476**	**(154,754)**	**272,722**
			98,262	**6,825,083**	**6,923,345**	**360,397**	**2,861,135**	**3,221,532**	**427,476**	**(154,754)**	**272,722**
	2024										
Switzerland	Consolidated company: Epic Suisse AG	**56.5%**	63,478	6,548,848	6,612,326	243,041	3,066,586	3,309,627	383,004	(184,294)	198,710
			63,478	6,548,848	6,612,326	243,041	3,066,586	3,309,627	383,004	(184,294)	198,710
	2023										
Switzerland	Consolidated company: Epic Suisse AG	**56.5%**							276,671	(204,300)	72,371
									276,671	(204,300)	72,371

Note 11 - Investee Companies (cont'd)

B. Additional information on consolidated companies that are directly held by the Company

	Principal location of the company's operations	The Company's equity interest	
		2025	2024
Alrov Resorts (1993) Ltd.	**Israel**	**100.00%**	100.00%
Tatza Holdings (1994) Ltd.	**Israel**	**90.00%**	90.00%
Property Investment Holding BV	**Netherlands**	**76.00%**	76.00%
Epic Suisse AG (see paragraph C hereunder)	**Switzerland**	**52.38%**	56.49%
Sutton Investment Group Limited	**UK***	**82.00%**	82.00%
Constable Real BV	**UK***	**80.80%**	80.80%
Wimbledon BV	**UK***	**80.80%**	80.80%
George V Project Management SAS, formerly George V Project Management BV (see paragraph E hereunder)	**France***	**79.84%**	79.84%
Epworth Building Limited	**UK***	**79.84%**	79.84%
LOCKA Holding BV	**Netherlands****	**84.00%**	80.00%
Hotel Lutetia Financing, Limited Partnership	**Israel**	**100.00%**	100.00%
The SET Hotel Management Company Limited	**UK****	**85.00%**	85.00%
Lodging 2020 L.P. – partnership	**BVI**	**99.99%**	99.99%
Lodging Aviation L.P. – partnership	**Gibraltar**	**100.00%**	100.00%
Nofei Hasharon Senior Citizen Residential Home Ltd.	**Israel**	**100.00%**	100.00%
Elkanit Maintenance and Management Ltd.	**Israel**	**100.00%**	100.00%
46 Rothschild Avenue Management & Maintenance Ltd.	**Israel**	**78.96%**	78.96%
Alrov Ventures Ltd.	**Israel**	**100.00%**	100.00%
Alrov Rothschild Avenue (1989) Ltd.	**Israel**	**100.00%**	100.00%
Hashda Holdings (1993) Ltd.	**Israel**	**100.00%**	100.00%
Alrov Properties and Construction (1983) Ltd.	**Israel**	**100.00%**	100.00%
Alrov Towers Management and Operation Ltd.	**Israel**	**100.00%**	100.00%
H.M. Holdings Ltd.	**Israel**	**100.00%**	100.00%

* The holding rate includes shares held directly and indirectly in the investee companies.

** See also Note 30.B(10).

C. On May 25, 2022 a Swiss subsidiary of the Company, EPIC Suisse AG (hereinafter: "EPIC"), carried out an initial public offering of its shares on a Swiss stock exchange.

As a result of the aforesaid issuance, the Company's equity (including non-controlling interests) increased at the issuance date by an amount of about NIS 656 thousand. In the prospectus, EPIC noted that it intends to distribute an annual dividend to its shareholders. In 2023 the Company received a dividend from EPIC in the amount of CHF 18 million (about NIS 71 million) and in 2024 a dividend in the amount of CHF 18 million (about NIS 74 million).

On April 4, 2025 the Company received a dividend from EPIC in the amount of CHF 18 million (about NIS 80 million).

On December 4, 2025 EPIC issued additional shares to the public on a Swiss stock exchange. A total of 875 thousand shares have been issued at a price of CHF 80 per share. The Company participated in the issuance and acquired 34,057 shares in the amount of CHF 2,725 thousand (about NIS 11,025 thousand).

Note 11 - Investee Companies (cont'd)

C. (cont'd)

As a result of the issuance the Company's equity (including non-controlling interests) increased by an amount of NIS 262 million and the Company's interest in EPIC decreased from 56.4% before the issuance to 52.4% after the issuance.

In March 2026 the subsidiary's board of directors decided to recommend to its general shareholders' meeting, that is scheduled to convene on April 10, 2026, to distribute a dividend in the amount of CHF 35.9 million, of which the Company's share is expected to be CHF 18.8 million (about NIS 74 million).

As from 2024 the subsidiary is held through Alrov Ventures Ltd.

D. In the reporting year the Company increased its investment in Locka Holdings BV which holds three hotels in Europe. See also Note 30.B.(10).

E. The company changed its name following its move from the Netherlands to France.

Note 12 - Investment Property

A. Movement in carrying amount

	December 31	
	2025	2024
	NIS thousands	NIS thousands
Balance as at January 1	**10,755,178**	**10,751,991**
Additions	**188,919**	**289,370**
Exchange differences, net	**(92,339)**	**(510,065)**
Increase in fair value, net	**224,038**	**223,882**
Balance as at December 31*	**11,075,796**	**10,755,178**

* The Group's investment property is comprised of right-of-use assets in the amount of NS 140,002 thousand (December 31, 2024: NIS 266,636 thousand).

In 2025 the Company acquired the ownership rights of property located in the Mamilla commercial district in Jerusalem for consideration of NIS 22 million.

B. Determination of fair value

(1) General

Investment property is presented at fair value as determined in the valuations performed by independent external appraisers who possess professional qualifications and extensive experience with regard to the location and type of the property being valued.

Note 12 - Investment Property (cont'd)

B. Determination of fair value (cont'd)

(2) Fair value hierarchy

Investment property is measured at fair value, using a valuation method according to Level 3 of the fair value hierarchy. For a definition of the various levels of the hierarchy, see Note 2.F, Basis of Preparation.

(3) Details regarding fair value measurement of investment property at Level 3

Valuation techniques for determining fair value

The fair value is estimated using a discounted income technique: the valuation model is based on the present value of the estimated NOI of the property. The valuation of the property is based on net annual cash flows discounted at a rate reflecting the specific risks inherent in them. When actual rent agreements include rent payments that are different from market rent, adjustments are made to reflect the actual rent payments in the period of the contract.

The valuations take into account the type of tenants that actually occupy the leasehold or are responsible for fulfilling the rental obligations or may occupy the leasehold when vacant property is rented out, including a general assessment of their credit quality; distribution of the responsibility for the property's maintenance and insurance between the Group and the tenant; and the remaining economic life of the property, where these parameters are relevant.

Significant unobservable inputs

- Market rent per sq. m.
  Israel: NIS 1,843 to NIS 3,332 (2024: NIS 1,797 to NIS 3,164)
  Switzerland: CHF 90 to CHF 366 (2024: CHF 88 to CHF 364)
  France: EUR 101 to EUR 995 (2024: EUR 95 to EUR 959)
  UK: GBP 584 to GBP 1,439 (2024: GBP 595 to GBP 1,420)

- Principal cash flow discount rates
  Israel: 5.5% to 7.25% (2024: 5.5%-7.25%)
  Switzerland: 2.8% to 4% (2024: 2.8%-4%)
  France: 4% to 10% (2024: 4%-9.5%)
  UK: 3.75% to 11% (2024: 3.75%-11%)

It is also noted that in the reporting period and proximate to the date of issuing the financial statements, execution of the rent agreements continues as usual, and no tenants have requested to cancel or terminate the rent earlier than expected. Furthermore, the Company is not dependent on any material tenant.

As regards the value of income-generating properties in Switzerland – a decrease or increase of 0.1% in the discount rate would have raised or lowered the value of the properties in Switzerland, respectively, by an amount of CHF 49 million (about NIS 197 million).

As regards the value of income-generating properties in Israel - a decrease or increase of 0.25% in the discount rate would have raised or lowered the value of the properties in Israel by an amount of NIS 82 million or NIS 75 million, respectively.

Note 12 - Investment Property (cont'd)

B. Determination of fair value (cont'd)

(4) Valuation processes used by the Company

The fair value of the investment property is determined regularly by external independent appraisers having appropriate recognized professional qualifications and experience in the location and category of the property being valued. External valuations are performed at the end of every calendar year. In the rest of the reporting periods valuations are performed if market indicators suggest a material change in the fair value of the property. All valuations are provided to the Company's CFO for perusal.

The principal unobservable inputs are as follows:

- The discount rate of investment property, which is based on professional publications in the relevant markets and a comparison to similar transactions.
- Market rentals, which are based on professional publications in the relevant markets and a comparison to similar transactions.

C. Amounts recognized in profit or loss

	Year ended December 31		
	2025	2024	2023
	NIS thousands	NIS thousands	NIS thousands
Rental income on investment property	**531,007**	530,331	510,090
Direct operating expenses deriving from investment property that generated rental income during the period	**(87,917)**	(83,332)	(82,255)
	443,090	446,999	427,835

D. Sale of material properties

No assets owned by the Group were sold in 2024-2025.

E. Acquisition of material properties

The Company has two lands for future development in Switzerland valued at CHF 11 million (NIS 44 million) as at December 31, 2024. In 2025 two income generating properties in Switzerland that were under construction began operating. In 2025 the Company invested in the aforesaid properties an amount of CHF 28 million (NIS 117 million) and in 2024 an amount of CHF 46 million (NIS 193 million).

In December 2018 the Company signed an agreement for the lease of land in Switzerland for 85 years on which income generating property will be constructed. At initial recognition the Company measured the leased property based on the discounted value of the future minimum lease payments in the amount of CHF 12,991 thousand (NIS 49,459 thousand) against a liability for future minimum lease payments. See also Note 19.

Note 12 - Investment Property (cont'd)

F. For information on pledged investment property and fixed assets, see Note 17.H.

G. Income generating property owned by the Company

- As to rights in real estate in Switzerland, see Note 12.E above.
- As to the real estate rights in the UK, see Note 13.D below.
- As to rights in real estate in the Mamilla Commercial District in Jerusalem, see Note 13.C below.
- The other real estate rights of the Company's investment property are proprietary.

Note 13 - Fixed Assets

A. Composition:

	Land and buildings at fair value	Machinery, equipment and appliances	Hotelier machinery and furniture	Office furniture and equipment	Vehicles and aircraft	Total
	NIS thousands					
Cost/ deemed cost						
Balance as at January 1, 2024	5,374,835	17,813	193,662	24,381	142,091	5,752,782
Additions	19,372	64	739	204	1,610	21,989
Fair value revaluation of fixed assets	86,581	-	-	-	-	86,581
Effect of changes in exchange rates	(137,043)	-	-	3	(178)	(137,218)
Balance as at December 31, 2024	5,343,745	17,877	194,401	24,588	143,523	5,724,134
Balance as at January 1, 2025	**5,343,745**	**17,877**	**194,401**	**24,588**	**143,523**	**5,724,134**
Additions	**40,756**	**292**	**1,879**	**974**	**2,839**	**46,740**
Fair value revaluation of fixed assets	**167,453**	**-**	**-**	**-**	**-**	**167,453**
Effect of changes in exchange rates	**(101,211)**	**-**	**-**	**(202)**	**-**	**(101,413)**
Balance as at December 31, 2025	**5,450,743**	**18,169**	**196,280**	**25,360**	**146,362**	**5,836,914**
Accumulated depreciation						
Balance as at January 1, 2024	-	16,787	164,156	18,545	75,690	275,178
Depreciation for the year	107,867	258	3,916	693	13,224	125,958
Fair value revaluation of fixed assets	(107,867)	-	-	-	-	(107,867)
Balance as at December 31, 2024	-	17,045	168,072	19,238	88,914	293,269
Balance as at January 1, 2025	**-**	**17,045**	**168,072**	**19,238**	**88,914**	**293,269**
Depreciation for the year	**104,739**	**98**	**3,963**	**1,003**	**12,671**	**122,474**
Fair value revaluation of fixed assets	**(104,739)**	**-**	**-**	**-**	**-**	**(104,739)**
Balance as at December 31, 2025	**-**	**17,143**	**172,035**	**20,241**	**101,585**	**311,004**

Note 13 - Fixed Assets (cont'd)

A. Composition: (cont'd)

	Land and buildings at fair value	Machinery, equipment and appliances	Hotelier machinery and furniture	Office furniture and equipment	Vehicles and aircraft	Total
	NIS thousands					
Carrying amounts						
As at December 31, 2025*	5,450,743	1,026	24,245	5,119	44,777	5,525,910
As at January 1, 2024	5,374,835	1,026	29,506	5,836	66,401	5,477,604
As at December 31, 2024	5,343,745	832	26,329	5,350	54,609	5,430,865

* The carrying amount of right-of-use assets included in the categories of land and buildings at fair value, office furniture and equipment and vehicles and aircraft is NIS 311,471 thousand, NIS 808 thousand and NIS 3,410 thousand, respectively (in 2024: NIS 332,235 thousand, NIS 1,554 thousand and NIS 2,931 thousand, respectively).

Note 13 - Fixed Assets (cont'd)

B. Determination of fair value

(1) Fair value hierarchy

In order to examine the value of the Group's hotels as at December 31, 2025 the Company engaged external valuers as it does every year and obtained full valuations for the five hotels of the Group and accordingly adjusted the value of the fixed assets as at December 31, 2025. In the framework of these valuations, among other things, the relevant macro aspects were examined in each county, indications of market prices of transactions in the current period were examined, an assessment was made regarding the rate of development of hotel operations in the forthcoming years and the specific features of each of the Group's hotels were examined (such as location, quality, character, guest mix, and so forth).

The table hereunder presents the fixed assets that are measured at fair value, using a valuation method according to the fair value levels. For a definition of the various hierarchy levels, see Note 2.F, Basis of Preparation.

	December 31, 2025		December 31, 2024	
NIS thousands	**Level 3**	**Total**	**Level 3**	**Total**
Fixed assets at fair value	**5,450,743**	**5,450,743**	5,312,655	5,312,655

(2) Details regarding fair value measurement of fixed assets at Level 3

Valuation techniques for determining fair value
The fair value is estimated using a discounted income technique: the valuation model is based on the present value of the estimated operating income from the asset. The valuation of fixed assets is based on net annual cash flows discounted at a rate reflecting the specific risks inherent in them.

Significant unobservable inputs
Future operating profitability in Israel – The operating profitability of hotels in Israel decreased in 2023 compared with 2022 as a result of the Iron Swords war that broke out in October 2023. The forecast for operating profitability in 2026 is according to the forecast and budget the Company prepared for that year. The forecast for 2027 assumes that the operating profitability will be the same as in 2019/2022 depending on the type of the hotel, and the forecast for 2028 assumes that the operating profitability will be the same as the profitability in 2022-2023 depending on the type of the hotel. The forecasted operating profitability for 2026-2027 is discounted at a rate of 6.5%, with the expected addition to operating profitability which reflects the operating profitability surplus of 2022 discounted at a rate of 7.5% and an additional expected profit which reflects the operating profitability surplus for 2023 discounted at a rate of 8.5%-9.5% depending on the type of the hotel.
Average price per night: in 2019 – NIS 1,281-NIS 1,339, in 2022 – NIS 1,619-NIS 1,788; average occupancy rate in 2019: 61%-69%, in 2022: 51%-52%. A 5% decrease or increase in the forecasted operating surpluses would have lowered or raised the aggregate value of the two hotels in Israel by 5%. A decrease or increase of 0.25% in the discount rate would have raised or lowered the aggregate value of the two hotels by 4%.

Note 13 - Fixed Assets (cont'd)

B. Determination of fair value (cont'd)

(2) Details regarding fair value measurement of fixed assets at Level 3 (cont'd)

Significant unobservable inputs (cont'd)

Future operating profitability overseas - The future cash flow takes into consideration a gradual increase in operating profitability according to the characteristics of each hotel. A 5% decrease or increase in the forecasted operating surpluses would have lowered or raised the aggregate value of the hotels by 5%.

- Occupancy rate of the hotels overseas: in 2026 54%-70% and after then 57% to 71% (2024: 49% to 69%).

- Discount rate of cash flows overseas: 4% to 6.5% (2024: 4%-6.7%). An increase or decrease of 0.25% in the discount rates would have lowered or raised the value of the hotels by 5%-6%, respectively.

- Average price per night overseas: NIS 2,737 to NIS 6,704 (2024: NIS 3,145 to NIS 7,551).

The estimated fair value would increase if:
- Hotel occupancy rates were higher.
- The cash flow discount rate was lower.
- The price per night was higher.

(3) Valuation processes used by the Company

The fair value of fixed assets is determined periodically by an independent external appraiser having appropriate recognized professional qualifications and experience in the location and category of the property being valued. External valuations are performed at the end of every calendar year. In the rest of the reporting periods, valuations are performed if market indicators suggest a change in the fair value of the asset. All valuations are provided to the Company's CFO for perusal.

The principal unobservable inputs are as follows:
- The discount rate, which is based on professional publications in the relevant markets and a comparison to similar transactions as well as macroeconomic trends.

C. As from 2015 the Company's subsidiary Alrov Mamilla Commercial District (1993) Ltd. holds land lease rights for a period of 100 years in the Mamilla complex in Jerusalem, on which there is a hotel and commercial district that it owns. In the reporting year the Company acquired the ownership rights of the land for consideration of NIS 22 million. Other than that mention in paragraph D of this note hereunder, the other real estate rights of the Company's fixed assets are proprietary.

Note 13 - Fixed Assets (cont'd)

D. In August 2008, the Company and Barco Investments B.V., a subsidiary of the Company (hereinafter: "Barco"), entered into an agreement (hereinafter: "the Agreement") with the representatives of Crown Estate (in charge of the Crown's assets) (hereinafter: "the Crown") in relation to a property located on Regent Street in Central London, historically known as "Café Royal" (hereinafter: "the Property") which is part of a freehold complex of the Crown. Barco is wholly owned by Locka.
The Agreement related to the redevelopment of the Property by Barco into a luxury hotel, including auxiliary services and commercial areas. Following the completion of the development and construction by Barco, in accordance with the terms of the Agreement, Barco received from the Crown a lease of the Property for the duration of 125 years (which commenced upon the full payment of the consideration in June 2014). Early in July 2014, the Company paid the Crown in full the liability for the acquisition of a hotelier property in the amount of approximately NIS 425 million. Against the payment, the Company was granted leasehold rights in the land of the Café Royal Hotel in London as well as in the commercial areas adjacent to the Hotel, through December 2137.

E. Pursuant to the valuations of the hotels in Israel and overseas, in 2025 the Company recorded an increase of NIS 209 million in the revaluation reserve, net of tax. The carrying amount of the fixed assets as at December 31, 2025, which is presented at the fair value that would have been recognized had the assets been presented under the cost model, is NIS 3,192 million.

F. As at December 31, 2025, fixed-asset items in the amount of NIS 2,705,511 thousand (December 31, 2024: NIS 2,512,080 thousand) are pledged to secure borrowings from banks (see Note 14, Borrowings from Banks, as to the terms of the credit).

G. As at December 31, 2025, the balance of Café Royal London plus a commercial area for self use, in the Company's statement of financial position, at fair value, is NIS 1,101 million (approximately GBP 243 million value of the hotel and GBP 14 million the commercial area at the self use of the hotel). In the reporting year the Company recorded a gain from positive revaluation of the hotel in the amount of NIS 29 million net of tax (revaluation loss of NIS 6 million net of tax in 2024), which was recorded within other comprehensive income in a capital reserve for revaluation of fixed assets.

H. In July 2018 Hotel Lutetia in Paris was reopened after it had been shut down for renovations as from July 1, 2014 so that it would achieve the high standards that are characteristic of the other hotels of the Group. According to a valuation that was prepared by an independent external appraiser, as at December 31, 2025 the value of the hotel is estimated to be € 446 million (NIS 1,670 million). In the reporting year the Company recorded a gain from positive revaluation in the amount of NIS 23 million, net of tax, in respect of the hotel (revaluation gain of NIS 76 million, net of tax, in 2024), which was recorded within other comprehensive income in a capital reserve for revaluation of fixed assets.

I. According to a valuation that was prepared by an independent external appraiser, as at December 31, 2025 the value of the David Citadel Hotel in Jerusalem is estimated to be NIS 1,378 million. In the reporting year the Company recorded a gain from positive revaluation in the amount of NIS 137 million, net of tax, in respect of the hotel (revaluation gain of NIS 3 million, net of tax, in 2024), which was recorded within other comprehensive income in a capital reserve for revaluation of fixed assets.

Note 14 - Borrowings from Banks

This note provides information regarding the contractual terms of the Group's interest-bearing loans and borrowings measured at amortized cost. Further information on the Group's exposure to interest, foreign currency and liquidity risks is included in Note 32, Financial Instruments.

Composition:

	Interest rate as at December 31, 2025	December 31	
		2025	2024
		NIS thousands	
Short-term loans – in Israel			
Exchange rate of the Pound Sterling	5.24% - 5.27%	**307,117**	379,978
		307,117	379,978

Note 15 - Trade Payables

Composition:

	December 31	
	2025	2024
	NIS thousands	NIS thousands
Open debts	**32,369**	**31,307**
Debts in respect of investment in real estate	**22,457**	**22,780**
Checks and notes payable	**350**	**884**
	55,176	**54,971**

The Group's exposure to currency and liquidity risks related to trade payables is disclosed in Note 32, Financial Instruments.

Note 16 - Other Payables, Including Derivative Instruments

Composition:

	December 31	
	2025	2024
	NIS thousands	NIS thousands
Interest payable	**17,976**	25,575
Accrued expenses	**73,680**	104,933
Deferred income	**22,605**	20,240
Government institutions	**19,818**	24,851
Employees and accrued benefits	**23,310**	20,329
Customer advances	**13,732**	11,940
Derivative financial instruments	**46,494**	4,639
Deposits	**128**	125
Current lease liability	**4,736**	4,703
Other payables and credit balances*	**991**	135,060
	223,470	352,395

* The balance as at December 31, 2024 includes an amount of NIS 134,000 thousand that was received from Karta. See also Note 30.B(3).

The Group's exposure to currency and liquidity risks related to some of other payables is disclosed in Note 32, Financial Instruments.

Note 17 - Debentures, Loans from Banks and Commercial Securities

This note provides information regarding the contractual terms of the Group's debentures and loans from banks measured at amortized cost. Further information on the Group's exposure to interest, foreign currency and liquidity risks is included in Note 32, Financial Instruments.

A. Composition:

	Interest rate as at December 31, 2025	December 31	
		2025	2024
		NIS thousands	
Non-convertible debentures and commercial securities			
Linked to the Consumer Price Index	**0.5% - 3.47%**	**1,377,697**	1,257,661
Unlinked commercial securities	**4.55%**	**450,000**	735,729
Debenture raising, discount and premium		**(200)**	(4,880)
expenses		**1,827,497**	1,988,510
		155,576	113,430
Less current maturities of debentures		**450,000**	735,419
Less unlinked commercial securities		**605,576**	848,849
		1,221,921	1,139,661

	Interest rate as at December 31, 2025	December 31	
		2025	2024
		NIS thousands	
Loans from banks			
Linkage basis:			
In NIS 5.95%		**123,017**	104,838
Exchange rate of the Euro 3.46%-4.69%		**1,607,593**	1,450,405
Exchange rate of the Swiss franc* 1.36%-2.26%		**2,492,550**	2,665,246
Exchange rate of the Pound Sterling 5.24%-6.07%		**1,557,866**	1,590,525
Exchange rate of the Dollar 5.35%-5.39%		**71,105**	69,012
Less – Loan raising expenses		**3,879**	5,214
		5,848,252	5,874,812
Less current maturities		**826,159**	190,844
		5,022,093	5,683,968

* See Note 17.I hereunder.

B. Non-convertible debentures (Series D)

On January 9, 2017, NIS 243.556 million par value of ordinary debentures (Series D) was issued and listed for trade on the Stock Exchange. The debentures bear interest at the rate of 2.4%. The principal and interest are linked to the Consumer Price Index. The debentures are redeemable from 2018 to December 31, 2023 by way of annual principal payments, as

follows: the Company will redeem 7.5% of the principal in each of the years 2018 and 2019, 10% of the principal in 2020 and 25% of the principal in each of the years 2021-2023. During 2017, two expansions of debentures were issued totaling NIS 226,996 thousand.

Note 17 - Debentures, Lons from Banks and Commercial Securities (cont'd)

B. Non-convertible debentures (Series D) (cont'd)

On February 21, 2018, an additional expansion of NIS 177,340 par value was issued. In 2020 the Group purchased NIS 77 thousand par value of the debentures. In 2021 an additional expansion of NIS 32,000 thousand was issued. In December 2022 the Company purchased NIS 14,334 thousand par value of the debentures. In 2023 the Company purchased NIS 78,653 thousand par value of the debentures. In accordance with the aforesaid payment schedule the balance of the debentures (Series D) were redeemed in December 2023.

C. Non-convertible debentures (Series E)

On December 15, 2019 NIS 240 million par value of debentures (Series E) of NIS 1 par value each was issued and listed for trade on the Stock Exchange in consideration of NIS 240 million. The debentures bear an annual interest rate of 1.5% and are linked (principal and interest) to the Consumer Price Index. The debentures are redeemable in seven annual installments on December 31 in each of the years 2021 through 2027 by way of annual principal payments as follows: 5% of the principal in each of the years 2021 and 2022, 10% of the principal in 2023, 20% of the principal in each of the years 2024-2027. The interest on the debentures is payable in semi-annual installments every calendar year on the unpaid balance of principal on June 30 and on December 31 in each of the years 2020 through 2027. In 2020 the Group purchased NIS 120 thousand par value of the debentures. In 2022 an expansion of NIS 100,000 thousand par value of the debentures (Series E) was issued. In 2023 another expansion was issued in the amount of NIS 100,339 thousand. As at December 31, 2025, the balance of the debentures (Series E) is a par value of NIS 188,275 thousand.

D. Non-convertible debentures (Series F)

On November 25, 2021 NIS 606.04 million par value of debentures (Series F) of NIS 1 par value each was issued and listed for trade on the Stock Exchange in consideration of NIS 621 million. The debentures bear a fixed annual interest rate of 0.5% and are linked (principal and interest) to the Consumer Price Index. The debentures are redeemable in three installments in the amount of 1% of principal on October 1 of each of the years 2024 through 2026, with 97% of the principal being redeemable on October 1, 2027. The interest on the debentures is payable in semi-annual installments every calendar year on the unpaid balance of principal on April 1 and on October 1 in each of the years 2022 through 2027. In 2023 an expansion of NIS 78,963 thousand of the debentures (Series F) was issued. As at December 31, 2023 the expansion consideration was held in a trust and at the beginning of 2024 the expansion consideration was released from the trust account. As at December 31, 2025 the balance of the debentures (Series F) is a par value of NIS 671,303 thousand.

The Company created the following liens in favor of the trustee of the Series F debentures:
- 100% of the shares of L.Hotel Holding BV which is held by Locka Holding BV, a subsidiary of the Company.
- 100% of the participation units of Hotel Lutetia Financing – Limited Partnership, which is held by the Company and its subsidiary.
- All the Company's rights and receipts pursuant to a loan agreement between the Company (the lender) and the partnership (the borrower) by which the Company granted the partnership a loan constituting the proceeds from the issuance of the Series F debentures.

Note 17 - Debentures, Loans from Banks and Commercial Securities (cont'd)

D. Non-convertible debentures (Series F) (cont'd)

- All the partnership's rights and receipts pursuant to the loan agreement between it and L Hotel SNC.
- The Company undertakes that as long as the Series F debentures are outstanding it will be able to create a floating lien (current) on all the Company's assets and rights only under certain limitations.

E. Non-convertible debentures (Series G)

In June 2024, NIS 170,325 thousand par value of ordinary debentures (Series G) was issued and listed for trade on the Stock Exchange. The debentures bear interest at the rate of 3.47%. The principal and interest are linked to the Consumer Price Index. The debentures are redeemable in seven unequal payments as from June 30 of each of the years 2026-2032, as follows: the first and second payments in 2026-2027 will be at the rate of 10% of principal and the third to seventh payments in 2028-2032 will be at the rate of 16% of principal.
The interest on the debentures is payable in semi-annual installments every calendar year on the unpaid balance of principal on June 30 and on December 31 in each of the years 2024 through 2032, with the first interest payment being on December 31, 2024 and the last interest payment on June 30, 2032.

In 2025 an expansion of NIS 200,000 thousand par value of the debentures (Series G) was issued. As at December 31, 2025, the balance of the debentures (Series G) is a par value of NIS 370,325 thousand.

According to a shelf offering report there is an interest adjustment mechanism in respect of changes in the rating of the debentures and an interest adjustment mechanism in respect of the financial covenants. As at December 31, 2025 the Company is in compliance with all such covenants.

F. Commercial securities (Series 1)

On September 9, 2024 the Company completed the issuance of NIS 285,729 thousand par value of commercial securities (Series 1), which are listed for trade. The principal of the commercial securities is redeemable in a lump sum on September 8, 2025, the end of the period of the series 1 commercial securities. The series 1 commercial securities bear a variable rate of interest according to the Bank of Israel rate plus 0.42% p.a. The interest is payable in a lump sum at the end of the period of the series 1 commercial securities. In September 2025 the commercial securities (Series 1) were fully redeemed as well as the interest in respect thereto that for the entire period of the commercial securities from September 9, 2024 to September 8, 2025 was 4.91%.

G. Commercial securities (Series 2)

On October 15, 2024 the Company completed the issuance of NIS 450,000 thousand par value of unlisted commercial securities (Series 2). The securities were issued to the institutional bodies specified in Section 15A of the Securities Law – 1968. The principal of the commercial securities (Series 2) is redeemable in a lump sum on October 14, 2025, which can be extended by up to 4 additional periods of 364 days each, and until October 9, 2029. The series 2 commercial securities bear a variable rate of interest according to the Bank of Israel rate plus 0.3% p.a. The interest is payable every 364 days, beginning from the clearing date.

Note 17 - Debentures, Loans from Banks and Commercial Securities (cont'd)

G. Commercial securities (Series 2) (cont'd)

It is noted that each one of the buyers may shorten the period of the series 2 commercial securities at an advance notice of 7 (seven) business days and that the Company is permitted to early redeem the series 2 commercial securities, fully or partly, at an advance notice of 7 (seven) days. In 2025 the period of the series 2 commercial securities was extended from October 14, 2025 to October 13, 2026, with no change in the terms.

H. Loans from banks

Long-term loans from banks in the amount of NIS 5,848,252 thousand (including current maturities of long-term loans in the amount of NIS 826,159 thousand) are secured by a fixed charge on land and buildings that are used by the Company as investment property, and fixed assets, the carrying amount of which amounts to NIS 13,584,637 thousand as at December 31, 2025. Credit from banks in the amount of NIS 307,117 thousand as at December 31, 2025 is secured by a fixed charge on securities the carrying amount of which amounts to NIS 932,243 thousand as at December 31, 2025.
In December 2024 financing in respect of Café Royal in London in the amount of GBP 165 million (approximately NIS 750 million) was paid as it came due.
In 2024 the long-term loans of the Group in Switzerland increased by an amount of CHF 44.9 million (approximately NIS 190 million), net of repayments. The average life of all the Company's loans in Switzerland decreased from 4.5 years (as at December 31, 2023) to 3.7 years (as at December 31, 2024).
In 2025 the long-term loans of the Group in Switzerland decreased by an amount of CHF 33 million (approximately NIS 127 million), net of repayments. The average life of all the Company's loans in Switzerland is 3.7 years as at December 31, 2025. The average interest rate of all the bank loans in Switzerland is 1.1% and 1.3% as at December 31, 2025 and December 31, 2024, respectively.

I. Refinancing

In the reporting year the credit facility in Israel in the amount of NIS 390 million was extended to January 2029 at similar terms.

In 2023 the Company refinanced in Switzerland all the non-recourse loans that their payment dates were in 2023. After this refinancing, the average life of all the Company's loans in Switzerland increased from 4.1 years (as at December 31, 2022) to 4.5 years (as at December 31, 2023) and the average interest rate of the Company in Switzerland increased from 1% (as at December 31, 2022) to 1.3% (as at December 31, 2023).
In 2023 the Company refinanced two properties in France instead of the financing that ended in December 2023 in an amount of € 26 million (approximately NIS 106 million) at a fixed interest rate of 4.3%.

In 2022 the Company refinanced three properties in the UK in the aggregate amount of GBP 82 million (approximately NIS 347 million) at the same interest terms as the previous financing agreements. In 2024 the Company repaid part of the loans in the amount of GBP 15 million (NIS 69 million). In January 2026 the Company repaid an additional part of the loans in the amount of GBP 5 million (NIS 21 million). The financing period is until June 30, 2027 (as at December 31, 2025, the interest rate is 5.6%). See also paragraph J.(3) hereunder.

Note 17 - Debentures, Loans from Banks and Commercial Securities (cont'd)

I. Refinancing (cont'd)

In 2022 the Company refinanced the Conservatorium Hotel in Amsterdam in the amount of € 110 million (approximately NIS 400 million) until October 29, 2024. During 2024 the financing was extended until January 25, 2026. The loan is at variable interest and as at December 31, 2025 its balance is € 102 million (approximately NIS 381 million) and the interest rate is 3.7%. On January 25, 2026 the financing agreement was extended by 3 additional years up to an amount of € 125 million (approximately NIS 468 million) at the same terms. On December 31, 2025 the hotel's balance in the Company's statement of financial position measured at fair value amounts to € 200 million (approximately NIS 749 million).

J. Financial covenants

1) In connection with borrowings from banks in Israel, the Company has undertaken as follows: 1. The amounts of the loans will not exceed specified percentages of the value of the properties; 2. To provide to the bank every agreed-upon period, an up-to-date valuation of the real estate, confirming, inter alia, that the value of the real estate is not less than a specified amount; 3. The equity of the Company will not fall below NIS 1,450 million at any time; 4. The equity of the Company (excluding minority interests), as calculated based on the reports of the Company, will at all times amount to at least 15% of total balance sheet. To the date of the report, the Company is in compliance with these undertakings.

2) On several occasions, foreign subsidiaries have undertaken to foreign banks that had provided non-recourse borrowings to said companies for the acquisition of properties, that the loan amounts would not exceed specified percentages of the value of such properties. In other instances, the companies have undertaken that payments of principal and interest would not fall below certain percentages of the rental income in said years. As at balance sheet date, the subsidiaries are in compliance with the bank requirements other than that stated in paragraph 3 hereunder.

3) In the reporting year management of the group in England has worked with the banks in England to arrange the financial covenants following a decline in the fair value of the Group's assets and an increase in the interest rate, by partly repaying the loans and investing additional amounts in a deposit for future use. As at the date of signing, all the demands of the said banking institutions have been arranged.

4) On December 11, 2019, the Company published a shelf offering report under a shelf prospectus dated August 28, 2019, which prescribes, inter alia, quantitative financial covenants for the debentures (Series E) of the Company:
   a. Ratio of net financial debt to CAP – The ratio of the Company's net financial debt to total equity and indebtedness (CAP) will not exceed 71% for two consecutive quarters according to the audited or reviewed consolidated financial statements of the Company.
   b. Minimum shareholders' equity – The equity of the Company in the balance sheet will be no less than NIS 2.3 billion for two consecutive quarters based on the Company's consolidated financial statements (including non-controlling interests).
   c. Operating ratio – Net financial debt divided by the surplus will not exceed 25 in the period of the examination according to the Company's annual consolidated financial statements.

Note 17 - Debentures, Loans from Banks and Commercial Securities (cont'd)

J. Financial covenants (cont'd)

4) (cont'd)

d. Distribution financial covenant – Subsequent to the distribution the shareholders' equity will not fall below NIS 3 billion according to the most recent financial statements issued by the Company (including non-controlling interests) before the date of the distribution (net of the amount distributed), and for as long as the net financial debt to total equity and indebtedness (CAP) of the Company, as these terms are defined in the trust deed, is higher than 65% the Company will be prevented from making a distribution per the definition of this term in the Companies Law.

5) On November 15, 2021, the Company published a shelf offering report under a shelf prospectus dated August 28, 2019, which prescribes, inter alia, quantitative financial covenants for the debentures (Series F) of the Company:

a. If the ratio of the net financial debt of the Company to the net total equity and indebtedness (CAP) of the Company exceeds 75% for the duration of two quarters, this will be cause for immediate repayment. If the ratio is higher than 67% the Company will be prevented from distributing dividends or buying back its own shares.
b. If the equity of the Company (including minority interests) is less than NIS 2.5 billion, this will be cause for immediate repayment. If it is less than NIS 3.2 billion, the Company will be prevented from distributing dividends or buying back its own shares.
c. If the LTV ratio of the Lutetia Hotel in France is higher than 75% for the duration of two consecutive quarters this will be cause for immediate repayment.
d. If the net financial debt of the Company divided by the surplus (as defined in the deed) according to the Company's consolidated annual financial statements is higher than 30 this will be cause for immediate repayment.

6) On June 1, 2024, the Company published a shelf offering report under a shelf prospectus dated May 31, 2023, which prescribes, inter alia, quantitative financial covenants for the debentures (Series G) of the Company:

a. Ratio of net financial debt to total equity and indebtedness (CAP) – The ratio of the Company's net financial debt to CAP will not exceed 73% for two consecutive quarters according to the audited or reviewed consolidated financial statements of the Company.
b. Minimum shareholders' equity – The equity of the Company in the balance sheet will be no less than NIS 2.75 billion for two consecutive quarters based on the Company's consolidated financial statements (including non-controlling interests).
c. Operating ratio – Net financial debt divided by the surplus will not exceed 30 in the period of the examination according to the Company's annual consolidated financial statements.
d. Distribution financial covenant – Subsequent to the distribution the shareholders' equity will not fall below NIS 3.65 billion according to the most recent financial statements issued by the Company before the date of the distribution (net of the amount distributed), and the net financial debt to CAP will not exceed 66% according to the most recent financial statements issued by the Company before the date of the distribution (net of the amount distributed).

Note 17 - Debentures, Loans from Banks and Commercial Securities (cont'd)

J. Financial covenants (cont'd)

7) A subsidiary of the Company has made an undertaking to a bank by which the ratio of company's equity to total balance sheet will not fall below 15%.

As at the reporting date the Company is in compliance with all the covenants mentioned in paragraphs 4-7 above.

K. In 2023 an agreement was reached with the financing bank in relation to the credit facility of the Mamilla complex in Jerusalem on the following updates: (a) the credit facility will increase by NIS 100 million (adjusted according to the index of May 2023); (b) the credit facility will be extended by five years until July 5, 2028; (c) a reduction of 4% each year; (d) the credit facility will be linked to the Consumer Price Index of May 2023. Additional conditions and financial covenants were prescribed as follows:

1. The ratio of equity (excluding non-controlling interests) to total balance sheet will not fall below 15% at all times, and the equity (excluding non-controlling interests) will be no less than NIS 1,250 million.
2. Commitment of the relevant subsidiaries to maintain an LTV ratio of 80%.

In 2024 the credit facility was increased by an amount of NIS 65 million with no change in its terms. The balance of the credit facility as at December 31, 2025 in the amount of NIS 1,630 million includes an unutilized balance of NIS 161 million.

L. On May 30, 2023 the Company issued a shelf prospectus on the basis of its financial statements for 2022 and for the first quarter of 2023. Further to the prospectus, expansions of the Series E and F debentures were made in December 2023 as mentioned in sections D and E above.

M. On August 4, 2025 the rating agency Maalot affirmed the Company's rating at ilA+ stable outlook. The ratings of the Company's Series E and G debentures were affirmed ilAA- ratings and the Series F was affirmed a rating of ilAA. A short-term issuer rating of ilA-1 was also affirmed.

On August 5, 2024 the rating agency Maalot affirmed the Company's rating at ilA+ stable outlook. The ratings of the Company's Series E and G debentures were affirmed ilAA- ratings and the Series F was affirmed a rating of ilAA. A short-term issuer rating of ilA-1 was also assigned.

Note 18 - Other Investments at Fair Value through Profit or Loss

	December 31	
	2025	2024
	NIS thousands	
Non-marketable shares	6,943	**7,939**
Venture capital funds	3,037	**4,064**
	9,980	**12,003**

Note 19 - Other Liabilities, Including Derivative Instruments

This note provides information regarding the contractual terms of loans received from others, measured at amortized cost. Further information on the Group's exposure to interest, foreign currency and liquidity risks is included in Note 32, Financial Instruments.

A. Composition

	December 31	
	2025	2024
	NIS thousands	
Loans from others	**6,455**	6,279
Lease liability	**52,255**	51,706
Liability in respect of financial instruments	**28,585**	57,112
Long-term deferred income	**16,346**	-
	103,641	115,097

B. Loans from others

		December 31	
	Nominal interest as at December 31, 2025	2025	2024
		NIS thousands	
Loans in Euros received from related parties at variable interest*	3.94%	**6,455**	6,279
Total loans received from related parties		**6,455**	6,279

* Repayment dates have not yet been fixed for said loans, see also Note 33, Related Parties.

Note 19 - Other Financial Liabilities, Including Derivative Instruments (cont'd)

C. Lease liability

Composition

	December 31	
	2025	2024
	NIS thousands	
For lease of motor vehicles	**4,668**	**4,527**
For lease of offices	**107**	**338**
For lease of land	**52,216**	**51,544**
	56,991	**56,409**
Less current liabilities presented as part of payables and credit balances, including derivative instruments	**(4,736)**	**(4,703)**
	52,255	**51,706**

For details on future payments of lease liability including financing, see Note 32.B.

Future minimum lease payments

	December 31	
	2025	2024
	NIS thousands	
Up to half a year	**2,452**	**2,928**
7 to 12 months	**2,946**	**2,865**
Two to five years	**13,921**	**13,602**
6 to ten years	**14,580**	**14,666**
More than 10 years	**51,493**	**48,696**
	85,392	**82,757**

D. Liability in respect of financial instruments

As regards a liability in respect of financial instruments in Switzerland in connection with interest rate swap transactions, see Note 32.D, Financial Instruments.

Note 20 - Employee Benefits

Employee benefits include post-employment benefits based on actuarial assessments.

Note 21 - Deposits

	December 31	
	2025	2024
	NIS thousands	
Rent deposits (1)	**13,845**	15,395
Maintenance deposits (2)	**5,361**	5,183
	19,206	20,578
Less – current deposits	**(128)**	(125)
Total deposits	**19,078**	20,453

The terms of the deposits are as follows:

(1) Rent deposits – Represent amounts received by the Company and subsidiaries from certain property renters. The amounts are partly linked to the Consumer Price Index and partly to the Euro and will be refunded to the depositors on the date of termination of the rent contract of the property.

(2) Maintenance deposits – Represent amounts received by subsidiaries from certain property renters. The amounts are linked to the Consumer Price Index and will be refunded to the depositors on the date of termination of the rent contract of the property.

Note 22 - Equity

A. Share capital

	December 31		
	2025	2024	2023
	Shares of NIS 1 par value		
Issued and paid-in share capital as at January 1	**20,603,508**	20,858,428	23,053,922
Repurchase of shares*	**-**	(254,920)	(2,195,494)
Issued and paid-in share capital as at December 31	**20,603,508**	20,603,508	20,858,428
Authorized share capital	**100,000,000**	100,000,000	100,000,000

* See also Note 22.E.

The issued and paid-in share capital as at December 31, 2025 includes a repurchase of Company shares of a par value of NIS 5,000,050.

The holders of ordinary shares have the right to receive dividends, as may be declared from time to time, and the right to vote at general meetings of the Company, each share conferring one vote.

Note 22 - Equity (cont'd)

B. Translation reserve from foreign operations

The translation reserve includes all exchange differences resulting from the translation of the financial statements of foreign operations.
The movement in the translation reserve from foreign operations is as follows:

	Year ended December 31		
	2025	2024	2023
	NIS thousands		
Subsidiaries: P.I.H. B.V. and Epic Suisse	(1,150)	(247,927)	429,554
Subsidiary: Locka Holding	24,796	2,077	210
Subsidiary: The Set	132	97	97
Subsidiaries directly held by the Company	526	(845)	3,819
	24,304	(246,598)	433,680

C. Revaluation reserve for fixed assets

The reserve includes the excess of the fair value of real estate included in fixed assets over the carrying amount of such real estate. For information on the accounting policy concerning the revaluation of fixed assets, see Note 3.D.

D. Dividends

On March 29, 2026 the Company's Board of Directors decided to distribute to the Company's shareholders a cash dividend in the amount of NIS 0.73 per share, i.e. a total dividend of NIS 15,041 thousand.
On May 26, 2025 the Company's Board of Directors decided to distribute to the Company's shareholders a cash dividend in the amount of NIS 0.6 per share on account of 2025, i.e. a total dividend of NIS 12,362 thousand. The dividend was paid on June 12, 2025.
On March 26, 2023 the Company's Board of Directors decided to distribute a dividend in the amount of NIS 5 million. The dividend was paid on May 15, 2023,

E. Repurchase of shares

On March 24, 2024 the Company's Board of Directors decided to approve a plan for the repurchase of Company shares in the amount of NIS 40 million. The plan is effective from March 25, 2024 to March 25, 2025.

Within the framework of the aforesaid repurchase plans, in the reporting period the Company repurchased (treasury shares) a par value of NIS 247 thousand in consideration of NIS 32,991 thousand.

Furthermore, in the framework of the repurchase plan from March 26, 2023, as described hereunder, in the reporting year the Company repurchased NIS 8 million par value of shares in consideration of NIS 1,060 thousand.

Note 22 - Equity (cont'd)

E. Repurchase of shares (cont'd)

On March 26, 2023 the Company's Board of Directors approved a plan for the repurchase of Company shares in the amount of NIS 40 million in effect for one year. On April 30, 2023 the Company repurchased Company shares having a par value of NIS 194 thousand in consideration of NIS 27 million. Furthermore, in the fourth quarter of 2023 the Company repurchased Company shares having a par value of NIS 2 thousand in consideration of NIS 0.2 million.

On January 22, 2023 the Company repurchased NIS 2 million par value of Company shares in an off-floor transaction in consideration of NIS 285 million,

Note 23 - Earnings per Share

Basic and diluted earnings per share

The calculation of basic earnings per share as at December 31, 2025 was based on a profit of NIS 1,300, 318 thousand (2024: profit of NIS 299,425 thousand, 2023: loss of NIS 209,127 thousand) attributable to the Company's ordinary shareholders divided by a weighted average number of ordinary shares outstanding of 20,604 thousand shares (2024: 20,751 shares, 2023: 21,050 thousand shares), calculated as follows:

	Year ended December 31		
	2025	**2024**	**2023**
	NIS thousands		
Profit (loss) used to calculate basic and diluted earnings per share	**1,300,318**	299,425	(209,127)
Profit (loss) attributable to ordinary shareholders (basic and diluted)	**1,300,318**	299,425	(209,127)

Weighted average number of ordinary shares

	Year ended December 31		
	2025	**2024**	**2023**
	Thousands of shares of NIS 1 par value		
Balance as at January 1	**20,604**	20,858	23,054
Effect of Company shares held by the Company	**-**	(107)	(2,004)
Weighted average number of ordinary shares used to calculate basic and diluted earnings per share	**20,604**	20,751	21,050

Note 24 - Intangible Assets

Lutetia

On April 20, 2010 the Company, by means of Locka Holding BV, which at that time was held at the rate of 80%, entered into an agreement to acquire 100% of the shares of a company (hereinafter: "the acquiree"), which holds all the rights in the luxury hotel Lutetia in the prestigious quarter of St-Germain in Paris, France, and operates and manages the asset. Goodwill was recognized in the framework of the acquisition that is mainly attributable to the unique location and nature of the property.

For the purpose of impairment testing, the goodwill was fully allocated to Hotel Lutetia in Paris, which represents the lowest level within the Group at which goodwill is monitored for internal management purposes, which is not higher than the operating segments, before the aggregation of segments, reported in Note 5, Operating Segments.

As part of the impairment testing of the cash-generating unit that includes the goodwill, the Company examined the recoverable amount of the Hotel's operations, based on the external valuation performed by Savills. The recoverable amount was based on the fair value and determined by discounting the future cash flows that are expected to be generated by the Hotel. As at December 31, 2025, the recoverable amount is greater than the carrying amount of the unit and therefore no impairment loss was recognized. The fair value measurement is classified at Level 3 of the fair value hierarchy (for a definition of the various hierarchy levels, see Note 2, Basis of Preparation).

Key assumptions used in calculation of recoverable amount:

	2025	2024
Discount rate for the representative period	**6.5%**	**6-6.7%**
Perpetual discount rate	**4.5%**	**4%**

Note 25 - Gain (Loss) on Securities at Fair Value through Profit or Loss and Other Income (Expenses)

	Year ended December 31		
	2025	2024	2023
	NIS thousands		
Other income			
From securities, net	**1,469,318**	381,563	2,773
Other income	**205,322**	1,293	633
Other expenses			
From securities, net	**681**	630	-

Other income in the reporting year includes income in the amount of NIS 201 million from Karta, see also Note 30.B.(3) hereunder.

Note 26 - Hotel Operation Costs and Expenses

	Year ended December 31		
	2025	2024	2023
	NIS thousands		
Cost of services			
Payroll and related expenses	**271,487**	260,050	273,705
Food and beverages	**53,498**	52,285	51,651
Other expenses	**41,303**	43,499	43,074
	366,288	355,834	368,430
Operating expenses			
Payroll and related expenses	**93,079**	87,379	72,929
Energy	**13,812**	28,311	29,007
Property maintenance	**64,947**	48,877	47,378
Taxes and insurance	**22,390**	22,544	25,906
Advertising, marketing and public relations	**13,555**	12,285	11,617
General expenses	**84,651**	55,285	49,969
	292,434	254,681	236,806
	658,722	610,515	605,236
Less hotel closing expenses	**-**	2,980	3,665
Total hotel operation costs	**658,722**	607,535	601,571

Depreciation expenses in respect of the fixed assets of the hotels are carried to the income statement under "hotel depreciation expenses".

Note 27 - General and Administrative Expenses

Composition:

	Year ended December 31		
	2025	2024	2023
	NIS thousands		
Salaries and related expenses	**42,550**	42,189	39,755
Management fees to companies controlled by interested parties	**1,105**	1,072	1,034
Consulting, legal and audit fees	**38,562**	24,433	25,018
Directors' fees	**1,128**	1,106	795
Rent	**419**	535	514
Impairment loss on trade receivables	**1,293**	1,069	329
Advertising and public relations	**1,637**	1,123	609
Donations	**20,771**	20,771	20,517
Other	**17,757**	24,760	24,595
	125,222	117,058	113,166

Note 28 - Financing Income and Expenses

A. Recognized in profit or loss:

	Year ended December 31

	2025	2024	2023
		NIS thousands	
Income			
From bank deposits	**303**	224	232
Derivative financial instruments	**74,198**	141,820	22,816
From others	**57,816**	30,887	24,820
	132,317	172,931	47,868
Expenses			
From long-term bank loans (1)	**280,648**	452,209	200,630
From debentures (2)	**82,783**	67,700	48,151
From short-term borrowings from banks and others	**567**	440	30
From revaluation of deposits	**161**	224	197
Derivative financial instruments	**51,447**	52,677	137,288
To others	**17,353**	5,290	6,050
	432,959	578,540	392,346
Financing expenses, net	**300,642**	405,609	344,478
(1) Including amortization of deferred expenses	**1,479**	3,008	2,817
(2) Including amortization of deferred expenses and discount/(premium)	**1,861**	2,391	(2,373)

B. Recognized directly in comprehensive income

Income (expenses) in respect of currency translation differences of foreign operation	**24,304**	(246,598)	433,680
Attributable to:			
Owners of the Company	**28,138**	(141,870)	251,992
Non-controlling interests	**(3,834)**	(104,728)	181,688
	24,304	(246,598)	433,680

Note 29 - Taxes on Income

A. Composition of income tax expense included in the income statement:

	Year ended December 31		
	2025	2024	2023
		NIS thousands	
Current tax expense			
For the current period	**35,789**	22,677	21,634
For prior years	**14,298**	-	4,147
	50,087	22,677	25,781
Deferred tax expense (income)			
Creation and reversal of temporary differences	**410,002**	94,467	(18,687)
Change in tax rates	**4,220**	(235)	134
	414,222	94,232	(18,553)
Income tax expense	**464,309**	116,909	7,228

B. Reconciliation between the theoretical tax on the pre-tax profit and the tax expense as included in the income statement:

	Year ended December 31		
	2025	2024	2023
		NIS thousands	
Profit (loss) before taxes on income	**1,879,362**	502,509	(215,803)
Primary statutory tax rate	**23.0%**	23.0%	23.0%
Theoretical tax calculated according to the Company's primary tax rate	**432,253**	115,577	(49,635)
Additional tax (tax saving) in respect of:			
Different tax rate of foreign subsidiaries, including adjustments for foreign exchange differences	**(25,879)**	(18,462)	(6,963)
Change in deferred taxes as a result of the changes in the purchasing power	**(4,698)**	(1,058)	(1,102)
Non-deductible expenses	**45,781**	47,516	70,789
Tax exempt income and preferred income	**(41)**	(5)	2
Change in losses carried forward for which deferred taxes were not recognized	**10,389**	(23,333)	(5,298)
Taxes in respect of previous years	**14,333**	(3)	4,147
Deferred taxes in respect of previous years	**(13,269)**	(696)	(1,162)
Changes in the tax rates	**4,220**	(235)	134
Other	**1,220**	(2,392)	(3,684)
	464,309	116,909	7,228

Note 29 - Taxes on Income (cont'd)

C. Details regarding the tax environment of the Group

(1) Corporate tax rate

The tax rate relevant to the Company in the years 2023-2025: 23%

(2) Benefits under the Law for the Encouragement of Industry (Taxes)

The subsidiaries, Alrov Mamilla 2006 Ltd. and Alrov Luxury Hotels (1993) Ltd. qualify as "Industrial Companies" as defined in the Law for the Encouragement of Industry (Taxes) – 1969 and accordingly, since 2009, they are entitled to submit consolidated tax returns as companies in the same line of business.

(3) Law for the Encouragement of Capital Investments

On December 30, 2010, the Company announced its selection of 2009 as the election year of the beneficiary enterprise under the Law for the Encouragement of Capital Investments – 1959 (hereinafter: "the Encouragement Law"). The Encouragement Law grants tax benefits based on the development area in which the hotel is located. As at the date of announcement of the election year, Development Area A, as defined in the Encouragement of Capital investments Order (Determination of Special Areas for Tourism Enterprises) – 2007, includes hotels in the region of Jerusalem and confers tax exemption for a period of 10 years on income from the beneficiary enterprise.

(4) Description of the effects of the tax laws that apply to foreign related companies

Group companies operating overseas are subject to the tax laws in their countries of residence and operation. The tax rates applicable to its foreign subsidiaries are as follows: France – 25%-25.825%; Netherlands – 25.8%; Switzerland – 16% on average, England – 25%.

In 2023 the tax rate in England was raised from 19% at the beginning of the year to 25% at the end of the year.

Note 29 - Taxes on Income (cont'd)

D. Deferred tax assets and liabilities

(1) Recognized deferred tax assets and liabilities

Deferred taxes in respect of companies in Israel are calculated according to the tax rate anticipated to be in effect on the date of reversal as stated above.
Deferred taxes in respect of subsidiaries operating outside Israel were calculated according to the tax rates applicable in each country.

Deferred tax assets and liabilities are attributable to the following items:

	Fixed assets and investment property	Employee benefits	Carry-forward tax deductions and losses	Other	Total
			NIS thousands		
Balance of deferred tax asset (liability) as at January 1, 2024	(1,678,939)	3,557	84,953	30,471	(1,559,958)
Changes recognized in profit or loss	(53,857)	230	26,058	(66,898)	(94,467)
Deferred taxes in respect of remeasurement of defined benefit plan carried to other comprehensive income	-	30	5,740	-	5,770
Currency translation differences in respect of foreign deferred taxes	26,031	-	16,308	-	42,339
Effect of change in the tax rate	235	-	-	-	235
Deferred taxes in respect of revaluation of fixed assets carried to other comprehensive income	(51,340)	-	-	-	(51,340)
Balance of deferred tax asset (liability) as at December 31, 2024	**(1,757,870)**	**3,817**	**133,059**	**(36,427)**	**(1,657,421)**
Changes recognized in profit or loss	**(84,178)**	**369**	**(3,873)**	**(322,320)**	**(410,002)**
Deferred taxes in respect of remeasurement of defined benefit plan carried to other comprehensive income	**-**	**(97)**	**(233)**	**-**	**(330)**
Effect of change in the tax rate	**(4,220)**	**-**	**-**	**-**	**(4,220)**
Deferred taxes in respect of revaluation of fixed assets carried to other comprehensive income	**(63,048)**	**-**	**-**	**-**	**(63,048)**
Currency translation differences in respect of foreign deferred taxes	**38,581**	**-**	**(31,240)**	**-**	**7,341**
Balance of deferred tax asset (liability) as at December 31, 2025	**(1,870,735)**	**4,089**	**97,713**	**(358,747)**	**(2,127,680)**

Note 29 - Taxes on Income (cont'd)

D. Deferred tax assets and liabilities (cont'd)

(2) Unrecognized deferred tax liabilities

Deferred tax assets were not recognized in respect of the following items:

	December 31	
	2025	2024
	NIS thousands	
Losses for tax purposes	20,793	46,237
	20,793	46,237

The Company creates deferred taxes according to the various restrictions that apply to the utilization of tax losses and the deductible temporary differences.

(3) Carry-forward tax losses and deductions

The Company and subsidiaries have carry-forward losses that as at December 31, 2025 amount to NIS 1,470 million (2024: NIS 1,579 million).

The balance of the losses for which deferred taxes were not created is NIS 88 million (2024: NIS 190 million).

E. Tax assessments

The Company has received final assessments through tax year 2020.

Other subsidiaries in Israel have received assessments that are considered to be final through tax year 2020 other than one subsidiary with final assessments until and including tax year 2021 and another subsidiary with final assessments until 2023 inclusive.

Note 29 - Taxes on Income (cont'd)

F. Taxes on income in respect of components of other comprehensive incomes

	2025		
	Before tax	Tax benefit (expense)	Net of tax
Revaluation reserve for fixed-asset items	**272,191**	**(63,048)**	**209,143**
Remeasurement of defined benefit plan	**574**	**(97)**	**477**
Total taxes in respect of components of other comprehensive income	**272,765**	**(63,145)**	**209,620**

	2024		
	Before tax	Tax benefit (expense)	Net of tax
Revaluation reserve for fixed-asset items	194,449	(51,340)	143,109
Remeasurement of defined benefit plan	(483)	30	(453)
Total taxes in respect of components of other comprehensive income	193,966	(51,310)	142,656

	2023		
	Before tax	Tax benefit (expense)	Net of tax
Revaluation reserve for fixed-asset items	(51,461)	4,931	(46,530)
Remeasurement of defined benefit plan	(495)	24	(471)
Total taxes in respect of components of other comprehensive income	(51,956)	4,955	(47,001)

Note 30 - Contingent Liabilities, Commitments and Pledges

A. Contingent liabilities

(1) As at the date of the statement of financial position, bank guarantees were provided as follows:

To secure a payment in connection with arbitration – NIS 2,996 thousand.
To institutions (mainly the Ministry of Tourism) – NIS 1,065 thousand.
To secure a property sale agreement - NIS 200 thousand.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

A. Contingent liabilities (cont'd)

(2) Guarantees

a. The Company has provided a guarantee in an unlimited amount to secure the liabilities of several subsidiaries to banks and guarantees limited in amount for other subsidiaries.
b. The Company has provided guarantees for the fulfillment of obligations of subsidiaries in connection with agreements signed under a real estate transaction, as described in section B.(3) below.
c. The Company has provided a guarantee to fulfill the debts and obligations of a subsidiary pursuant to a lease contract, under which a hotel property was acquired in London. See Note 13.D. This guarantee is limited to £1 million per year, linked to the Consumer Price Index, and a total of up to £5 million for a period of 25 years from the lease period (commenced in 2014).

B. Commitments

(1) As at the date of the statement of financial position, the Company and the subsidiaries have existing construction obligations in the amount of NIS 60 million.

(2) See Note 13.D regarding the Company's commitment in connection with construction of a hotel in London.

(3) **Arbitration proceeding against Karta**

On March 29, 2019 the Special Administrator approved most of the debt claim in the amount of NIS 153 million (including linkage differences and interest at an annual rate of 3%) that Alrov Mamilla Commercial District (1993) Ltd. (hereinafter: "Alrov Commercial District"), which presently holds the Manilla commercial district in Jerusalem, had submitted in the framework of the liquidation proceedings of Karta Central Jerusalem Development Company Ltd. (hereinafter: "Karta"). After an offset of debts as decided by the Special Administrator, a net amount of NIS 119 million was approved for the Company.

The Company, the State of Israel and the Jerusalem Municipality filed appeals with the Jerusalem District Court on the decisions of the Special Administrator while each of the aforesaid three parties is appealing separately both the decisions in its case and the decisions with respect to the other parties.

Between the years 2015-2024 the Court approved interim distributions from the liquidation fund to the three creditors (the Company, the State of Israel and the Jerusalem Municipality), subject to the signing of indemnification deeds in favor of the Official Receiver ("the OR") and the Special Administrator. In the indemnification deeds each one of the creditors undertook to return the distribution amounts upon demand, without any explanation being needed.

In view of the indemnification deeds and in conformity with generally accepted accounting principles the Company did not recognize income in respect of the amounts received. As at December 31, 2024 amounts totaling NIS 134 million have been received and are included in payables.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

B. Commitments (cont'd)

(3) Arbitration proceeding against Karta (cont'd)

On March 30, 2025 the Jerusalem District Court approved a provisional creditors' arrangement for Karta, following which the Company recognized income in the amount of NIS 134 million (before tax) in the first quarter of 2025. On July 17, 2025 the arrangement was approved as final and binding, and after the final settlement of accounts, income in respect of Karta in the amount of NIS 201 million (before tax) was recorded in the reporting period within "other income".

(4) The Company offers indemnification for directors and officers in the Company, on an individual basis, for the duration of their office in the Company, this being subject to the restrictions and amounts that are set out in the Articles of Association of the Company.

(5) Mr. Alfred Akirov ("Mr. Akirov"), the controlling shareholder in the Company, is the founder of the Company ("the Group") and serves as active Chairman of its Board of Directors since its inception.

A management agreement exists between the Company and a company controlled by him ("**the Management Company**") by which, inter alia, the Management Company will provide management services, by means of Mr. Akirov, who currently serves and will continue to serve as active Chairman in the Company. In addition to remuneration, the Company bears and pays to Mr. Akirov or to the Management Company all the expenses of Mr. Akirov in respect of his service in the Company or on its behalf including the making available of an appropriate vehicle, vehicle maintenance, telephones, hospitality coverage, travel expenses, including the grossing up of notional income for income tax purposes where applicable.

On January 6, 2021, the general meeting of the Company's shareholders decided to approve the management arrangements between the Company and Mr. Akirov (including by means of a company acting on his behalf), at the same terms as the previous management arrangement, for a period of three years effective from the end of the previous management arrangement, i.e. from December 31, 2020, while in accordance with section 3.10.2 of the transaction report on the convening of a meeting from November 11, 2020 on the meeting that was held on January 6, 2021, and the general instructions and clarifications section of the Company's compensation policy, it was decided to approve that as regards the portion attributable to the Company (70% of the cost of his salary), as from 2021 the Chairman of the Board would be engaged through a personal employment contract (instead of the management agreement) and the Company would not bear any additional cost (which is negligible due to its insignificance), in respect of the compensation according to the said employment agreement.

On October 10, 2023 the special annual general meeting of the Company's shareholders approved extending the arrangement for three years, effective from the end of the previous arrangement (i.e. from January 1, 2024), while in accordance with the terms of engagement indicated in the Company's transaction report from August 21, 2023, Mr. Alfred Akirov is entitled to management fees, linked to the Consumer Price Index, in the amount of NIS 3,132 thousand as regards the portion attributable to the Company (70% of the cost of his salary) which as aforesaid is paid to him as a

monthly salary pursuant to the aforementioned personal employment contract plus reimbursement of expenses, a car, indemnification and insurance.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

B. Commitments (cont'd)

(5) (cont'd)

The Company's Audit Committee and Board of Directors decided that Locka would be responsible for 30% of the cost of the management fee charged by the company controlled by Mr. Akirov.

In 2025 Mr. Alfred Akirov received a total of NIS 3,880 thousand from salary and management fees as aforesaid.

On December 21, 2023 and December 26, 2023 the Company's Audit and Compensation Committee and Board of Directors (respectively) approved applying the existing corporate opportunity waiver between the Company and Mr. Alfred Akirov as regards the hotel operation activity (in Israel and overseas) and approving it as a qualifying transaction in accordance with Regulation 1(2) of the Relief Regulations, which does not require the approval of the Company's general meeting, further to a notice the Company received from the controlling shareholder, Mr. Alfred Akirov, by which subject to receiving the approval of the Company's competent bodies, he agrees to applying the existing corporate opportunity waiver also to the hotel operation activity (in Israel and overseas), so that Mr. Akirov and/or companies under this control (for as long as he is a controlling shareholder in the Company) will not be involved in the development of any kind of hotels and/or their construction and/or their management, other than through the Company.

(6) As regards the collaboration in P.I.H. Property Investment Holdings B.V. (hereinafter: "PIH"), on December 28, 2008, a shareholders' agreement (hereinafter: "the Shareholders' Agreement") was signed between the Company and EPIC Luxembourg SA, a company that is (indirectly) wholly owned by a British citizen who is not affiliated to the controlling shareholder (hereinafter: "the Partner in PIH"), for cooperation in the acquisition, rent, trade and related transactions in income-generating real estate properties outside Israel, primarily in Europe, including Eastern Europe, this through PIH. The Shareholders' Agreement prescribes, inter alia, provisions concerning the founders' loans to PIH, the prohibition of pledging of shares and restrictions on their transferability, the composition of shareholders and signatory rights, management practices in PIH and non-compete arrangements.

- The Partner in PIH will no longer be required to provide any owners' loans or capital in favor of PIH and its operations. Any owners' loans or capital that are required for the business operations of PIH will be provided by the Company, in accordance with the terms that are set out in the Agreement, including as regarding the repayment of such loans. The liability of the Company to provide owners' loans as above will be limited in amount, and the Company may, at its sole discretion, raise the limit of the owners' loan. To the extent that the limit is raised by the Company as above, the Company would be obligated to provide to PIH higher amounts of owners' loans or capital, in accordance with a resolution of the Board of Directors of PIH. The Company alone shall be entitled to receive from PIH a tier of distribution of profits, in the amount of € 7.9 million, which will be increased from time to time based on the linkage mechanism that is set out in the Agreement. In the reporting year the Company received as a dividend the tier of distribution of profits as aforesaid.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

B. Commitments (cont'd)

(6) (cont'd)

- The Partner in PIH will be responsible for the current management of PIH and its subsidiaries, subject to the supervision and directives of the Board of Directors of PIH and the subsidiaries, and will dedicate the majority of his time and efforts to this purpose. Within this framework, the Partner in PIH will also oversee the efforts to locate properties for acquisition (in all related aspects, including feasibility testing of the acquisition, handling of business negotiations, management strategy and adaptation of acquired properties to their designated business purpose) and the actions necessary for obtaining outside finance for the acquisition or adaptation of the properties. For his services, the Partner in PIH shall be entitled to an annual consideration as provided for in the Agreement, with the addition of reimbursement of expenses.

- If control in the Company changes as a result of an action by Mr. Alfred Akirov or the Company, the Partner in PIH shall be entitled at his discretion and absolute authority to decide to sell to the Company and to obligate the Company to purchase from him, in their entirety, all of the shares of PIH that he holds at such time, clear and free, and subject to the provisions that are set out in the Agreement. Furthermore, in the event of a change in control other than as a result of an action by Mr. Alfred Akirov or the Company, as above, additional provisions shall apply to the decision-making mechanism in PIH including, inter alia, expansion of the areas for which a unanimous vote is required. The aforesaid will not apply if PIH becomes a public company and offers its shares to the public.

In 2016, as part of the aforesaid collaboration a new Swiss-resident company was established, SwissPic Holdings AG, which later changed its name to Epic Suisse AG. Before the issuance the Company and Epic Luxembourg held 77.8% and 22.2%, respectively, in the share capital of Epic Suisse. On May 25, 2022 Epic Suisse issued its share capital for the first time on a stock exchange in Switzerland (Six Swiss Exchange). On December 4, 2025 Epic Suisse carried out an additional issuance of shares. For further details see Note 11.C above.

(7) On May 24, 2023 Mr. Shmuel Ben Moshe, Director of Real Estate Operations in Israel, was appointed as the Company's CEO. The salary cost of Mr. Ben Moshe in 2025 amounted to NIS 2,275 thousand.

(8) On December 29, 2011, the general meeting of the Company's shareholders decided, inter alia (after obtaining the approvals of the Audit Committee and the Board of Directors of the Company), to employ Mrs. Chava Akirov (wife of Mrs. Alfred Akirov) as Positioning and Standards Trustee of the Group's hotels, at a Deputy CEO level, with a CPI-linked monthly salary of NIS 30 thousand, with the addition of an amount equal to the notional grossing-up of the value of the benefit of a former Level 6 executive vehicle (now NIS 9 thousand). Additionally, a company on behalf of Mrs. Akirov shall be entitled to a monthly, CPI-linked amount of NIS 12 thousand in respect of a vehicle (and related expenses) that will be used by Mrs. Akirov at her sole expense. The terms of engagement, as above, were determined, inter alia, on the basis

of an examination by an external expert of customary earning levels against the compensation offered to Mrs. Akirov.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

B. Commitments (cont'd)

(8) (cont'd)

On January 2, 2018, the general meeting of the Company's shareholders approved an extension of the employment arrangement for Mrs. Chava Akirov, in accordance with the terms of the current engagement, for a 3-year period ending December 31, 2020.

On January 6, 2021 the general meeting of the Company's shareholders approved an extension in the Company's arrangement with Mrs. Chava Akirov (the wife of Mr. Akirov) as Positioning and Standards Trustee of the Group's hotels, at a Deputy CEO level, for a period of three years beginning from the end of the previous arrangement, meaning as from January 1, 2021, at the same terms.

On October 10, 2023, the special annual general meeting of the Company's shareholders approved an extension of the arrangement for three years, beginning from the end of the previous arrangement (i.e. from January 1, 2024).

(9) Mr. Georgi Akirov ("Mr. Akirov"), the son of the controlling shareholder in the Company, has been serving since 2007 as the Director of Hotel Operations of the Company in Israel and overseas. On July 1, 2021, a general meeting of the Company's shareholders approved the employment agreement and remuneration arrangements with Mr. Georgi Akirov until the end of 3 years from the approval date by the general meeting.

On April 4, 2022 the general meeting of the Company's shareholders approved the employment agreement and an update to remuneration arrangements with Mr. Georgi Akirov (including by means of a company on his behalf), as the Director of Hotel Operations of the Company in Israel and overseas as from the date of approval by the general meeting (i.e. as from April 4, 2022) for a period of three years from the date of approval of the general meeting as aforesaid.

In accordance with the remuneration arrangements that were approved by the general meeting, on April 4, 2022 the remuneration and employment terms of Mr. Georgi Akirov were updated, including his entitlement (by means of a company on his behalf) to a fixed component payable as monthly management fees in the amount of NIS 192 thousand (plus VAT if applicable), linked to the CPI of November 2021.

It is clarified that during the period, the format of the arrangement with Mr. Georgi Akirov was changed to compensation in the framework of employee-employer relations so that this amount is paid to him as a monthly salary pursuant to a personal employment agreement between him and the foreign subsidiary of the Company plus reimbursement of expenses, a company car [**] and reimbursement of car expenses including a full gross up (annual benefit value of up to NIS 130 thousand [*] linked to the Consumer Price Index), indemnification and insurance.

On August 27, 2025, the Company's General Meeting approved, following the approvals of the Audit and Compensation Committee dated July 20, 2025, the engagement of Mr. Georgi Akirov as Head of the Company's hotel operations in Israel and abroad, effective as of April 3, 2025, for a period of three years.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

B. Commitments (cont'd)

(9) (cont'd)

The principles of the new arrangement are as follows: a 20% reduction in the fixed component of Mr. Georgi Akirov's salary. Conversely, Mr. Georgi Akirov shall be entitled to an annual bonus in an amount equal to the aforesaid reduction, subject to the achievement of operating profit targets in the hotel segment (as reported in the Company's Board of Directors' report for the relevant year). The operating profit targets are as follows: for 2025 – operating profit of NIS 143.75 million; for 2026 and until the end of five years (subject to receiving the required approvals) – annual operating profit of NIS 154.1 million. All other previous compensation terms shall remain unchanged.
The total compensation cost of Mr. Georgi Akirov for the year 2025 amounted to NIS 2,410 thousand.

[*] The aforesaid amount represents a full gross up of the tax at the economic value of the leased vehicle used by him which is adjusted according to the updates of the tax authorities.
[**] According to the general meeting's decision on December 2, 2019, his present benefits that include a car, permit the Company to provide Mr. Georgi Akirov an actual car (including as aforesaid a leased car for his use) or its value by paying Mr. Georgi Akirov the car value and a full gross up of the tax at the economic value and/or a reimbursement of the expense.

(10) In accordance with the founders' agreement of Locka, the parties will be allotted ordinary shares at the following rates: the Company – 80%; Mr. Georgi Akirov – 15%; the third party – 5%. On March 25, 2021 a special majority of the Company's general meeting of shareholders approved, inter alia, the arrangement that is the subject matter of the Locka transaction between Mr. Georgi Akirov and the Company ("the Arrangement") by which, inter alia, the 15% shares of Mr. Georgi Akirov in Locka will not confer any rights and/or duties in Locka and/or pursuant to the Locka transaction (this along with other restrictions and instructions regarding the shares of Mr. Georgi Akirov in Locka as aforesaid) and these will return conferring to Mr. Georgi Akirov all the rights and duties attached to them only upon the occurrence of one of the following events: (a) In the event that within 12 months from March 25, 2021 ("the entitling period") Mr. Georgi Akirov requests to avoid the dilution included in the Arrangement he is permitted (including by means of selling all or part of his shares in Locka to a third party, who will provide the financing) to actually and directly (and without the Company being a party or responsible for this) provide financing to Locka in an amount pro-rata to his interest (15%), that matches the financing that was provided (and/or will be provided in that period) by the Company to Locka (guarantees, financing, shareholders' loans, etc.) ("the entitlement"). (b) In the event that all the approvals required pursuant to the Companies Law are received, including the approval of the Company's general meeting of shareholders according to chapter five of part six of the Companies Law and all subject to the conditions determined by the general meeting, if any, and according to the sole discretion of the general meeting.

On March 27, 2022 Mr. Georgi Akirov notified the Company that he did not exercise the "entitlement" (per the definition of this term above) that is the subject matter of the

Arrangement before the end of the "entitling period" (per the definition of this term above) that was March 25, 2022.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

B. Commitments (cont'd)

(10) (cont'd)

Therefore, as from that date (meaning after the end of the entitling period), the shares of Mr. Georgi Akirov in Locka no longer confer any rights and/or duties in Locka and/or pursuant to the Locka transaction, and as from that date the holdings of Mr. Georgi Akirov in Locka are attributed to the Company in addition to the Company's shares in Locka.

On March 27, 2022 Mr. Georgi Akirov notified the Company that in view of him not exercising the "entitlement" with respect to the Locka shares as described above, for reasons of appearance and for the sake of order, he agrees to apply to his shares in the hotel management company The Set Hotel Management Company Limited (hereinafter: "The Set") the Arrangement that applied to his shares in Locka such that, subject to receiving all the approvals required in the Company, the provisions described above in paragraph 10 shall apply to his shares in The Set, with any necessary changes, other than the "entitling period" per its definition above in this paragraph 10.

During the reporting year, the Company entered into an agreement with the third party, pursuant to which, in light of the fact that the Company alone continues to bear the financing of Locka, a portion of the shareholders' loans provided by the Company to Locka was converted into share capital. As a result of such conversion, the Company's holding in Locka increased to 84% (in addition to the attribution to the Company of the shareholding of Mr. Georgi Akirov in Locka, as described above), while the holding of the third party was diluted to 4%.

(11) On April 5, 2020 Mr. Alfred Akirov, Georgi Akirov and Sharon Akirov (in this paragraph: "the applicants") received from the Commissioner of the Capital Market, Insurance and Savings ("the Commissioner" and "the Capital Market Authority") a permit to hold means of control in Clal Insurance of up to 10% including by means of the Company. As from October 26, 2020, the Company became an interested party in Clal Insurance because of its holdings.

As from July 1, 2021 the applicants hold a permit from the Capital Market Authority to hold means of control of up to 15%.

On April 16, 2023 the Company submitted to Bank of Israel a request to receive a permit to hold means of control in a clearer from the Bank of Israel Governor ("**the request for a clearing license**").

On June 18, 2025 (and further to the notice of the Commissioner that was received by the Company on May 27, 2025), the Company announced that it has withdrawn the request to receive a control permit in Clal Insurance that was submitted on February 24, 2023.

On November 6, 2025, the general meeting of Clal Insurance appointed Messrs. Aharon Fogel and David Granot, candidates recommended by the Company, as directors in Clal Insurance.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

B. Commitments (cont'd)

(12) On December 7, 2024 agreements were signed between Mandarin Oriental Hotel Group Limited and other companies in its group (jointly and severally: "**Mandarin Oriental**") and between foreign second tier subsidiaries of the Company: **(a)** Conservatorium Properties B.V and Conservatorium Hotel B.V ("**Conservatorium Hotel company**") in relation to a management transaction by which Mandarin Oriental will provide management and operation services to the Conservatorium Hotel in Amsterdam ("**Conservatorium**" and "**Conservatorium management transaction**", respectively); and with **(b)** L Hotel SNC ("**Lutetia Hotel company**") in relation to an option to engage in a management agreement by which Mandarin Oriental will provide management and operation services to the Lutetia Hotel in Paris ("**Lutetia**" and "**Lutetia management transaction**", respectively). The Conservatorium management transaction and Lutetia management transaction are together hereinafter called "**the management transactions**" and the Conservatorium Hotel company and Lutetia Hotel company are together hereinafter called "**the hotel companies**".

The highlights of the management transactions in accordance with and as set forth in the management transaction agreements: **(a)** Mandarin Oriental will provide management and operation services to Conservatorium and Lutetia. **(b)** The management transactions will be in effect for 30 years beginning from January 1, 2025 and subject to: (1) As regards Conservatorium – fulfilling a precondition of consulting with the Conservatorium workers committee all according to the procedure in the relevant local law as set forth in the Conservatorium management transaction; and (2) As regards Lutetia – an option agreement in the Lutetia management transaction coming into effect after completing the procedure of consulting with the Lutetia workers committee according to the procedure in the relevant local law. **(c)** Mandarin Oriental will be entitled to basic annual service fees[1] **[*]**: (1) In the first year – 2% of "gross revenues" (as defined in the relevant management transaction agreements); (2) In the second year – 2.5% of "gross revenues"; and (3) In the third year and thereafter – 3% of "gross revenues"; and Mandarin Oriental will also be entitled to incentive payments of 10% each year from the "adjusted gross operating profits" (as defined in the relevant management transaction agreements). **(d)** Mandarin Oriental will be entitled to additional annual consideration for selling and marketing activities and advertising expenses at the rate of 2.5% of "gross revenues". **(e)** Additional conditions are prescribed in the management transaction agreements that include compliance with operating targets as well as conditions and certain protections for the hotel companies as regards each of the Conservatorium and Lutetia hotels. **(f)** Mandarin Oriental will provide consulting services for planning the upgrade of Conservatorium while the actual planning and upgrade will be done by the Conservatorium hotel. **(g)** Each one of the parties may terminate and/or revoke the agreement under certain circumstances. And **(h)** Certain non-competition/exclusivity provisions regarding Mandarin Oriental were prescribed subject to and accordance with that set forth in the management transaction agreements.

[*] It is clarified that the consideration to Mandarin Oriental does not include reimbursement of expenses and funds provided by the hotel companies for operating the hotels.

[1] Including in respect of royalties for using the Mandarin Oriental tradename.

As from April 2025 Mandarin Oriental began providing management and operation services to the Conservatorium and Lutetia hotels. The period of the management transactions is counted from that date.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

C. Claims

(1) In the ordinary course of business, legal claims have been filed, or various legal proceedings are pending against the Company (hereinafter in this section: "Legal Claims").

As at December 31, 2025, the amounts of claims made under Legal Claims that had been filed against the Group in various regards aggregate approximately NIS 3 million. Based on the opinion of the Company's legal counsel, the Company included in its financial statements an adequate provision in respect of the aforesaid proceedings.

(2) On March 7, 2021 a motion to certify a derivative claim was filed with the economic department of the Tel Aviv-Jaffa District Court. The subject of the derivative motion (which is denied) is, inter alia, that the acquisitions of shares of Clal Insurance by Alrov are transactions that require approvals according to chapter five of part 6 of the Companies Law due to the existence of a personal interest, and that since the necessary approvals were not obtained the transaction is an illegal transaction that caused the Company damages. In addition, in the derivative motion it is requested to issue to the Company an order to dispose of its shares in Clal Insurance, to compel the respondents to compensate the Company and that the Company's chairman of the Board return the compensation he had received for his service in the years 2019-2021.

On March 2, 2025 the District Court (Economic Department) decided, similar to the Company's position, to completely and fully dismiss the motion to certify a derivative claim that had been filed.

D. Pledges

(1) To secure the liabilities of the Company and its subsidiaries to banks and for debentures (Series F), the following were provided:

a. Fixed charges, unlimited in amount, on all the real estate properties of the Company and its subsidiaries, a lien on the rental and other income that is expected to be received thereon, a pledge on a securities deposit and a pledge on monies and/or goodwill, rights that will be due to the Company and subsidiaries under contracts signed by the companies, as well as fixed charges on fixed assets, goodwill, share capital and the insurance rights in respect of the property and floating charges on the properties of subsidiaries.
Additionally, a fixed charge was placed on the shares of foreign subsidiaries that are held through subsidiaries, including on their attached rights, with the exception of some foreign subsidiaries that are directly held by the Company. Some of the pledges are limited to an amount of shares and some are unlimited in amount.

b. A subsidiary has undertaken not to place general floating charges on its assets and properties without obtaining the consent of a bank thereto, and subsidiaries have made an undertaking to banks not to change their ownership structure.
Total liabilities secured by pledges on the assets of the Company and subsidiaries as at December 31, 2025 amount to NIS 7,020,592.

Note 30 - Contingent Liabilities, Commitments and Pledges (cont'd)

D. Pledges (cont'd)

(2) Subsidiaries have received an investment grant from the State of Israel under the Law for the Encouragement of Capital Investments - 1959. If the subsidiaries fail to meet the terms attached to the receipt of the grant, they will be required to refund the amounts of the grant, in whole or in part, with the addition of interest from its day of receipt.

A subsidiary has placed floating charges on all of its assets in favor of the State of Israel to secure its compliance with the terms attached to the receipt of the investment grant. Another subsidiary has placed floating charges in favor of the State of Israel to secure its compliance with the terms attached to the receipt of the investment grant, this on all of the assets to be used by the hotel that is to be constructed at the Commercial District, and on all of the assets deriving therefrom.

Note 31 - Financial Risk Management

A. General

The Group has exposure to the following risks as a result of the use of financial instruments:
• Credit risk
• Liquidity risk
• Market risk (including currency/linkage risk, interest risk and share prices risk)
This note presents information about the Group's exposure to each of the above risks, and the Group's objectives, policies and processes for measuring and managing risk. Additional quantitative disclosure is presented throughout these consolidated financial statements.

Financial risk management in the Company is performed under the supervision of Mr. Alfred Akirov, who serves as Chairman of the Board of Directors and is the controlling shareholder in the Company. Management of the Company regularly monitors developments in the relevant markets and receives weekly reports on the status of the exposure to the various risks. Once a quarter, the Company’s Board of Directors reports on market risks and on the developments in this field.

B. Credit risk

Trade receivables
Investment property is characterized by a variety of tenants, in various sectors. In Israel, the Group customarily enters into medium-term rent agreements with its customers, for periods of several years.

The rental in Switzerland, France and Israel are mostly linked to the consumer price index (in the respective country) and are collected in advance for a period of 1-3 months, all in accordance with the rent agreements between the parties. Additionally, tenants are charged maintenance fees in respect of the rental property.
The collaterals that are received by the Company from tenants in Israel are mostly bank guarantees in an amount equal to three-months’ rent, management fees and VAT, and occasionally promissory notes.

Note 31 - Financial Risk Management (cont'd)

B. Credit risk (cont'd)

As at the date of the report, the Group is not dependent on a single customer or on a limited number of customers in this segment, the loss of which could materially affect the segment, and the Group does not have a customer that accounts for more than 10% of total income as per its consolidated financial statements.

In the lodging segment, customers share similar characteristics, consisting primarily of tourists and foreign business people. To the date of the report, the Group is not dependent on a single customer or on a limited number of customers in this segment, the loss of which could materially affect the segment.

C. Liquidity risk

As at December 31, 2025, the consolidated financial statements of the Company show positive working capital in the amount of NIS 805 million (December 31, 2024 – negative working capital of NIS 503 million) and continuous positive cash flows from operating activities.
The Company's working capital has been negative in recent years (except in the second quarter of 2023 and in the second quarter of 2022), this as a result of the Company's decision to favor financing with short-term credit, this in view of the relatively low rates of interest on short-term credit in recent years as compared to that on the long-term credit, and taking into account anticipated receipts from the sale of properties. These reasons led the Company in the past to decide on the continuation of financing with short-term credit when obtaining credit from Israeli banks. The Company recently began financing part of its short-term loans with long-term credit. As at December 31, 2025 the Company's working capital is positive. The Company regularly reviews this policy.

In the Swiss subsidiary Epic Suisse AG (hereinafter: "Epic") there was an increase in current maturities of long-term loans, so that the balance of current maturities as at December 31, 2025 in Epic is CHF 59 million (NIS 239 million). Epic does not expect any problem in renewing the current maturities of long-term loans.

As at December 31, 2025, the Café Royal Hotel (and its adjacent stores) is not pledged and can be financed. As at December 31, 2025 the value of this asset is GBP 305.2 million (NIS 1,310 million). Furthermore, as at December 31, 2025 the Group has balances of securities having a market value of NIS 1,631 million that do not serve as collateral.

Guarantees
It is the policy of the Company to provide guarantees to wholly owned subsidiaries. For information on financial guarantees, see Note 30.A(2), Contingent Liabilities.

D. Market risks

As part of their activities, the Company and its subsidiaries are exposed to market risks, the principal of which are:

(1) Currency exposure as a result of loans and inflow of income in foreign currency, including transactions in derivative financial instruments that are denominated in foreign currency.

Note 31 - Financial Risk Management (cont'd)

D. Market risks (cont'd)

(1) (cont'd)
The Group has a current inflow of cash in U.S. dollars from its operations in Israel, deriving mainly from the David Citadel and Mamilla Hotels, while most of the expenses of the Company in Israel are incurred in NIS. From time to time the Company enters into dollar-NIS forward and swap transactions, based on its assessments regarding changes in the exchange rate of the dollar. Management of the Company regularly monitors developments in the relevant markets. The Company's Board of Directors has not determined quantitative restrictions for transactions in derivative financial instruments, insofar as the transactions are covered by a future anticipated inflow including from the Company's hotels. The Board of Directors reports once a quarter on developments in this area.

(2) Exposure to changes in interest rates on loans in NIS and in foreign currency:
The Company has fixed-interest loans in NIS and in foreign currency, such that changes in the market interest rates create exposure in relation to the fair value of the Company's liabilities.
The Company has unlinked, variable-interest, loans in NIS and in foreign currency, such that changes in variable market interest rates affect the financing expenses included in the financial statements.

(3) Exposure to changes in the rate of increase in the Israeli CPI:
The Group is exposed to changes in the Consumer Price Index, due to its effect on the Group's CPI-linked liabilities. Conversely, the Company is exposed to changes in the Consumer Price Index in agreements with CPI-linked rental.

Note 32 - Financial Instruments

A. Credit risk

(1) Exposure to credit risk

The carrying amount of the financial assets represents the maximum credit exposure. The maximum exposure to credit risk as at balance sheet date was as follows:

	December 31	
	2025	**2024**
	NIS thousands	
Cash and cash equivalents	**176,808**	90,483
Trade receivables	**50,838**	44,032
Other receivables	**30,309**	38,010
	257,955	172,525

Note 32 - Financial Instruments (cont'd)

A. Credit risk (cont'd)

(1) Exposure to credit risk (cont'd)

The maximum exposure to credit risk in respect of cash, trade receivables, other receivables, loans and other investments as at the date of the statement of financial position, by geographical areas, was as follows:

	December 31	
	2025	2024
	NIS thousands	
Israel	**79,675**	38,366
France	**39,664**	34,432
Switzerland	**88,445**	54,007
United Kingdom	**43,462**	41,920
The Netherlands	**6,709**	3,800
	257,955	172,525

(2) Aging of debts and impairment losses

Presented below is the aging of trade receivables:

	December 31			
	2025		2024	
	Gross	Impairment	Gross	Impairment
	NIS thousands			
Not past due	**18,837**	**-**	29,696	-
Past due 0-30 days	**25,997**	**-**	8,862	-
Past due 31-120 days	**5,390**	**-**	2,468	-
Past due 121-365 days	**456**	**-**	688	-
Past due more than one year	**3,979**	**3,821**	4,831	2,513
	54,659	**3,821**	46,545	2,513

The movement in the provision for impairment in respect of trade receivables was as follows:

	December 31	
	2025	2024
	NIS thousands	
Balance as at January 1	**2,513**	2,634
Impairment loss recognized	**1,293**	1,069
Other	**15**	(1,190)
Balance as at December 31	**3,821**	2,513

Note 32 - Financial Instruments (cont'd)

B. Liquidity risk

Following are the contractual maturities of financial liabilities, including estimated interest payments:

	December 31, 2025						
	Carrying amount	**Contractual cash flows**	**6 months or less**	**6-12 months**	**1-2 years**	**2-5 years**	**More than 5 years**
	NIS thousands						
Non-derivative financial liabilities							
Credit from banks	**307,117**	**323,260**	**8,071**	**315,189**	**-**	**-**	**-**
Trade payables	**55,176**	**55,176**	**55,176**	**-**	**-**	**-**	**-**
Other payables *	**135,903**	**135,903**	**135,903**	**-**	**-**	**-**	**-**
Debentures and commercial securities	**1,827,497**	**1,906,233**	**47,848**	**593,418**	**929,857**	**207,486**	**127,624**
Bank loans	**5,848,252**	**6,330,027**	**293,599**	**313,510**	**847,510**	**4,403,059**	**472,394**
Loans from others	**6,455**	**7,831**	**-**	**-**	**-**	**7,831**	**-**
Lease liability	**56,991**	**85,392**	**2,452**	**2,946**	**4,175**	**9,755**	**66,064**
Derivative financial liabilities							
Forward foreign currency contracts	**28,947**	**28,947**	**111**	**335**	**28,501**	**-**	**-**
Interest rate swaps not used for hedging	**46,132**	**46,132**	**45,151**	**897**	**84**	**-**	**-**
Total	**8,312,470**	**8,918,901**	**588,311**	**1,226,295**	**1,810,127**	**4,628,131**	**666,037**

	December 31, 2024						
	Carrying amount	Contractual cash flows	6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years
	NIS thousands						
Non-derivative financial liabilities							
Credit from banks	379,978	404,332	12,177	392,155	-	-	-
Trade payables	54,971	54,971	54,971	-	-	-	-
Other payables *	310,873	310,873	310,873	-	-	-	-
Debentures and commercial securities	1,988,510	2,068,790	6,342	884,683	145,097	945,208	87,460
Bank loans	5,874,812	6,510,714	292,716	118,653	1,318,542	3,839,729	941,074
Loans from others	6,279	8,236	-	-	-	8,236	-
Lease liability	56,409	82,757	2,928	2,865	4,172	9,499	63,293
Derivative financial liabilities							
Forward foreign currency contracts	43,884	43,884	1,280	466	570	41,568	-
Interest rate swaps not used for hedging	17,867	17,867	1,474	1,418	3,743	11,232	-
Total	8,733,583	9,502,424	682,761	1,400,240	1,472,124	4,855,472	1,091,827

* Including interest payable on debentures.

Note 32 - Financial Instruments (cont'd)

C. Linkage and foreign currency risks

(1) Exposure to linkage and foreign currency risks

The Group's exposure to linkage and foreign currency risk, in nominal amounts, is as follows:

	December 31, 2025						
	NIS		Foreign currency				
	Unlinked	CPI-linked	GBP	Euro	CHF	Dollar	Total
	NIS thousands						
Current assets:							
Cash and cash equivalents	**11,445**	**-**	**28,891**	**19,012**	**75,050**	**42,410**	**176,808**
Securities at fair value through profit or loss	**2,562,824**	**-**	**-**	**-**	**-**	**-**	**2,562,824**
Trade receivables	**13,179**	**43**	**8,427**	**19,887**	**5,573**	**3,729**	**50,838**
Other receivables	**3,372**	**5,452**	**6,189**	**7,474**	**7,822**	**-**	**30,309**
Non-current assets:							
Other investments at fair value through profit or loss	**9,980**	**-**	**-**	**-**	**-**	**-**	**9,980**
Long-term receivables	**-**	**-**	**15**	**20,088**	**21,590**	**-**	**41,693**
Current liabilities:							
Borrowings from banks	**-**	**-**	**(307,117)**	**-**	**-**	**-**	**(307,117)**
Current maturities of debentures and commercial securities	**(450,000)** **-**	**(156,364)** **-**	**-** **(189,698)**	**-** **(398,954)**	**-** **(238,845)**	**-** **-**	**(606,364)** **(827,497)**
Current maturities of borrowings from banks	**(18,239)**	**(214)**	**(9,806)**	**(5,656)**	**(21,200)**	**(61)**	**(55,176)**
Trade payables	**(32,036)**	**(17,492)**	**(25,558)**	**(58,351)**	**(97,822)**	**(47)**	**(231,306)**
Other payables *							
Non-current liabilities:							
Debentures	**-**	**(1,221,333)**	**-**	**-**	**-**	**-**	**(1,221,333)**
Bank loans	**(123,017)**	**-**	**(1,368,168)**	**(1,208,639)**	**(2,253,705)**	**(71,105)**	**(5,024,634)**
Other financial liabilities	**-**	**(1,844)**	**(107)**	**(34,955)**	**(50,389)**	**-**	**(87,295)**
Deposits	**-**	**(7,886)**	**(2,750)**	**(8,442)**	**-**	**-**	**(19,078)**
	1,977,508	**(1,399,638)**	**(1,859,682)**	**(1,648,536)**	**(2,551,926)**	**(25,074)**	**(5,507,348)**

* Other payables include short-term employee benefits.

Note 32 - Financial Instruments (cont'd)

C. Linkage and foreign currency risks (cont'd)

(1) Exposure to linkage and foreign currency risks (cont'd)

	December 31, 2024						
	NIS		Foreign currency				
	Unlinked	CPI-linked	GBP	Euro	CHF	Dollar	Total
	NIS thousands						
Current assets:							
Cash and cash equivalents	6,992	-	26,128	21,874	26,077	9,412	90,483
Securities at fair value through profit or loss	1,131,575	-	-	-	-	-	1,131,575
Trade receivables	13,895	-	11,769	12,203	4,263	1,902	44,032
Other receivables	3,899	2,266	4,023	4,155	23,667	-	38,010
Non-current assets:							
Other investments at fair value through profit or loss	12,003	-	-	-	-	-	12,003
Long-term receivables	969	-	2,001	20,661	20,593	-	44,224
Current liabilities:							
Borrowings from banks	-	-	(379,978)	-	-	-	(379,978)
Current maturities of debentures	(735,729)	(115,101)	-	-	-	-	(850,830)
Current maturities of borrowings from banks	-	-	-	(17,710)	(174,144)	-	(191,854)
Trade payables	(11,357)	(214)	(7,149)	(14,348)	(21,863)	(40)	(54,971)
Other payables *	(209,918)	(8,590)	(34,064)	(57,025)	(42,160)	(4)	(351,761)
Non-current liabilities:							
Debentures	-	(1,142,560)	-	-	-	-	(1,142,560)
Bank loans	(104,838)	-	(1,590,525)	(1,432,695)	(2,491,102)	(69,012)	(5,688,172)
Other financial liabilities	-	(1,857)	(337)	(48,417)	(64,486)	-	(115,097)
Deposits	-	(7,866)	(4,331)	(8,256)	-	-	(20,453)
	107,491	(1,273,922)	(1,972,463)	(1,519,558)	(2,719,155)	(57,742)	(7,435,349)

* Other payables include short-term employee benefits.

The Group's exposure to linkage and foreign currency risk in respect of derivative financial instruments is as follows:

	December 31, 2025					
	Currency/ linkage receivable	Currency/ linkage payable	Date of expiration	Amount receivable	Amount payable	Fair value
				NIS thousands	Foreign currency thousands	NIS thousands
Instruments not used for hedging:						
Forward foreign currency contracts	**NIS**	**EUR**	**2026**	636,**255**	**168,207**	**5,858**
	NIS	**GBP**	**2026**	519,481	**1**20,6**1**3	**1,943**
	Dollar	**NIS**	**2026**	**5,000**	15,9**9**9	**(43)**
	NIS	**EUR**	**2027**	**602,528**	**166,661**	**(28,500)**

Note 32 - Financial Instruments (cont'd)

C. Linkage and foreign currency risks (cont'd)

(1) Exposure to linkage and foreign currency risks (cont'd)

	December 31, 2024					
	Currency/ linkage receivable	Currency/ linkage payable	Date of expiration	Amount receivable	Amount payable	Fair value
				NIS thousands	Foreign currency thousands	NIS thousands
Instruments not used for hedging:						
Forward foreign currency contracts	NIS	EUR	2025	742,707	195,353	1,285
	NIS	GBP	2025	464,817	101,685	(71)
	NIS	EUR	2026	9,030	2,499	(570)
	NIS	EUR	2027	602,528	166,661	(41,568)

(2) Sensitivity analysis

A change as at December 31 in the exchange rates of the following currencies against the NIS, as indicated below, and a change in the CPI would have increased (decreased) equity and profit or loss by the amounts shown below (after tax). This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis was performed on the same basis for 2024.

	December 31, 2025	
	Equity	Profit or (loss)
	NIS thousands	
2% increase in the CPI	**(21,522)**	**(21,522)**
5% increase in the exchange rate of:		
The U.S. dollar	**(965)**	**(965)**
The Euro	**(29,300)**	**(29,300)**
The pound sterling	**(42,447)**	**(42,447)**

	December 31, 2024	
	Equity	Profit or (loss)
	NIS thousands	
2% increase in the CPI	(19,561)	(19,561)
5% increase in the exchange rate of:		
The U.S. dollar	(2,223)	(2,223)
The Euro	(22,154)	(22,154)
The pound sterling	(42,536)	(42,536)

A weakening of the NIS in similar rates against said currencies and a decrease in the Consumer Price Index at a similar rate as at December 31 would have had the same, but inverse effect, and in the same amounts, assuming that all other variables remain constant.

The effect of the changes in exchange rates on equity does not take into account the effect of translation of the capital invested in a foreign operation.

Note 32 - Financial Instruments (cont'd)

D. Interest rate risk

(1) Interest rate profile

The interest rate profile of the Group's interest-bearing financial instruments was as follows:

	December 31	
	2025	2024
	Carrying amount	
	NIS thousands	
Fixed-rate instruments		
Financial liabilities	**2,335,392**	2,245,270
Variable-rate instruments		
Financial liabilities	**5,656,822**	6,008,125

(2) Fair value sensitivity analysis for fixed-rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss, and the Group does not designate derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

(3) Cash flow sensitivity analysis for variable-rate instruments

A change of 5% in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant. The analysis was performed on the same basis for 2024.

	December 31, 2025			
	Profit or (loss)		Equity	
	Increase in interest	Decrease in interest	Increase in interest	Decrease in interest
	NIS thousands			
Variable rate instruments	**(7,777)**	**7,777**	**(7,777)**	**7,777**

	December 31, 2024			
	Profit or (loss)		Equity	
	Increase in interest	Decrease in interest	Increase in interest	Decrease in interest
	NIS thousands			
Variable rate instruments	**(10,213)**	**10,213**	**(10,213)**	**10,213**

Note 32 - Financial Instruments (cont'd)

D-1. Interest rate risk (cont'd)

Interest rate swap contracts not used for hedging

	December 31	
	2025	**2024**
	NIS thousands	
Within 12 months	**(45,875)**	14,037
Within 2-5 years	**7,833**	(8,704)
Within 5 years and longer	**-**	1,685
	(38,042)	7,018
Value of contracts for which the transactions were executed	**880,849**	1,674,518

The fair value of derivative financial instruments (interest rate and XCCY cross currency swaps) is calculated according to the present value of future cash flows. Interest rate swaps are used to hedge present and future loans against an increase in the interest rate and together with cross-currency swaps reduce the bank margin.

E. Fair value

(1) Financial instruments measured at fair value for disclosure purposes only

The carrying amounts of certain financial assets and liabilities, including cash and cash equivalents, trade receivables, other receivables, derivatives, bank borrowings, short-term loans and borrowings, trade payables, certain long-term bank loans and other payables are the same or proximate to their fair value.

The fair values of the other financial assets and liabilities, together with the carrying amounts shown in the statement of financial position, are as follows:

		December 31			
		2025		**2024**	
	Level *	**Carrying amount**	**Fair value**	**Carrying amount**	**Fair value**
		NIS thousands			
Financial liabilities:					
Debentures	1	**1,378,509**	**1,355,738**	1,254,076	1,208,285
Loans in France, England and Switzerland at fixed interest	2	**958,882**	**969,013**	993,512	986,453
		2,337,391	**2,324,751**	2,247,588	2,194,738

* As to the fair value hierarchy, see Note 2.F.

See Note 4, Determination of Fair Value.

Note 32 - Financial Instruments (cont'd)

E. Fair value (cont'd)

(2) Data used in determining the fair value

The fair value of debentures is determined based on their value on the stock exchange as at December 31, 2025 and December 31, 2024.

The fair value of loans is determined by discounting cash flows at the variable rate of loans with the closest duration.

(3) Fair value hierarchy of financial instruments measured at fair value

The table below presents an analysis of financial instruments measured at fair value, using a valuation methodology. As to the fair value hierarchy, see Note 2.F.

	December 31, 2025			
	Level 1	Level 2	Level 3	Total
	NIS thousands	NIS thousands	NIS thousands	NIS thousands
Securities at fair value through profit or loss				
Marketable shares (a)	**2,562,824**	**-**	**-**	**2,562,824**
	2,562,824	**-**	**-**	**2,562,824**
Other investments at fair value through profit or loss				
Non-marketable shares, including venture capital funds	**-**	**-**	**9,980**	**9,980**
	-	**-**	**9,980**	**9,980**
Derivative financial assets				
Forward foreign currency contracts (b)	**-**	**8,204**	**-**	**8,204**
Interest rate swaps not used for hedging (c)	**-**	**8,092**	**-**	**8,092**
	-	**16,296**	**-**	**16,296**
Derivative financial liabilities				
Forward foreign currency contracts (b)	**-**	**28,947**	**-**	**28,947**
Interest rate swaps not used for hedging (c)	**-**	**46,132**	**-**	**46,132**
	-	**75,079**	**-**	**75,079**

Note 32 - Financial Instruments (cont'd)

E. Fair value (cont'd)

(3) Fair value hierarchy of financial instruments measured at fair value (cont'd)

	December 31, 2024			
	Level 1	Level 2	Level 3	Total
	NIS thousands	NIS thousands	NIS thousands	NIS thousands
Securities at fair value through profit or loss				
Marketable shares (a)	1,131,516	-	-	1,131,516
	1,131,516	-	-	1,131,516
Other investments at fair value through profit or loss				
Non-marketable shares, including venture capital funds	-	-	(*) 12,062	(*) 12,062
	-	-	12,062	12,062
Derivative financial assets				
Forward foreign currency contracts (b)	-	2,959	-	2,959
Interest rate swaps not used for hedging (c)	-	24,884	-	24,884
	-	27,843	-	27,843
Derivative financial liabilities				
Forward foreign currency contracts (b)	-	43,884	-	43,884
Interest rate swaps not used for hedging (c)	-	17,867	-	17,867
	-	61,751	-	61,751

* Restated

a. The fair value of marketable shares is recognized according to their value on the stock exchange as at December 31, 2025 and December 31, 2024.
b. Forward contracts not used for hedging – the value is estimated based on the discounted difference between the forward price specified in the contract and the current forward price for the remaining contractual period to maturity, using applicable market interest rates of similar instruments.
c. Interest rate swaps not used for hedging – the fair value is estimated by discounting future cash flows over the term of the contract and applicable market interest rates of similar instruments, including necessary adjustments in respect of the parties' credit risks.

Note 33 - Related and Interested Parties

A. Controlling shareholder and subsidiaries

Mr. Alfred Akirov is the controlling shareholder in the Company, through companies that he owns. As to subsidiaries, see Note 36, Entities in the Group.

Note 33 - Related and Interested Parties (cont'd)

B. Benefits to key management personnel (including directors)

In addition to their salaries, the directors and executive officers are entitled to non-cash benefits (such as a car, etc.).
Benefits to key management personnel that are employed by the Group (including directors) include:

	Year ended December 31					
	2025		2024		2023	
	Number of People	Amount	Number of people	Amount	Number of people	Amount
		NIS thousands		NIS thousands		NIS thousands
Short-term employee benefits	**4**	9,944	4	9,552	4	9,746
Post-employment benefits	**2**	261	2	254	2	190
		10,205		9,806		9,936

Benefits to directors that are not employed by the Group include:

	Year ended December 31					
	2025		2024		2023	
	Number of People	Amount	Number of people	Amount	Number of people	Amount
		NIS thousands		NIS thousands		NIS thousands
Total benefits to director who is not an employee	**7**	**1,128**	8	1,106	5	795

C. The statement of financial position includes balances with interested and related parties as follows:

	December 31	
	2025	2024
	NIS thousands	
Other receivables	**2,272**	1,999
Long-term receivables *	**2,835**	2,792
Loans from others **	**6,455**	6,279

* A loan to non-controlling interests that is included in long-term receivables bears variable interest (as at December 31, 2024 – 4.352%).
** As to loans from others, see Note 19.

Note 33 - Related and Interested Parties (cont'd)

D. The income statements include transactions with interested and related parties, as follows:

	Year ended December 31		
	2025	2024	2023
	NIS thousands		
Revenues			
From property management	**182**	182	182
Financing income	**141**	98	45
Expenses			
Salaries and other (1)	**9,905**	9,511	9,656
Management fees to companies controlled by interested parties (2)	**1,105**	1,072	1,034
Directors' fees	**1,128**	1,106	795
Financing expenses	**354**	367	394

(1) For additional information, see Notes 30.B(7), 30.B(8) and 30.B(9).
(2) For additional information on an engagement with a controlling shareholder, see Note 30.B(5).

Note 34 - Changes in Major Liabilities Resulting from Financing Activity

	Year ended December 31, 2025		Year ended December 31, 2024	
	Debentures*	Bank loans and borrowings*	Debentures*	Bank loans and borrowings*
	NIS thousands	NIS thousands	NIS thousands	NIS thousands
Balance as of January 1	1,988,510	6,254,790	1,154,104	7,149,288
Borrowings from banks, net	-	257,242	-	(20,449)
Receipt of long-term bank loans net of loan acquisition costs	-	182,114	-	409,677
Repayment of long-term bank loans	-	(326,653)	-	(1,064,412)
Proceeds from issuance of debentures (net of issue costs)	209,381	-	904,481	-
Repayment of debentures and commercial securities	(403,595)	-	(115,069)	-
Revaluation of financial liabilities	31,340	(213,603)	42,603	(222,322)
Amortization of discount, premium and deferred expenses	1,861	1,479	2,391	3,008
Balance as of December 31	1,827,497	6,155,369	1,988,510	6,254,790

* Includes current maturities of debentures and loans

Note 35 - Subsequent Events

A. Subsequent to the date of the statement of financial position up to proximate to the date of signing the financial statements (based on quotes at the end of the trading day on March 27, 2026), a pre-tax gain in the amount of NIS 226 million was recorded by the Company from an increase in value of securities.

B. See Note 11.C above regarding distribution of a dividend by Epic Suisse AG.

C. See Note 22.D above regarding the decision of the Company's Board of Directors to distribute a dividend subsequent to the date of the statement of financial position.

D. See Note 17.I above regarding extension of the financing agreement of the Conservatorium hotel in Amsterdam.

E. During January 2026, a subsidiary of the Company that owns the Mamilla commercial district in Jerusalem ("the commercial district") entered into an agreement for the sale of certain areas within the commercial district for total consideration of NIS 100 million. The aforementioned sale consideration reflects the fair value of the sold portion out of the total fair value of the commercial district, which amounted in aggregate to NIS 1,593 million as of December 31, 2025.

Note 36 - List of Investee Companies

Presented below is a list of the companies in the Group:

Consolidated companies:

	Year ended December 31			
	2025		2024	
	Percentage of voting rights	Rate of participation in profits	Percentage of voting rights	Rate of participation in profits
Mamilla Alrov Quarter Management Ltd.	**100**	**100**	100	100
Al Kanit Maintenance and Management Ltd.	**100**	**100**	100	100
Alrov Resorts (1993) Ltd.	**100**	**100**	100	100
Alrov Luxury Hotels (1993) Ltd.	**100**	**100**	100	100
Alrov Mamilla Commercial District (1993) Ltd.	**100**	**100**	100	100
Alrov Mamilla 2006 Ltd.	**100**	**100**	100	100
Tatza Holdings (1994) Ltd.	**100**	**100**	90	90
Australian Wool Industries Ltd.	**100**	**100**	90	90
Nofei Hasharon Senior Citizen Residential Home Ltd.	**100**	**100**	100	100
46 Rothschild Avenue Management & Maintenance Ltd.	**79**	**79**	79	79
Alrov Properties and Construction (1983) Ltd.	**100**	**100**	100	100
Alrov Towers Management and Operation Ltd.	**100**	**100**	100	100
Alrov Rothschild Avenue (1989) Ltd.	**100**	**100**	100	100
Inimor Ltd.	**100**	**100**	100	100
Technorov Holdings (1993) Ltd.	**80**	**80**	80	80
Hashda Holdings (1993) Ltd.	**100**	**100**	100	100
Alrov Ventures Ltd.	**100**	**100**	100	100
Alrov Towers (1992) Ltd.	**100**	**100**	100	100
H.M. Holdings Ltd.	**100**	**100**	100	100
Alrov Fund Ltd. (PBC)	**100**	**100**	100	100
Hotel Lutetia Financing - Limited Partnership	**100**	**100**	100	100
European Property Investment Corporation Limited	**76**	**76**	76	76
P.I.H. Property Investment Holding B.V.	**76**	**76**	76	76
Property Investment Holding France Sarl	**76**	**76**	76	76
Epic France 2 Sci	**76**	**76**	76	76
Property Investment Holding France SCI	**76**	**76**	76	76
PIH France Pm Sarl	**76**	**76**	76	76
Fonceire Ventadoor SCL	**76**	**76**	76	76
Fonciere de Flander SCI	**76**	**76**	76	76

Note 36 - List of Investee Companies (cont'd)

Presented below is a list of the companies in the Group (cont'd):

Consolidated companies (cont'd):

	Year ended December 31			
	2025		2024	
	Percentage of voting rights	Rate of participation in profits	Percentage of voting rights	Rate of participation in profits
Epic One Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Three Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Five Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Seven Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Nine Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Ten Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Eleven Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Twelve Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Sixteen Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Nineteen Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Twenty Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Twenty One Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Twenty Two Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Twenty Three Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Twenty Four Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Twenty Five Property Investment AG	**52.4**	**52.4**	56.5	56.5
Epic Twenty Six Property Investment AG	**52.4**	**52.4**	-	-
Epic Suisse Property Management GmbH	**52.4**	**52.4**	56.5	56.5
The SET Hotel Management Company Limited	***85**	**85**	85	85
Locka Holding B.V.	***84**	**84**	80	80
Epic Suisse AG	**52.4**	**52.4**	56.5	56.5
Barco Investments B.V.	***84**	**84**	80	80
Conservatorium Properties B.V.	***84**	**84**	80	80
Conservatorium Hotel B.V.	***84**	**84**	80	80
L Hotel Holding SAS	***84**	**84**	80	80
L Hotel Holding BV	***84**	**84**	80	80
L Hotel SNC	***84**	**84**	80	80
Lodging 2020 L.P.	**99.99**	**99.99**	99.99	99.99
Lodging Aviation L.P.	**100**	**100**	100	100
Café Royal Management Limited	***84**	**84**	80	80
Sutton Investment Group Limited	**82**	**82**	82	82
(CR) Constable Real BV	**80.8**	**80.8**	80.8	80.8
Wimbledon BV	**80.8**	**80.8**	80.8	80.8
George V Project Management BV	**79.84**	**79.84**	79.84	79.84
Coccinelle SA	**79.84**	**79.84**	79.84	79.84
Epworth Building Limited	**79.84**	**79.84**	79.84	79.84
UK Finance Properties Limited	**100**	**100**	100	100
The Set Group Limited	**100**	**100**	100	100
Associates				
Properteam Regs Sarl	**34**	**25.8**	34	25.8

* See also Note 30.B.(10)