

Utron Ltd. (“the Company”)

Notice is hereby given regarding the convening of a special meeting of the Company’s shareholders, to be held on **Sunday, December 29, 2024, at 17:00 (“the Meeting”)** at the offices of the Company’s legal counsel, Nishatz, Brandes, Amir & Co. Law Offices, 5 Tuval Street, Tel Aviv (1st floor). If after half an hour from the scheduled meeting time, a legal quorum is not established (presence of one or more shareholders, in person or by proxy, holding together at least twenty-five percent (25%) of the total voting rights in the Company), the Meeting will be adjourned to **Sunday, January 5, 2025**, at the same place and time.

On the Meeting’s Agenda

1. Agenda Item - Approval of Transaction for Purchasing Dedicated Developments created for the Company’s systems, from Unitronics (1989) (R.G.) Ltd., for a total amount of approximately NIS 2,221 thousand. Unitronics (1989) (R.G.) Ltd. is controlled by the Company’s controlling shareholders, FIMI Fund and Mr. Haim Shani. For additional details, see the Meeting Convening Report published on November 24, 2024 (Reference: 2024-01-617969) (hereinafter: “**Convening Report**”).

Voting Eligibility and Appointment Letter

The record date for eligibility to participate and vote at the Meeting, in accordance with Sections 182(b) and 182(c) of the Companies Law, 1999, and Regulation 3 of the Companies Regulations (Written Voting and Position Statements), 2005, is **Sunday, December 1, 2024 (the "Record Date")**. Shareholders can participate and vote in person or by proxy. A shareholder wishing to vote by proxy must deposit the appointment letter (attached as **Appendix B** to the Convening Report) to the Company’s offices or the Meeting venue, no less than **48 hours before the Meeting**.

Voting Slip, Electronic Voting, and Position Statements

The last date for submitting a voting slip to the Company’s registered office is up to four (4) hours before the Meeting, i.e., until **Sunday, December 29, 2024, at 13:00**. Additionally, a shareholder may vote at the Meeting on all agenda items through the electronic voting system, up to six (6) hours before the Meeting’s convening or at an earlier time set by the Securities Authority, provided it does not exceed 12 hours before the Meeting’s convening. The last date for submitting position statements from a shareholder to the Company is up to ten (10) days before the Meeting, i.e., until **December 19, 2024**.

**Sincerely,
Utron Ltd.**