

Cellcom Israel Ltd.

CELLCOM ISRAEL LTD

Registration number: 511930125

To: Israel Securities Authority To: Tel-Aviv Stock Exchange Ltd. T081 (Public) Transferred by Magna: 18/03/2026

www.isa.gov.il

www.tase.co.il

Reference:

2026-01-023789

Immediate report on distribution of cash dividend to securities

Regulation 37(a) of the Securities Regulations (Periodic and Immediate Reports), 5730 - 1970

1. We hereby report that on the date 17/03/2026 it was resolved to pay a dividend.

2. The record date (ex date): 01/04/2026

Payment date: 16/04/2026

3. Payment details:

Dividend distributed by an Israeli resident company (for the composition of the dividend sources and tax rates see Section 7a)

Dividend distributed by a Real Estate Investment Trust (for the composition of the dividend sources and tax rates see Section 7c)

| Entitled security number | Name of the security | Dividend amount per one security | Dividend amount currency | Payment currency | Representative rate for payment as of date | Individuals tax % | Companies tax % |
|--------------------------|----------------------|----------------------------------|--------------------------|------------------|--|-------------------|-----------------|
| 1101534 | Ordinary share | 1.1897874 | NIS | NIS | | 25 | 0 |

Dividend distributed by a foreign resident company (for tax rates see Section 7b)

| Security number | Name of the security | Gross amount per one security | Amount currency | Tax abroad % | Tax under treaty % | Balance of individuals tax to be withheld in Israel % | Balance of companies tax to be withheld in Israel % |
|-----------------|----------------------|--|------------------|--|--------------------|---|---|
| | | | | | | | |
| | | Amount to be paid in Israel per one security | Payment currency | Representative rate for payment as of date | | Actual individuals tax in Israel % | Actual companies tax in Israel % |
| | | | | | | | |

The dividend amount to be paid must be indicated with an accuracy of up to 7 digits after the decimal point when the dividend amount currency is NIS, and up to 5 digits after the decimal point when the dividend amount currency is another currency.

4. The total amount of the dividend to be paid is: 200,000,000NIS

5. The remaining profits of the corporation as defined in Section 302 of the Companies Law, 5759-1999, after the distribution referred to in this report, amount to:

1,620,000,000NIS

6. Procedure for approving the dividend distribution:

The dividend distribution was approved by the Company's Board of Directors on March 17, 2026

The aforesaid distribution is with court approval in accordance with Section 303 of the Companies Law No

The final dividend amount per share is subject to changes exercise of non-tradable warrants, if any, prior to the record date.

The final dividend amount per share may be updated up to 2 trading days prior to the record date.

7. The withholding tax rates specified below are for the purpose of withholding tax at source by TASE members.

7a. Composition of dividend sources distributed by an Israeli resident company from shares and financial instruments, excluding a REIT fund.

| | % of the dividend | Individuals | Companies | Foreign residents |
|---|-------------------|-------------|-----------|-------------------|
| Income subject to companies tax (1) | 100 | 25% | 0% | 25% |
| Income sourced abroad (2) | 0 | 25% | 23% | 25% |
| Income from an approved/benefited enterprise (3) | 0 | 15% | 15% | 15% |
| Income from a benefited enterprise in Ireland up to 2013 (4) | 0 | 15% | 15% | 4% |
| Income from a benefited enterprise in Ireland from 2014 onwards (5) | 0 | 20% | 20% | 4% |
| Preferred income | 0 | 20% | 0% | 20% |
| Income from an approved tourism/agricultural enterprise (6) | 0 | 20% | 20% | 20% |
| Income from an approved/benefited enterprise that submitted a waiver notice (7) | 0 | 15% | 0% | 15% |
| Distribution classified as capital gain | 0 | 25% | 23% | 0% |
| Distribution by Participating unit | 0 | 0 | 0 | 0 |
| Other | 0 | 0 | 0 | 0 |

Explanation:

(1) Income subject to companies tax – income from distribution of profits or from dividend sourced in income that was produced or accrued in Israel and that was received directly or indirectly from another body corporate subject to companies tax.

(2) Income sourced abroad is income that was produced or accrued abroad and was not taxed in Israel.

(3) Including income from a benefited tourism enterprise where the year of choice/operation is up to 2013.

(4) Benefited enterprise in Ireland where the year of choice is up to 2013.

(5) Benefited enterprise in Ireland where the year of choice is from 2014 onwards.

(6) Including income from a benefited tourism enterprise where the year of choice/operation is from 2014 onwards.

(7) Approved or benefited enterprise that submitted a waiver notice up to 30.6.2015, after companies tax was withheld from it as required.

7b. Dividend distributed by a foreign resident company

| | Individuals | Companies | Foreign residents |
|--|-------------|-----------|-------------------|
| Dividend distributed by a foreign resident company | 25% | 23% | 0% |

7c. Dividend distributed by a Real Estate Investment Trust

| | % of the dividend | Individuals (1) | Companies | Companies that are foreign residents | Tax-exempt mutual fund | Pension fund (2) |
|---|-------------------|-----------------|-----------|--------------------------------------|------------------------|------------------|
| From real estate appreciation, capital gain and depreciation (3) | _____ | 25% | 23% | 23% | 0% | 0% |
| Other taxable income (such as: rental income) | _____ | 47% | 23% | 23% | 23% | 0% |
| From income-producing real estate for residential rental purposes | _____ | 20% | 20% | 20% | 0% | 0% |
| Income taxed at the fund level (4) | _____ | 25% | 0% | 25% | 0% | 0% |
| Exceptional income | _____ | 70% | 70% | 70% | 60% | 70% |
| Other | _____ | _____ | _____ | _____ | _____ | _____ |
| Weighted withholding tax at source % | 100% | _____ | _____ | _____ | _____ | _____ |

(1) Individuals – including taxable income of a mutual fund, foreign resident individuals.

(2) Pension fund for annuity or for savings or for severance pay as defined in the Income Tax Ordinance, as well as a pension fund or foreign pension fund that is a resident of a treaty country.

(3) From real estate appreciation or capital gain, excluding from the sale of real estate held for a short period, as well as income in the amount of depreciation expenses.

(4) Distribution out of income that was taxed in the hands of the fund in accordance with Section 64A4(e).

8. Number of dormant securities of the corporation that are not entitled to receive dividend and for which a waiver letter must be provided in order to receive the dividend payment _____

9. Effect of the dividend distribution on convertible securities:

- The company has no convertible securities
- The dividend distribution has no effect on the convertible securities
- The effect of the dividend distribution on the convertible securities is as follows:

| Name of the security | Security number | Comments |
|----------------------|-----------------|---|
| Cellcom Warrant 2007 | 1106038 | <p>Other</p> <p><i>In the event of a cash dividend payment by the Company to the holders of its ordinary shares, when the record date for entitlement to receive a dividend falls after the allocation of the warrants but before their exercise date into shares, on the "ex-dividend" date, which will be set by the TASE, the exercise price of each warrant shall be reduced by the full amount of the dividend paid for each share of the Company, provided that the exercise price of each warrant shall not be reduced below the par value of the Company's share.</i></p> |

10. Recommendations and resolutions of the directors in connection with the dividend distribution pursuant to Regulation 37(a)(1) of the Securities Regulations (Periodic and Immediate Reports), 5730-1970:

The Company's Board of Directors examined the Company's compliance with the profit test and the solvency test prescribed in Section 302 of the Companies Law, 5759-1999, and determined that the Company meets these tests in relation to the said dividend distribution. With regard to the profit test, the Company's Board of Directors approved the said dividend distribution on the basis of the Company's financial statements as of December 31, 2025, according to which the Company has distributable retained earnings in the amount of approximately NIS 1,820 million, while the distributable profits of the Company derived from retained earnings accumulated in the last two years amount to approximately NIS 737 million. Therefore, the dividend distribution meets the profit test. With regard to the solvency test, the Company's Board of Directors examined the Company's expected cash flows, its cash and cash equivalents balances, the deficit in working capital, the financing sources available to it and the credit frameworks and their renewal, and also assessed the Company's access to future credit sources for the purpose of repaying its existing and expected obligations and for meeting the dividend distribution tests. In this framework, the Board of Directors took into account the financial covenants applicable in connection with the Company's financial debt. The Board of Directors also examined the implications of the said dividend distribution on the Company's operations in its current form, including its impact on the Company's investment plans, its financial position and liquidity, capital structure and leverage level, all based on the main points of the Company's forecasts. Based on the above, the Company's Board of Directors believes that there is no reasonable concern that the said dividend distribution will prevent the Company from meeting its existing and expected obligations when they become due, and that the said dividend payment is not expected to have a materially adverse effect on the Company's financial condition, including its capital structure, its liquidity and its ability to continue operating in its current scope of operations.

Details of the signatories authorized to sign on behalf of the corporation:

| Name of signatory | Position |
|-------------------|---|
| 1 Larisa Cohen | <i>Other VP Legal Counsel and Regulation.</i> |

Explanation: According to Regulation 5 of the Securities Regulations (Periodic and Immediate Reports) (5730 – 1970), a report submitted pursuant to these regulations shall be signed by the persons authorized to sign on behalf of the corporation. The Staff's position on this matter can be found on the Authority's website: [Click here](#).

Reference numbers of previous documents on the subject (the reference does not constitute inclusion by way of reference):

The corporation's securities are listed for trading on the Tel-Aviv Stock Exchange Date of form structure update: 21/10/2025

Short name:

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Previous names of reporting entity:

Name of electronic reporter: Atias GadiHis position: Chief Financial OfficerName of employing company:

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