Free Translation from the Hebrew Version. The Hebrew Version is the Binding Version.

[Delta Galil Industries Ltd.]

Voting Form

Delta Galil Industries Ltd.

(the "**Company**")

Voting Form in accordance with the Companies Regulations (Voting in Writing and Notices of Position), 5765-2005 (the "Voting in Writing Regulations")

Part One

1. **Company Name**: Delta Galil Industries Ltd.
2. **Type of General Meeting, Date, and Venue**: A special and annual general meeting of the Company's shareholders (the "**Meeting**"), which will be held on Tuesday July 23, 2024, at 15:00 at the Company's offices at 45 Haeshel St., Caesarea (the "**Company's Offices**").
3. **Details of the items on the agenda that can be voted on using a voting form and the text of the proposed resolutions:**

   3.1. Reappointment of the Company's auditing accountant and the authorization of the Company's Board of Directors to establish its remuneration

   The Proposed Resolution: To reappoint the accounting firm PwC Israel (Kesselman and Kesselman) as the Company's auditing account and to authorize the Company's Board of Directors to establish its remuneration, and all as set forth in section 1.2 of the report for the summon to the Meeting that the Company published on June 10, 2024, to which this voting form is attached (the "**Summon Report**").

   3.2. Reappointment of the directors serving in the Company (who are not external directors)

   3.2.1. The approval of the reappointment of the directors serving in the Company who are not external directors, Noam Lautman, Isaac Dabah, Tzipora Carmon, Israel Baum and Richard Hunter for an additional term until after the first annual general meeting that follows the appointment, and all as set forth in section 1.3 of the Summon Report.

   3.2.2. The details of the directors Noam Lautman, Isaac Dabah, Tzipora Carmon, Israel Baum and Richard Hunter are set forth in section 26 of Part D of the Company's

periodic report for 2023 that was published on February 26, 2024 (document no. 2024-01-019458) (the "**2023 Periodic Report**"), which is included in the Summon Report by reference.

To the best of the Company's knowledge, there have been no changes to the details of the above-mentioned directors in relation to the details set forth in the 2023 Periodic Report.

In addition, it is stated that some of the directors serve in other companies in the Company's group, companies that may not be specified in the 2023 Periodic Report and/or in their declarations included with the Summon Report.

3.2.3. Each of the directors who are candidates for reappointment provided the Company with a declaration pursuant to section 224B of the Companies Law, 5759-1999 (the "**Companies Law**"). The declarations are included as Appendix A to the Summon Report to which this Voting Form is attached.

3.2.4. Voting on the appointment of each of the directors shall be done separately.

3.2.5. **The Proposed Resolutions**:

- To approve the appointment of Mr. Noam Lautman as a director in the Company for an additional term until after the Company's next annual general meeting of shareholders.
- To approve the reappointment of Mr. Isaac Dabah as a director in the Company for an additional term until after the Company's next annual general meeting of shareholders.
- To approve the reappointment of Ms. Tzipora Carmon as a director in the Company for an additional term until after the Company's next annual general meeting of shareholders.
- To approve the reappointment of Mr. Israel Baum as a director in the Company for an additional term until after the Company's next annual general meeting of shareholders.
- To approve the reappointment of Mr. Richard Hunter as a director in the Company for an additional term until after the Company's next annual general meeting of shareholders.

3.3. <u>Reappointment of Mr. Shlomo Sherf as an external director</u>

<u>The Proposed Resolution</u>: To approve the reappointment of Mr. Shlomo Sherf as an external director in the Company, for a third term of three (3) years, commencing on October 21, 2024.

3.4. <u>Reappointment of Mr. Yehoshua (Shuki) Gold as an external director</u>

The Proposed Resolution: To approve the reappointment of Mr. Yehoshua (Shuki) Gold as an external director in the Company, for a third term of three (3) years, commencing on December 5, 2024.

3.5. The reapproval of the terms of the tenure and employment of the Company's CEO, Mr. Isaac Dabah, who is a controlling holder of the Company and who also serves as a director in the Company

The Proposed Resolution: To reapprove the terms of the tenure and employment of the Company's CEO, Mr. Isaac Dabah, who is a controlling holder of the Company and who also serves as a director in the Company for a period of two years commencing on May 1, 2024, until April 30, 2026, pursuant to the terms set forth in section 2 of the Summon Report.

3.6. Approval of the Company's Compensation Policy

The Proposed Resolution: Approval of the compensation policy for the Company, as set forth in section 3 of the Summon Report. The text of the compensation policy is attached as Appendix B to the Summon Report.

3.7. A share split of the Company's shares and authorization of the Company's Board of Directors to establish the split ratio; the cancellation of the shares' par value and the corresponding amendment of the Articles

The Proposed Resolution: To approve a share split of the Company's ordinary shares in a ration which will be between a 1:1 ratio to a 1:10 ratio and to redistribute the Company's capital so that its shares will not have a par value, and to authorize the Company's Board of Directors for a period of 24 months from the date of this approval to decide whether to perform a split, and in the event of a split, to establish the precise split ratio in the framework of the range that is approved, and to authorize the Company's Board of Directors, subject to its decision to split the shares: (i) to cause the par value of the Company's ordinary shares to be cancelled so that these will have no par value; and (ii) to amend the Company's Articles in order to reflect the split of its ordinary shares and the cancellation of the par value of the Company's shares, all as specified in section 1.8 of the Summon Report.

3.8. Approval of the transition from reporting in accordance with Chapter 6 of the Securities Law, 5728-1968 (the "Securities Law") to the reporting format in accordance with Chapter 5(c) of the Securities Law

The Proposed Resolution: To approve the transition from the reporting format in accordance with Chapter 6 of the Securities Law to the reporting format in accordance with Chapter 5(c) of the Securities Law, subject to completion of a public offering in the United

States and the registration of the Company's shares for trading on the stock exchange in the United States, all as detailed in section 1.9 of the Summon Report.

3.9. **Approval of the Company entering a Registration Rights Agreement with major shareholders (as they are defined below, including the controlling holder of the Company), for the granting of registration rights with respect to the Company's securities held by them, directly and/or indirectly**

Proposed decision: To approve the Company to enter a Registration Rights Agreement with major shareholders (as they are defined in the Summon Report, including the controlling holder of the Company), for the granting of registration rights with respect to the Company's securities held by them, directly and/or indirectly, provided that a public offering of the Company in the United States and the registration for trading of the Company's shares on the stock exchange in the United States are completed, all as detailed in sections 1.10 and 4 of the Summon Report.

4. The Location and Times for the Inspection of the Completed Text of the Proposed Resolutions

The text of the proposed resolutions, the immediate report that the Company published with respect to the Meeting, and the voting form may be reviewed at the Company's Offices by prior arrangement at the telephone number 076-8177009 on Sundays to Thursdays during regular working hours, until the date when the Meeting is convened. This report can also be reviewed on the website of the Securities Authority at: www.magna.isa.gov.il, and on the website of the Stock Exchange: www.maya.tase.co.il.

5. The Majority Required to Approve the Resolutions on the Agenda, which can be voted on with the Voting Form

5.1. The required majority at the Meeting for the approval of the foregoing resolutions in sections 3.1 and 3.2, is a simple majority of all the votes of the shareholders present at the Meeting, without taking into account abstaining votes.

5.2. The required majority for the approval of the foregoing resolutions in sections 3.3 and 3.9, in accordance with sections 270(4) and 275 of the Companies Law, is a simple majority of votes of the voters at the Meeting, provided that one of the following is fulfilled:

(a) The number of majority votes in the general meeting will include a majority of all the votes of the shareholders who are not interested parties in the approval of the transaction, who participate in the vote. In the count of the votes of the shareholders, the abstaining votes shall not be taken into account; or

(b) The total number of dissenting votes from among the shareholders mentioned in subsection (a) above did not exceed a rate of two percent (2%) of all voting rights in the Company.

5.3. The required majority for the approval of the foregoing resolution in section 3.3 and section 3.4, pursuant to section 239(b) of the Companies Law, is a simple majority of votes of the voters at the Meeting, provided that one of the following is fulfilled:

(a) The number of majority votes in the general meeting will include a majority of all the votes of the shareholders who are not the controlling holders of the Company or who have a personal interest in the approval of the appointment, except for a personal interest that is not a result of relations with the controlling holder, who participate in the vote. In the count of the votes of the shareholders, the abstaining votes shall not be taken into account; or

(b) The total number of dissenting votes from among the shareholders mentioned in subsection (a) above did not exceed a rate of two percent (2%) of all voting rights in the Company.

5.4. The required majority for the approval of the foregoing resolution in section 3.6, pursuant to section 267(a) of the Companies Law, is a simple majority of votes of the voters at the Meeting, provided that one of the following is fulfilled:

(a) The number of majority votes in the general meeting will include a majority of all the votes of the shareholders who are not the controlling holders of the Company or who have a personal interest in the approval of the Company's compensation policy, who participate in the vote. In the count of the votes of the shareholders, the abstaining votes shall not be taken into account; or

(b) The total number of dissenting votes from among the shareholders mentioned in subsection (a) above did not exceed a rate of two percent (2%) of all voting rights in the Company.

It is noted that in accordance with section 267A(c) of the Companies Law, the Company's Board of Directors may approve the item 1.7 on the Meeting's agenda (section 3.6 above), even if the general meeting objected to its approval, provided that the Compensation Committee and after that the Board of Directors decided, on the basis of detailed reasons and after discussing the adoption of the compensation policy for the Company's officers, that the approval of adopting the compensation policy for the Company, despite the objection of the general meeting, is in the Company's benefit.

5.5. The required majority for the approval of the foregoing resolution in section 3.7, pursuant to the Company's Articles is a majority of at least 66% of the votes voted at the Meeting;

in the count of the votes of the shareholders the abstaining votes shall not be taken into account.

5.6. The required majority at the Meeting for the approval of the foregoing resolution in section3.8 pursuant to section 35FF of the Securities Law, is the majority of votes of the securities holders, excluding the controlling holders of the Company, participating in the vote.

6. Disclosing Personal Interest

In accordance with section 35FF of the Securities Law, sections 267(A)(b)(1), 275 and 276 of the Companies Law and regulation 7(a)(8) of the Voting in Writing Regulations, a shareholder who participates in a vote in relation to the proposed resolutions set forth in the above sections 3.3, 3.4, 3.5, 3.6, 3.8, and 3.9 is required to notify the Company prior to the vote at the Meeting, and if voting by the voting form, he shall mark on the voting form in the designated place whether he is a controlling holder, an interested party in the Company, an interested party in the resolution, a senior officer or an institutional investor (as these terms are defined in the Voting in Writing Regulations), and he is required to indicate other connections between such voter and the Company, and the controlling holder or the senior officer where he shall describe the nature of the connections. Should a shareholder fail to mark such a space, or should he fail to describe the nature of the connection, his vote will not be included in the count of the votes. If voting is done by proxy, details shall be provided to the proxy giver and the proxy holder. Should a shareholder fail to provide such disclosure with respect to the aforementioned resolutions – then he shall not vote at the Meeting and his vote will not be included in the count of the votes for such resolutions.

7. Quorum and Adjourned Meeting

7.1. Pursuant to the Company's Articles, the quorum for the purpose of holding the Meeting will be constituted when two shareholders are present, whether in person or by proxy, who have at least one-third (1/3) of the voting rights (including presence by proxy, voting form, or voting through the electronic voting system), half an hour after the time designated for the commencement of the Meeting.

7.2. If there is no quorum at the general meeting), half an hour after the time designated for the commencement of the Meeting, the Meeting will be adjourned by one week to the same time and the same place, i.e. until July 30, 2024, at 15:00, without it being necessary to give notice thereof to the shareholders or to a different time and place, as the Board of Directors determines with notice to the shareholders (the "**Adjourned Meeting**"). If no quorum is constituted at the Adjourned Meeting half an hour after the time appointed for the convening of the Meeting, two shareholders present in person or by proxy and who hold or represent at least ten percent (10%) of the voting rights in the Company, will constitute a quorum.

8. <u>The Record Date for Participation and Voting at the Meeting</u>

8.1. The record date for determining the entitlement of a shareholder in the Company to participate and to vote at the general meeting pursuant to section 182(c) of the Companies Law and regulation 3 to the Voting in Writing Regulations is Tuesday, June 18, 2024, at the close of the trading day ("**Record Date**"), and if there is no trading on the Record Date, then on the first trading day immediately preceding it.

8.2. In accordance with the Companies Regulations (Proof of Ownership of a Share for the Purpose of Voting at the General Meeting), 5760-2000, (the "**Proof of Ownership Regulations**") a shareholder in whose favor a share is registered with a member of the Tel Aviv Stock Exchange Ltd. and which share is included among the shares of the Company which are registered in the Register of Shareholders, in the name of a nominee company, will submit to the Company confirmation on his ownership of the share on the Record Date, in accordance with a form in the Schedule to the Proof of Ownership Regulations.

8.3. A shareholder may appoint a proxy to participate in and vote on his behalf at the Meeting, in accordance with that stated in the Company's Articles. Powers of Attorney shall be deposited at the Company's Office's at least 24 hours prior to the Meeting or the Adjourned Meeting. If properly deposited prior to the Meeting, there is no need for an additional deposit prior to the Adjourned Meeting.

9. <u>Validity of the Voting Form</u>

Voting shall be done on the second part of this voting form, on which the shareholder shall indicate the manner of his vote with respect to the resolution on the agenda. The voting form shall be valid only if attached thereto is confirmation of ownership for unregistered shareholders, or if confirmation of ownership was delivered to the Company through the electronic voting system, or a copy of the shareholder's identification certificate, passport, or certificate of incorporation, if the shareholder is registered in the Company's books. The voting form shall be delivered to the Company up to four hours prior to the time of the Meeting. A voting form not delivered in accordance with this section shall be invalid. For this purpose, "time of delivery" is the time on which the voting card and the documents attached thereto arrived at the Company's Offices, as specified in section 11 below.

Voting through the electronic voting system shall terminate 6 hours prior to the time of the Meeting, at which time the electronic voting system shall close, therefore, the electronic voting form is required to be delivered by this time. If a shareholder who holds the Company's shares on the Record Date voted in more than one way, his later vote will be counted.

10. <u>Voting through the Electronic Voting System</u>

10.1. Shareholders may vote through a voting form transmitted to the Company in the Electronic Voting System, as defined in the Voting in Writing Regulations (the "**Electronic Voting System**").

10.2. A Stock Exchange member, shall deliver by email and for no consideration, no later than 5 (five) days after the Record Date, a link to the form of the voting form in the Electronic Voting System, to every unregistered shareholder who holds securities through him, except if the shareholder notified the Stock Exchange member that he did not want to receive such link.

10.3. The Stock Exchange member shall input into the Electronic Voting System the list with the required details pursuant to section 44K4(a)(3) of the Securities Law for each of the unregistered shareholders who hold securities through him on the Record Date ("**List of those Entitled to Vote through the System**"), however a Stock Exchange member shall not include in the List of those Entitled to Vote through the System, a shareholder that has provided notice to such Stock Exchange member by 12:00 on the Record Date whereby he does not wish to be included in the List of those Entitled to Vote through the System, pursuant to regulation 13(d) of the Voting in Writing Regulations.

10.4. A shareholder who appears on the List of those Entitled to Vote through the System, may indicate the manner of his vote and transmit it to the Company through the Electronic Voting System. Voting through the Electronic Voting System is permitted commencing from the confirmation of delivery of the list and up to six (6) hours before the time of the Meeting (the "**System Lock Time**") and will be subject to change and cancellation until the System Lock Time.

11. <u>The Company's Address for Delivery of Voting Forms and Position Statements</u>

The Company's Offices at 45 Haeshel St., Caesarea

12. <u>The Deadline for the Submission of Position Statements to the Company by the Shareholder and the Board of Director's Response</u>

The last date for the submission of position statements by the shareholders to the Company is up to ten days prior to the date of the Meeting. A shareholder may contact the Company and obtain from it, without consideration, the position statements that the Company received. The Company may deliver to the Securities Authority and to the Stock Exchange a position statement that includes the Board of Director's response pursuant to section 88(c) of the Companies Law, up to five days prior to the date of the Meeting.

13. <u>Website Addresses where the Voting Forms and Position Statements are Available</u>

The text of the voting forms and the position statements, if any, can be found on the distribution site and on the website of the TASE and at the following addresses:

https://www.magna.isa.gov.il. and https://maya.tase.co.il, respectively.

14. Confirmation of Ownership

A shareholder whose shares are registered with a Stock Exchange member is entitled to receive the confirmation of ownership, from the Stock Exchange members through who he holds his shares at the branch of the Stock Exchange member or by dispatch by mail to his address, if he so requested, in consideration of mailing costs only, provided that a request in this matter will be given in advance, for a particular securities account. An unregistered shareholder may instruct that his confirmation of ownership be sent to the Company through the Electronic Voting System.

15. An unregistered Shareholder may receive by email, (to the address that the Stock Exchange member has) without charge, a link to the text of the voting form and the position statements on the distribution site, from the Stock Exchange member through which he holds his shares, no later than the first business day following the later of the date of its publication on the distribution site or after the Record Date, unless he informed the Stock Exchange member that he does not wish to receive such a link or that he wishes to receive voting forms by mail, in consideration of payment. The unregistered shareholder's notice with respect to the voting forms will also apply with respect to the receipt of position statements.

16. Inspection of the Voting Forms

One or more shareholders who hold on the Record Date shares at a rate constituting five percent (5%) or more out of the total voting rights in the Company (i.e. 1,295,811 ordinary shares of the Company, or more), and also a shareholder who holds such a rate out of all the voting rights which are not held by the controlling holder of the Company, as defined in Section 268 of the Companies Law (i.e. 654,727 ordinary shares of the Company, or more), may inspect at the Company's Offices, during regular work hours, the voting forms and the voting records through the Electronic Voting System, which have reached the Company, himself, or through a representative on his behalf, following the convening of the general meeting.

17. Adding an Item to the Agenda

17.1. After the date of publication of the voting form, there may be changes to the agenda, including the addition of an item to the agenda, and position statements may be published. In such case, it will be possible to inspect the up-to-date agenda and the position papers, that will be published in the Company's reports on the distribution site, as aforementioned in section 13 above.

17.2. If there is a request to add an item to the agenda of the Meeting, and the Company publishes an updated voting form (that includes the additional item(s)), then the Company will publish the updated voting form at the time of publication of the updated agenda of the Meeting, which will be in accordance with the schedule established in regulation 5B of the

Companies Regulations (Notice and Announcement of a General Meeting and a Class Meeting at a Public Company and Addition of an Item to the Agenda), 5760-2000.

18. Deadline for Company's Publication of the Amended Voting Form

A request of a shareholder pursuant to 66(b) of the Companies Law to include an item on the agenda of the Meeting shall be delivered to the Company until seven (7) days after the summon to the Meeting. If the Company's Board of Directors finds that the item requested to be included on the agenda is appropriate to be discussed at the Meeting, then the Company shall prepare an updated agenda and shall publish it no later than seven (7) days after the deadline for delivery of a shareholder request to include an item on the agenda of the Meeting.

19. **Cancellation of a Voting Form**

A shareholder may, up to twenty-four (24) hours prior to the time of the convening of the general meeting, contact the Company's Offices, and after proving his identity to the satisfaction of the Company's Secretary or another employee who has been appointed for this purpose, withdraw the voting form and his confirmation of ownership.

The shareholder shall indicate the manner of his voting with respect to the item on the agenda in the second part of the voting form

Voting Form – Part Two

Name of the Company: Delta Galil Industries Ltd.

Company's No.: 5200225602

Company's Address (for delivering and sending voting forms): 45 Haeshel St., Caesarea

Date of the Meeting: Tuesday, July 23, 2024, at 15:00

Type of the Meeting: A special and annual general meeting of the Company's shareholders

Record Date for ownership of the shares with respect to the right to vote at the general meeting: At the end of the trading day on the TASE of Tuesday, June 18, 2024, (the "**Record Date**"). If no trading is conducted on the Record Date, then the Record Date will be the first trading day prior thereto.

Details of the Shareholder

Name of the Shareholder: _____.

ID No.: _____.

If the shareholder does not possess an Israeli ID card -

Passport No.: _____.

Country of issue: _____.

If the shareholder is a corporation -

Corporation No.:_____.

Country of incorporation: _____.

Interested party, senior officer or an institutional investor:

Are you an interested party[1] in the Company?	Yes	No
Are you a senior officer[2] in the Company?	Yes	No
Are you an institutional investor[3]?	Yes	No

[1] As defined in section 1 of the Securities Law, 5728-1968 (the "**Securities Law**").

[2] As defined in section 37(d) of the Securities Law.

[3] As defined in regulation 1 of the Control of Financial Services Regulations (Provident Funds) (Participation by a Management Company in a General Meeting), 5769-2009, and also a Mutual Fund Manager, as that term is defined in the Joint Investment Trust Law, 5754-1994.

Manner of Voting:

	Item on the Agenda	**Manner of Voting**[4]			With respect to the approval of a transaction pursuant to sections 35FF(b) of the Securities Law, sections 239(b), 270(4) and 275 of the Companies Law, for which the majority required for its approval is not a simple majority, or the compensation policy pursuant to section 267A of the Companies Law - Are you a controlling holder or do you have a personal interest in the approval of the resolution?[5]	
		In favor	Against	Abstaining	Yes	No
A.	To reappoint the accounting firm PwC Israel as the Company's auditing account and to authorize the Company's Board of Directors to establish its remuneration, as set forth in section 1.2 of the Summon Report .					
B.	To approve the reappointment of Mr. Noam Lautman as a director in the Company, as specified in section 1.3 of the Summon Report.					
C.	To approve the reappointment of Mr. Isaac Dabah as a director in the Company, as					

[4] Not marking shall be considered abstaining from voting on such matter.

[5] The vote of a shareholder who does not complete will not be counted. It is not necessary to describe in the approval of the appointments in sections I and J a personal interest that is not a result of a connection with the controlling holder.

	specified in section 1.3 of the Summon Report.					
D.	To approve the reappointment of Ms. Tzipora Carmon as a director in the Company, as specified in section 1.3 of the Summon Report.					
E.	To approve the reappointment of Mr. Israel Baum as a director in the Company, as specified in section 1.3 of the Summon Report.					
F.	To approve the reappointment of Mr. Richard Hunter as a director in the Company, as specified in section 1.3 of the Summon Report.					
G.	To approve the reappointment of Mr. Shlomo Sherf as an external director in the Company, as specified in section 1.4 of the Summon Report.					
H.	To approve the reappointment of Mr. Yehoshua (Shuki) Gold as an external director in the Company, as specified in section 1.5 of the Summon Report.					
I.	The reapproval of the terms of the tenure and employment of the Company's CEO, Mr. Isaac Dabah, who is a controlling holder of the Company and who also					

	serves as a director in the Company, as specified in section 1.6 of the Summon Report.					
J.	Approval of the compensation policy for the Company, as specified in section 1.7 of the Summon Report					
K.	A share split of the Company's shares and authorization of the Company's Board of Directors to establish the split ratio; the cancellation of the shares' par value and the corresponding amendment of the Article, as specified in section 1.8 of the Summon Report					
L.	Approval of the transition from reporting in accordance with Chapter 6 of the Securities Law, 5728-1968 (the "Securities Law") to the reporting format in accordance with Chapter 5(c) of the Securities Law, as specified in section 1.9 of the Summon Report					
M.	Approval of the Company entering a Registration Rights Agreement with major shareholders (as they are defined below, including the controlling holder of the					

	Company), for the granting of registration rights with respect to the Company's securities held by them, directly and/or indirectly, as specified in section 1.10 of the Summon Report					

Date: _____ Signature: _____

For shareholders holding shares through a Stock Exchange member (pursuant to section 177(1) of the Companies Law) – this voting form shall have effect only with the attachment of a confirmation of ownership.

For shareholders registered in the Company’s shareholder registry - this voting form shall have effect only with the attachment of a photocopy of an identity card/passport/certificate of incorporation.