



GROUP107

**Group 107 Ltd.
(the "Company")**

December 10, 2025

To

לכבוד

Israel Securities Authority
<http://www.isa.gov.il/>

Tel Aviv Stock Exchange Ltd.
www.tase.co.il

Re: Private Investment Round

The Company hereby respectfully announces that on December 10, 2025, it entered into investment agreements by way of a private placement with several investors, in an aggregate amount of approximately NIS 2 million in the Company, including Mr. Alon Mason, Mr. David Ron, Mr. Yitzhak Melner and Ayalon Mutual Funds Ltd., for the allocation of 1,668,336 ordinary shares of the Company, with no par value (the "Ordinary Shares"), at a price of NIS 1.20 per share, and additionally 834,168 unlisted options, exercisable for a period of 24 months into up to 834,168 Ordinary Shares, subject to the payment of an exercise premium in the amount of NIS 1.40 per option.

It is hereby noted that the closing price of the Company's shares on the Tel Aviv Stock Exchange on December 9, 2025 (the day preceding the date of this immediate report) was NIS 1.09 per share.

In light of the foregoing, the Company shall publish, at the times prescribed by law, an immediate report in accordance with the Securities Regulations (Private Offering of Securities in a Listed Company), 2000, and the Securities Regulations (Periodic and Immediate Reports), 1970.

It is further clarified that nothing stated above shall constitute any indication and/or create any obligation on the part of the Company to carry out the allocation of the securities as described above. The execution of the allocation and the publication of the private offering report are subject to the receipt of all approvals required by law, including the approval of the Tel Aviv Stock Exchange Ltd. for the listing for trading of the allocated shares and the shares to be issued as a result of the exercise of the convertible securities

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**Respectfully,
Group 107 Ltd.
By:
Adi Katz
Chief Executive Officer and Director**