

10 May 2023

Windward Ltd.

("Windward", "the Company" or "the Group")

Result of Annual General Meeting

The votes received from shareholders on the Resolutions were as follows:

Resolution	Ordinary / Special	For		Against		Withheld	Total votes cast (excl. Votes withheld)	
		No. of votes	%	No. of votes	%	No. of votes	No. of votes	% ISC
1. To receive the audited accounts of the Group for the financial year ended 31 Dec 2022 together with the auditors' and Directors' reports on those accounts	Ordinary	58,630,472	100.00	0	0.00	0	58,630,472	68.45
2. To re-appoint The Right, Honourable, The Lord Browne of Madingley as a Director of the Company	Ordinary	58,630,472	100.00	0	0.00	0	58,630,472	68.45
3. To re-appoint Ami Daniel as a Director of the Company	Ordinary	58,630,472	100.00	0	0.00	0	58,630,472	68.45
4. To re-appoint Ofer Segev as a Director of the Company	Ordinary	58,630,472	100.00	0	0.00	0	58,630,472	68.45
5. To re-appoint Tom Hutton as a Director of the Company	Ordinary	58,630,472	100.00	0	0.00	0	58,630,472	68.45
6. To re-appoint Kesselman & Kesselman, Certified Public Accountants (Isr.), a member firm of PricewaterhouseCoopers International Limited, as auditors of the Company	Ordinary	58,630,472	100.00	0	0.00	0	58,630,472	68.45
7. To authorise the Board to fix the auditors' remuneration	Ordinary	58,630,472	100.00	0	0.00	0	58,630,472	68.45
8. To approve the grant of RSUs to the non-executive directors of the Company, as specified in Annex A of the Notice.	Ordinary	55,981,534	95.76	2,481,426	4.25	0	58,462,960	68.25

9. To approve the grant of RSUs to Ami Daniel, the Company's CEO, who also serves as a member of the Board, as specified in Annex B of the Notice.	Ordinary	43,698,122	94.63	2,481,426	5.38	0	46,179,548	53.91
10. To approve the grant of RSUs to Ofer Segev, the Company's CFO, who also serves as a member of the Board, as specified in Annex B of the Notice.	Ordinary	49,968,917	95.27	2,481,426	4.74	0	52,450,343	61.23
11. To approve the conversion of each existing issued and authorised ordinary shares of the Company par value of NIS 0.002 each, into one ordinary share with no nominal value and to amend the current Articles of Association of the Company, to reflect such conversion.	Ordinary	58,630,472	100.00	0	0.00	0	58,630,472	68.45
12. In accordance with article 10(c) of the AoA, the Directors will be generally authorised and empowered to allot equity securities pursuant to the authority conferred by article 10(a) of the Company's articles of association as if article 10(b) (existing shareholders' right of pre-emption) did not apply to the allotment.	Special	51,659,990	88.11	6,970,482	11.89	0	58,630,472	68.45

Shany Shalev
Company Secretary
10 May 2023