



This is an English translation of a Hebrew report that was published on August 15, 2023 (Ref. No: 2023-01-093906 (hereinafter: the "Hebrew Version")). This English version is only for convenience purposes. This is not an official translation and has no binding force. Whilst reasonable care and skill have been exercised in the preparation hereof, no translation can ever perfectly reflect the Hebrew Version. In the event of any discrepancy between the Hebrew Version and this translation, the Hebrew Version shall prevail.

Max Stock Ltd.
(the "Company")

August 15, 2023

Report of a Transaction with a Controlling Shareholder or Director Not Requiring General Meeting Approval

Regulation 37A(5) of the Securities Regulations (Periodic and Immediate Reports), 2006

1. A report is hereby being published on the approval of a transaction pursuant to Regulation 1B of the Companies Regulations (Reliefs for Interested Party Transactions), 2000.
2. The transaction was approved by the board of directors on August 14, 2023.
3. Overview of the primary terms of the engagement and the reasons of the board of directors and compensation committee for approving the transaction:

Further to that stated in section 1.5 of Regulation 22 in the Company's financial statements as of December 31, 2022, published on March 20, 2023 (Ref. No: 2023-01-024388) (the "2022 annual financial statements"), regarding the employment of Ms. Efrat Max, sister of Mr. Ori Max, Company CEO and one of its controlling shareholders, as manager of the coffee stand running at the chain's store operated by Big Max Ltd., since April 1, 2017, the Company hereby announces that, in accordance with the provisions of Regulation 1B(a)(4) of the Companies Regulations (Reliefs for Interested Party Transactions), 2000 (the "Relief Regulations"), on August 14, 2023, the compensation committee and board of directors of the Company approved the continued employment of Ms. Max in the same position and under the same terms (as specified in Note 28C(2) of the 2022 annual financial statements).

The compensation committee and board of directors found that Ms. Max's salary does not exceed the average monthly salary in the economy and is reasonable in light of the scope of employment, the nature of the role and her qualifications in performing the role. Additionally, true to date, no other employees apart from Ms. Max are engaged by the Company pursuant to Regulation 1B(a)(4) of the Relief Regulations.

About Max Stock

Max Stock is Israel's leading extreme value retailer, currently present in 59 locations throughout Israel and 2 locations in Portugal. We offer a broad assortment of quality products for customers' everyday needs at affordable prices, helping customers "Dream Big, Pay Small". For more information, please visit <https://ir.maxstock.co.il>

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