August 2025

MTI Wireless Edge Ltd

("**MTI**" or the "**Company**")

Notice of extraordinary shareholder meeting

Nomination of Chair and Vice Chair of the board of directors

MTI Wireless Edge Ltd. (AIM: MWE), the technology group focused on comprehensive communication and radio frequency solutions across multiple sectors, is pleased to announce that it will be holding an extraordinary general meeting of the Company (the "**EGM**") at 14.00 hrs (London time) on 29 September 2025. The EGM will be held at the offices of Allenby Capital Limited, 5 St. Helen's Place, London, EC3A 6AB for the purpose of:

EGM

1. electing Mrs. Amalia Borovitz Bryl as a director and the chair of the board of directors ("**Chair**") of the Company.
2. approval of Mrs. Amalia Borovitz Bryl entering into the existing Management Services Agreement (as defined below) replacing the late Mr. Zvi Borovitz as the Chair under the same terms and conditions,effective from 20 August 2025. Thisfollows the approval on 18 March 2025 of the management services agreement (the "**Management Services Agreement**"), summarized in relation to Mrs. Borovitz Bryl in Schedule A to this announcement, between the Company and Mokirei Aya Management (2003) Ltd. (the "**Management Company**") for the provision of the services of the Chairman of the Company for a further three years or for a longer period, to the extent prescribed in the provisions of the Israeli Companies Law, with effect from 1 March 2025 to the death of Mr. Zvi Borovitz.
3. approval of an amendment to the 2025 Remuneration Policy of the Company adopted in March 2025 ("**2025 Remuneration Policy**"), as detailed in Schedule B.
4. subject to the approval of the amendment to the 2025 Remuneration Policy, approval of the entering into a management service agreement with David Yariv, who is an existing director of the Company anda relative of Jacques and Rina Beer, and who is deemed part of the controlling shareholders of the Company,for his service as vice chairman of the board of directors of the Company ("**Vice Chairman**"), summarized in Schedule A to this announcement, until the end of February 2028 with effect from 20 August 2025.
5. approval of the granting of a deed of indemnification (the "**Deed**") to Mrs. Amalia Borovitz Bryl on the same terms as the other directors and officers of the Company for a three year term or for a longer period, to the extent prescribed in the provisions of the Israeli Companies Law.

Nomination of the Chair and approving the remuneration for Mrs. Borovitz Bryl

Following the adoption of the 2025 Remuneration Policy, the Deed for directors and office holders, and the extension of the Management Services Agreement on 18 March 2025, and the death of Mr. Zvi Borovitz the Company wishes to nominate Mrs. Amalia Borovitz Bryl as the Chair under the same terms and conditions as approved on 18 March 2025. The Management Company is a wholly owned subsidiary of Mokirei Aya Ltd., which is the controlling shareholder of MTI, as a result of which, according to sections 270 and 275 to the Israeli Companies Law, any amendments to the Management Services Agreement, and issuance of a deed to Mrs. Amalia Borovitz Bryl, requires the prior approval of the Remuneration Committee, the Board of Directors and the approval of shareholders at a general meeting.

As a result of the aforesaid provisions of the Israeli Companies Law, the Company (following receipt of approvals from the Audit Committee, acting also as the Remuneration Committee, and the Board of Directors of the Company) proposes to change the Management Services Agreement, approving Mrs. Borovitz Bryl as the Chair under the terms set out in Schedule A to this announcement which are the same terms approved at the extraordinary general meeting of the Company on 18 March 2025, including the grant of the Deed and inclusion in insurance arrangements for officers, for a three year term or for a longer period, effective from 1 March 2025, to the extent prescribed in the provisions of the Israeli Companies Law.

In addition, it should be noted that both the Company and the Management Company are Israeli companies and subject to the provisions of the Israeli Companies Law.

Amalia Borovitz Bryl

Amalia Borovitz Bryl is an innovation strategy consultant to various high-tech companies in Israel, helping them define their short and long-term strategic goals andform detailed execution and yearly work plans. She also consulted for multi-national enterprises (Samsung and Seagate) in creating their innovation centres in Israel and connecting with the local business ecosystem. In parallel, she co-founded and is still involved in an Israeli investment syndication platform, focused exclusively on EdTech and learning technologies that aim to solve the ever-changing needs of the modern-day workplace.

She holds a Master's Degree in Business Administration with a major in Finance and a Bachelor of Law, LL. B, both from Tel-Aviv University, Israel and participated in the Harvard Business School, Leadership Program (Harvard-Maoz collaboration).

Mrs. Borovitz Bryl has previously served as a director of MTI Computers and Software Services (1982) Ltd. until its merger into MTI in 2018. Mrs. Borovitz Bryl is the daughter of the late Mr. Zvi Borovitz and the sister ofMoni Borovitz, CEO of the Company.

Mrs. Borovitz Bryl has signed a director eligibility declaration indicating that she can be nominated as a director of the Company in accordance with the Israeli Companies Law. Her declaration is included in Schedule C to the notice of EGM, which will shortly be available to view on the Company's website.

Additional disclosures required under the AIM Rules for Companies

Pursuant to Rule 17 and Schedule Two Paragraph (g) of the AIM Rules for Companies, Amalia Borovitz Bryl (née Amalia Borovitz), age 58, is, or has during the previous five years, been a director or partner of the following companies and partnerships:

Current Directorships or Partnerships		*Directorships or Partnerships in the previous five years*
Mokirei Aya Ltd. (Israel) EDvantage (Learning Advantages) Ltd (Israel)		Kvasir Education Ltd (Israel) Strigo Ltd (Israel) Makeree Ltd (Israel)

Mrs. Borovitz Bryl has a 25% interest in and is a director ofMokirei Aya Ltd, which holds 27,020,895 Ordinary Shares in the Company. Mrs. Borovitz Bryl has no direct holding in the Company.

Approval of amendment to the Company's Remuneration Policy

Pursuant to Section 267 to the Israeli Companies Law, any remuneration policy for officers requires the prior approval of that company's board of directors, remuneration committee and at a general meeting of shareholders.The last approval was received in March 2025, but due to the death of the founder and late chairman of the Company, Mr. Zvi Borovitz, the board of directors of the Company wishes to strengthen the board and proposes to amend the 2025 Remuneration Policy, as detailed in Schedule B.

Nomination of the Vice Chairman and approving the remuneration for Mr. David Yariv

As Zvi Borovitz was the Company's founder and had a key role on the board, the members of the board believe that a small restructuring of the board will be beneficial to the Company and the additional role for Mr. David Yariv as Vice Chairman will enable him to devote more time to the board and allow the board to focus more on the opportunities that are available to the Company.

Related party transactions

As at the date of this announcement, the Management Company is a wholly owned subsidiary of Mokirei Aya Ltd., a company controlled by members of the Borovitz family (including the estate of Zvi Borovitz, Moni Borovitz, director and CEO of the Company and Amalia Borovitz Bryl who is proposed for nomination as the Chair of the Company). Mokirei Aya Ltd is interested in a total of 27,020,895 Ordinary Shares, which represents 31.35% of the voting rights in the issued ordinary share capital of the Company (or 30.52% without taking into consideration the shares held by the Company as treasury shares). The estate of Zvi Borovitz and Moni Borovitz are also beneficially interested in 1,146,429 and 371,254 Ordinary Shares respectively, representing 1.33% and 0.43% of the voting rights in the issued ordinary share capital of the Company (or 1.29% and 0.42% without taking into consideration the shares held by the Company as treasury shares).

Jacques and Rina Beer with whom Mokirei Aya Ltd, has a joint control agreement, are collectively interested in a total of 9,647,042Ordinary Shares, which represents 11.19% of the voting rights in the issued ordinary share capital of the Company (or 10.90% without taking into consideration the shares held by the Company as treasury shares). The Company's non-executive director, David Yariv is the son in-law of Jacques and Rina Beer and is appointed to the Company's board as a representative director pursuant to the aforementioned joint control agreement.

Notice to shareholders

The notice of the EGM will be posted to shareholders and will shortly be available on the Company's website at the following address,www.mtiwirelessedge.com, in accordance with AIM Rule 20.

Schedule A

Proposed Chair - Mrs. Amalia Borovitz Bryl

Fixed component-- Similar fee to that approved for the late chairman of the boardat the extraordinary general meeting of the Company on 18 March 2025.

The Chair shall be entitled to a management fee of NIS 51,000 per month based on a minimum of 40% of a standard working week. This fixed component shall be linked to CPI-related inflation adjustment increases, as per the existing terms of the Management Services Agreement.

In addition to the management fee the Chair is entitled to a car as per the existing terms of the Management Services Agreement.

Variable Component- No change from the 2025 remuneration plan approvedat the extraordinary general meeting of the Company on 18 March 2025.

Minimum- No bonus will be paid if the Company's net consolidated profit is below US$1,200,000.
A variable bonus of 2.5% of the Company's net consolidated profit above US$1,200,000, prior to the bonuses distributed by the Company to its managers under the remuneration policy, will be paid.

Maximum- Maximum Variable Compensation per annum - US$100,000.

Equity Compensation- No updates versus the 2022remuneration plan.

For the avoidance of doubt, the Deed and Directors' and Officers' insurance arrangements applicable to the Company's directors and officers and in accordance with the 2025 Remuneration Policy shall apply to Mrs. Amalia Borovitz Bryl.

Proposed Vice Chairman - Mr. David Yariv

Fixed component-- The Vice Chairman shall be entitled to a management fee of NIS 17,000 per month for ongoing consultation based on approximately 15% of a standard working week. This fixed component shall be linked to CPI-related inflation adjustment increases, as per the existing terms of the Management Services Agreement.

Variable Component- **Minimum** - No bonus will be paid if the Company's net consolidated profit is below US$1,200,000. A variable bonus of 1% of the Company's net consolidated profit above US$1,200,000, prior to the bonuses distributed by the Company to its managers under the remuneration policy, will be paid.

Maximum- Maximum Variable Compensation per annum - US$35,000.

Equity Compensation- No updates versus the 2022remuneration plan.

For the avoidance of doubt, the Deed and Directors' and Officers' insurance arrangements applicable to the Company's directors and officers and in accordance with the 2025 Remuneration Policy shall continue to apply to Mr. David Yariv.

Furthermore - this new remuneration shall replace the current annual fee paid to Mr. David Yariv.

Schedule B -Amendment to Office Holders' Remuneration Policy Outline

Following the death of the founder and late chairman of the Company, Mr. Zvi Borovitz, the board of directors of the Company, wishes to appoint Mr. David Yariv as Vice Chairman of the Company's Board, in order to strengthen the Board and increase the Vice Chairman's involvement in the Company.

Therefore, the Company proposes to updatethe Remuneration Policy of the Company("2025 Remuneration Policy")adopted in March 2025through an addendum to the 2025 Remuneration Policy, as detailed below,in order to reflect the changes in the Company's management structure and the compensation offered.

Addendum to the 2025 Remuneration Policy

1. The Vice Chairman capacity will be limited to no more than20% of a standard working week, although it might be lower capacity and be as required.

2. Fixed remuneration components (section 8 to2025 Remuneration Policy): The maximum Fixed remuneration component for the services of the Vice Chairman shall be no more than 20,000 NIS per month.

3. Variable Component - Bonus (section 9 to2025 Remuneration Policy):The Company may offer to the Vice Chairman avariable component whichshall be limited to a maximum of 1% of the consolidated net profit exceeding the Consolidated Net Profit Floor and before bonuses distributed by the Company to its managers under the 2025 Remuneration Policy, allas defined in the2025 Remuneration Policy. Such variable component shall be limited to a maximum of $35,000 per year.

4. The provisions of the 2025 Remuneration Policyon equity components, advance notice and severance grants (sections 10-11 to 2025 Remuneration Policy)that apply to otherofficers(as defined in the Remuneration Policy) may also apply accordingly to theVice Chairman.

5. For the avoidance of doubt, it is hereby clarifiedthat the VAT amount, if applicable, is not included.

6. Subject to this Addendum receiving all of the required approvals in accordance with the Companies Law-1999,this Addendum shall become part of the 2025 Remuneration Policyfor all intents and purposes. Except these changes, all otherparts of the 2025 Remuneration Policy shall remain in force and as approved in March2025.

For further information please contact:

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About MTI Wireless Edge Ltd. ("MTI")

Headquartered in Israel, MTI is a technology group focused on comprehensive communication and radio frequency solutions across multiple sectors through three core divisions:

Antenna division

MTI is a world leader in the design, development and production of high quality, state-of-the-art, and cost-effective antenna solutions including Smart Antennas, MIMO Antennas and Dual Polarity Antennas for wireless applications. MTI supplies antennas for both military and commercial markets from 100 KHz to 174 GHz.

Internationally recognized as a producer of commercial off-the-Shelf and custom-developed antenna solutions in a broad frequency range, MTI addresses both commercial and military applications.

MTI supplies directional and omnidirectional antennas for outdoor and indoor deployments, including smart antennas for 5G backhaul, Broadband access, public safety, RFID, base station and terminals for the utility market.

Military applications include a wide range of broadband, tactical and specialized communication antennas, antenna systems and DF arrays installed on numerous airborne, ground and naval, including submarine, platforms worldwide.

Water Control & Management division

Via its subsidiary, Mottech Water Solutions Ltd ("Mottech"), MTI provides high-end remote control and monitoring solutions for water and irrigation applications based on Motorola's IRRInet state-of-the-art control, monitoring and communication technologies.

As Motorola's global prime-distributor Mottech serves its customers worldwide through its international subsidiaries and a global network of local distributors and representatives. With over 25 years of experience in providing customers with irrigation remote control and management, Mottech's solutions ensure constant, reliable and accurate water usage, increase crops quality and yield while reducing operational and maintenance costs providing fast ROI while helping sustain the environment. Mottech's activities are focused in the market segments of agriculture, water distribution, municipal and commercial landscape as well as wastewater and storm-water reuse.

Distribution & Professional Consulting Services division

Via its subsidiary, MTI Summit Electronics Ltd., MTI offers consulting, representation and marketing services to foreign companies in the field of RF and Microwave solutions and applications including engineering services (including design and integration) in the field of aerostat systems and the ongoing operation of Platform subsystems, SIGINT, RADAR, communication and observation systems which is performed by the Company. It also specializes in the development, manufacture and integration of communication systems and advanced monitoring and control systems for the Government and defence industry market.

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