



**Quarterly report for
the period ended March 31, 2023**

Board of Directors' Report on the state of the company's affairs

We are pleased to present to shareholders the report of the Board of Directors of Automated Banking Services Ltd. (hereinafter: "the Company" or "Shva") as of March 31, 2023 for the three months then ended (hereinafter: "Reported Period") in compliance with the provisions of Regulation 48 of the Israel Securities Regulations (Periodic and Immediate Reports), 1970. This directors' report presents events and changes that occurred in the Company's position during the reported period and which had material impact on the interim financial statements and the corporation's business report. This report is limited in scope and therefore should be read in conjunction with periodic report for the year ended December 31, 2022, which was published on March 28, 2023 (ISA reference number 2023-01-034500) and the amended report which was published on March 30, 2023 (ISA reference number 2023-01-035169) ("the Company's 2022 Periodic Report"), which is presented in this report by way of reference.

1. Key data from the description of the corporation's business and the explanations of the board of directors for the state of the corporation's business

1.1 General

The Company was incorporated in Israel in 1978 as a private company under the Israel Companies Law. In early June 2019, after completing a public offering of its shares, the Company became listed and a 'reporting corporation', as this term is defined by the Securities Law. Accordingly, as of this date, the Company reports under International Financial Reporting Standards (IFRS) and Israel Security Regulations (Annual Financial Statements), 2010.

The Company is engaged in the operation of controlled payment systems as defined in Payments System Law 2008, which allow, inter alia, transferring approvals for charge card transactions, collection of charge card transactions from terminals at businesses, providing a clearing interface between Clearing entities and charge card issuers, and transferring approvals for cash withdrawal transactions at ATMs, carrying out their accounting and carrying out direct clearing for the two payment systems in the Zahav system of the Bank of Israel, as well as in other related activities. Currently, the Company has a single operating segment, the clearing segment, which includes among others, several activities as follows:

- (1) Operation of a bidirectional communication system between Clearing entities and charge card issuers and businesses, for the approval and collection of transactions performed using charge cards at businesses (hereinafter, respectively: the "**Approval and Collection Interface**" and the "**Approval and Collection Services**"). The credit card companies participating in the system are Isracard Ltd., Israel Credit Cards Ltd. and Max It Finance Ltd. as the issuing and clearing companies (Isracard, Cal and Max are collectively referred to below as: "the credit companies" or "credit card companies"). In April 2017 and March 2018, the Bank of Israel granted a clearing license to two additional companies that commenced their activities as clearing companies - Tranzilla Ltd. and Cardcom Clearing Ltd. that joined as participants in the system.
- (2) Management and operation of the accounting interface of the debit card system - for the purpose of calculating the net activity, i.e. the final accounting between an issuer and a clearing entity for debit card activity at businesses, the system receives from the clearing entities the transactions that were not issued by them, and offsets the credit amounts amongst them, offsetting the cross commission. At the end of the calculation, credit/debit files are produced for the relevant parties. As of May 7, 2023, these files are deposited in the Zahav system, for direct clearing.

- (3) Management and operation of a switching system connecting different ATM networks, including those operated by various banks, such as Bank Leumi Le-Israel Ltd. (hereinafter: “**Bank Leumi**”), Bank Hapoalim Ltd. (hereinafter: “**Bank Hapoalim**”), Israel Discount Bank Ltd. (hereinafter: “**Discount Bank**”), First International Bank of Israel Ltd. (hereinafter: “**FIBI**”), Mizrahi Tefahot Bank Ltd. (hereinafter: “**Mizrahi Tefahot Bank**”), Bank of Jerusalem Ltd. (hereinafter: “**Bank of Jerusalem**”) and Bank Yahav for Government Employees Ltd. (hereinafter: “**Bank Yahav**”) and One Zero Digital Bank Ltd. (“**The Digital Bank**”) (and through them, connectivity is made to additional banks as well), in a manner that allows transmitting transaction approvals for withdrawal and information requests at various ATMs (operated by those banks, and also for other banks through them), regardless of the bank at which the customer has an account or the entity that owns the ATM (hereinafter: the “**ATM Switch**” and the “**ATM Switching Services**”). On March 15, 2021, a license to provide deposit and credit services was granted to Ofek Cooperative Credit Society Ltd. by the Capital Market, Insurance and Savings Authority. The validity of the license was extended until December 31, 2024. Ofek Credit Society is planned to connect to the Company's ATM switch until the end of 2023.
- (4) In accordance with the directives of the Bank of Israel, the Company is expected to begin providing management and operation services of the ATM accounting interface during the third quarter of 2023. For the purpose of calculating the net activity between issuers and ATM operators for cash withdrawals, ATM operators will transfer files containing cash withdrawals made with cards of other banks or non-bank issuing operators. At the end of the calculation, the system will generate credit/debit files that will be sent to the relevant parties concurrently with their deposit in the Zahav system operated by the Bank of Israel, for the purpose of direct clearing.
- (5) Development and distribution of the Ashrait PC and Ashrait WEB software - the Company has developed a software program that serves as an infrastructure program for points of sale, which allows the execution of charge card transactions at businesses. The software allows for two work configurations – running on the computer of the place of business or running on servers of the Company.
- (6) Membership in the association for management of EMV terminal protocol in Israel - the Company is active in the association and promotes changes to improve the payment systems in Israel.
- (7) Tests to approve POS devices (Point of sale) or Pin Pad devices for the EMV system - for the purpose of commencing the operation of new devices at businesses, the Company performs testing services to approve the operation of the devices according to the EMV protocol.
- (8) Certification of terminals for Ashrait EMV - As a supplementary service to Clearing entities, with the intention of promoting adoption of EMV-supporting terminals, the Company offers an end-to-end certification service for terminals for the purpose of qualifying the EMV standard.
- (9) Services to discount companies - the Company provides a service to discount companies that offer advance payments to businesses for transactions carried out at terminals placed in businesses.
- (10) Service to adjustment companies - the Company provides information services to adjustment companies that perform comparison between the data that is transferred to it from the Company and the credits that the business receives from the clearing entities at the terminal.
- (11) DS3 service - the Company offers a service for identifying debit card holders in internet transactions, for the purpose of reducing fraud and denials.

For further details regarding the services provided by the Company see Chapter A - Description of the Corporation's Business in the periodic report of the Company for 2022.

1.2 Economic development in Israel

The consumer price index increased in the first three months of 2023 at a rate of about 1.2%. According to the estimate of the Bank of Israel, the inflation rate in 2023 is expected to be at the upper limit of the target (3%).

Beginning in April 2022, the Bank of Israel raised the interest rate in Israel several times from the zero rate, which it has maintained in recent years, to its current level of 4.5%. The main factors that led to the decision to raise the interest rate were the fact that inflation in the last twelve months was above the upper limit and the fact that the expectations and forecasts for inflation in the first year around the upper limit of the inflation target. Another effect was the weakening of the shekel against the dollar and the euro, which during the first three months of 2023 the shekel weakened relative to the US dollar by 2.7% and relative to the euro by 4.8%. The main effect of the increase in inflation and interest rates is on the value of the Company's securities for trading portfolio which reflected in financing expenses.

Changes in legislation in Israel

During the reported period, the Israeli government has taken legislative measures, some of which have already passed the first reading in the Knesset, the purpose of which is to make constitutional changes in the Israeli legal system, which led to a wave of protest in the Israeli public and warnings from economic experts regarding the damage to the Israeli economy. As of the date of the report, the legislative work regarding the laws included in the constitutional changes has not yet been completed, and the Company is unable to assess whether and how these changes will affect its operations or the Israeli economy.

The above discussion is forward-looking information, as this term is defined by the Israel Securities Law, 1968, and is an assessment that relies on the information available to the Company as of the date of publishing the financial statements. This information includes forecasts, assessments, estimates and other information that relate to future events and matters that are uncertain and not exclusively controlled by the Company ("Forward-Looking Information").

Key facts and data underlying this information concern the current position of the Company and its business, the situation in Israel that affects the activity of the Company, various regulatory guidance that apply to the Company and macroeconomic data, all as known to the Company on the date of this report. It is uncertain whether the expectations and assessments of the Company will eventually materialize, and its results of operations may be significantly different than the results that are estimated or implied above, among other factors, due to the intensity, scale, scope, duration of such circumstances, and the ability of the Company to manage them.

1.3 Activity of the Company in the Reported Period

Transactions with charge cards

Debit transactions – The number of debit transactions executed with all credit card companies.

Credit transactions – The number of credit transactions executed with all credit card companies.

Below are the total numbers of debit and credit transactions completed using the Ashrait system (in millions of transactions):

	For the three -month period ended March 31		For the year ended December 31,
	2023	2022	2022
Debit transactions	532	470	2,045
Credit transactions	5	5	21

ATM switching services

Number of balance checks and withdrawals – The number of times that holders of bank-issued charge cards check their account balance on ATMs of banks (hereinafter: the “Clearing Bank”), and the number of cash withdrawal requests that the Clearing Bank submitted, through the Company, to the issuing bank.

Amount – The cumulative total amount of withdrawal requests that Clearing Banks submitted through the Company to the issuing bank.

Below are total numbers of account balance checks and withdrawals (in thousands of transactions) and total amounts of withdrawal requests (in millions of NIS):

	For the three -month period ended March 31		For the year ended December 31,
	2023	2022	2022
Total numbers of account balance checks and withdrawals (in thousands of transactions)	15,655	15,323	64,974
Total amounts of withdrawal requests (in millions of NIS)	12,773	12,078	52,264

1.5 Material events during the Reported Period**Update to Section 8.12 New Products and New Activities in Part A - Description of the Corporation's Business in the Company's Periodic Report for 2022:****SHVA Arena**

During the first quarter, the Company advanced the development and expansion of its Ashrait software capabilities in accordance with the changing market needs, thus enabling payment solution providers (PSPs) to provide businesses with a variety of new value propositions and advanced technologies over the payment system infrastructure. As part of Ashrait extension services, during the first quarter the Company developed an innovative solution - Tap on Phone, which enables the smartphone to be turned into a payment terminal.

Other services:

Response on behalf of the issuer - in light of the increase in the number of approval requests over the years, the Company has developed an option to answer on behalf of the issuers according to a pre-defined business logic, and this is for the purpose of providing a quick answer to requests for approval. During the first quarter, the Company completed developments to expand the service and provide a full response to the customers' needs - the use of this service involves payment according to the Company's price list.

Management of failure arrangement aimed at handling the failure of a participant in the debit card and ATM payment systems - during the first quarter, the Company continued to work in favor of managing and formulating a process with the participants upon a failure, a project that was managed for about two years with the participation of the Bank of Israel and the participants of the payment systems.

As part of formulating the default arrangements, agreements were signed with the Bank of Israel and the system participants on April 30, 2023, and on May 1, 2023, collateral funds were deposited in the accounts at the Bank of Israel that are managed in trust by Shva for the system participants.

Update to section 1.3 expenses and required investments in respect of separation of Masav in the board report included in the Company's periodic report for 2022

The continued implementation of the separation from Masav and the Company's strategic plan led to an increase in the cost of manpower and other costs that led to an increase in the Company's operational, management and general expenses in accordance with the estimate of the expected costs given in this section. For more details, see Note 3 to the financial statements.

Update to section 19 targets and business strategy description of the corporation's business in the Company's periodic report for 2022:

In accordance with what is indicated in the Company's periodic report for 2022, in the first quarter the Company began the process of modernizing significant parts of the central core system by analyzing the existing code and preparing infrastructure for a transition to a newer technology. Also, as part of the technological improvements, the Company automates manual processes for the purpose of operational efficiency, simplification and shortening of the processes and improvement of the customer experience.

Report of the Board of Directors and Management for the quarter ended March 31, 2023

The above discussion is forward-looking information, as this term is defined by the Israel Securities Law, 1968, and is an assessment that relies on the information available to the Company as of the date of publishing the financial statements. This information includes forecasts, assessments, estimates and other information that relate to future events and matters that are uncertain and not exclusively controlled by the Company ("Forward-Looking Information").

Key facts and data underlying this information concern the current position of the Company and its business, the situation in Israel that affects the activity of the Company, various regulatory guidance that apply to the Company and macroeconomic data, all as known to the Company on the date of this report. It is uncertain whether the expectations and assessments of the Company will eventually materialize, and its results of operations may be significantly different than the results that are estimated or implied above, among other factors, due to the intensity, scale, scope, duration of such circumstances, and the ability of the Company to manage them.

1.6 Financial position and results of activity

The following presents key information from the financial statements of the Company and explanations of main changes in statement of financial position items as of March 31, 2023 compared to December 31, 2022 (NIS in thousands):

	As of March 31	As of December 31		
	2023	2022		
	(Unaudited)	(Audited)	Change	Comments and explanations
Assets				
Cash and cash equivalents	39,038	37,941	1,097	
Short term deposits	10,015	10,087	(72)	
Marketable securities portfolio	128,075	127,554	521	
Trade receivables	24,470	21,959	2,511	Increase derives from increased in activity and timing of current payments
Other accounts receivable	5,015	3,447	1,568	
Excess plan assets for post-retirement employee benefits	964	953	11	
Property, plant and equipment, net	25,713	24,891	822	
Intangible assets, net	5,796	3,720	2,076	In respect of investment in projects in the reported period.
Right-of-use assets	20,831	20,788	43	
Long-term prepaid expenses	2,678	1,922	756	
Deferred taxes	678	664	14	
Liabilities and equity				

Report of the Board of Directors and Management for the quarter ended March 31, 2023

Current maturities for leases	2,255	2,120	135	
Trade payables	4,562	3,561	1,001	
Other payables				Derives from dividend declared in the reported period and paid thereafter.
	36,811	13,033	23,778	
Income tax payable	88	2,170	(2,082)	Derives from a provision for tax for 2023 net of payment to income tax.
Lease liabilities	19,204	19,252	(48)	
Liabilities for employee benefits	1,280	1,342	(62)	
Equity attributed to shareholders of the Company	199,073	212,448	(13,375)	

1.7 Results of operations

The following are the key changes in profit and loss items for the period ended March 31, 2023 compared to the period ended March 31, 2022 (NIS in thousands):

	For the three-month period ended March 31		For the year ended December 31	Change compared to March 31	Comments and explanations compared to corresponding period last year
	2023	2022	2022	2022	
	(Unaudited)		(Audited)		
Revenue from services provided to credit card companies	28,382	25,893	108,495	2,489	Increase in transaction-based revenues and an increase in the number of pinpads, which was partially offset by a decrease in the number of connected terminals.
Revenue from services provided to others	2,349	2,125	8,788	224	Mainly new revenues
Total revenues	30,731	28,018	117,283	2,713	
Operational, administrative and general expenses	20,960	16,208	71,452	4,752	The increase is mostly due to additional workforce as part of the continued implementation of separation from Masav and implementing the strategic plan
Operating income	9,771	11,810	45,831	(2,039)	In view of the increase in expenses
Financial income (expenses), net	594	(3,276)	(11,391)	3,870	Volatility in the capital market, increase in the value of the Company's portfolio of marketable securities compared to last year's decrease.

Report of the Board of Directors and Management for the quarter ended March 31, 2023

Income before income tax	10,365	8,534	34,440	1,831	Decrease derives from the financing effect as aforesaid.
Provision for income tax	2,386	2,031	10,355	355	
Net income attributed to shareholders	7,979	6,503	24,085	1,476	The decrease was driven by the trends discussed above.
Net basic and diluted earnings per share	0.20	0.16	0.60		

1.8 Liquidity and sources of financing

The following are the key changes in cash flow items in the period ended March 31, 2023 compared to the period ended March 31, 2022 (NIS in thousands):

	For the three-month period ended March 31		For the year ended December 31	Comments and explanations compared to corresponding period last year
	2023	2022	2022	
	(Unaudited)		(Audited)	
Net income for the period	7,979	6,503	24,085	
Adjustments to income	4,279	6,930	30,261	
Cash flows before changes in asset and liability items and before finance and taxes	12,258	13,433	54,346	
Changes in asset and liability items, net	(2,056)	(3,538)	4,233	
Cash flow from taxes and finance	(3,931)	(5,818)	(11,445)	
Net cash provided by operating activity	6,271	4,077	47,134	
Net cash used in investing activity	(4,596)	(1,433)	(29,105)	Mainly from investing in a short-term deposit and purchasing fixed assets
Net cash used in financing activity	(578)	(352)	(23,915)	Dividend payments in 2022

1.9 Financing sources

The Company finances all activity from using its own resources.

2. [Exposure to and management of market risks](#)

Market risk exposure of the Company

In the first quarter of 2023, there were no material changes in the Company's risk assessment and risk profile. For more details regarding the description of the market risks to which the Company is exposed, see section 2 of the Company's board of directors and management report. The marketable securities portfolio as of March 31, 2023 amounted to NIS 128,075 thousand, compared to NIS 127,554 thousand as of December 31, 2022. Cash and bank deposits as of March 31, 2023 amounted to NIS 49,053 thousand, compared to NIS 48,028 thousand as of December 31, 2022. The value of the marketable securities portfolio, cash and bank deposits as of March 31, 2023 amounted to NIS 177,128 thousand compared to NIS 175,582 thousand as of December 31, 2022.

Officer responsible for market risk of the Company

The officer responsible for market risk of the Company is Mr. Eitan Lev Tov, CEO of the Company.

Market risk management policy of the Company

The overall responsibility for market risk management and oversight is of the Company's board of directors. For information about risk management policy, investment policy and oversight of market risk, see the Company's board of directors and management report in the Company's 2022 periodic report.

Report of the Board of Directors and Management for the quarter ended March 31, 2023

2.1 Fair value of financial instruments and sensitivity tests

2.1.1 Fair value of financial instruments

	As of March 31, 2023				
	NIS in thousands				
	Israeli currency		Foreign currency		
	Unlinked	Linked	US dollar	Other	Total
Assets					
Cash and bank deposits	37,862	-	1,176	-	39,038
Short term deposits	10,015	-	-	-	10,015
Marketable securities	72,908	49,598	5,569	-	128,075
Trade receivables	24,470	-	-	-	24,470
Other receivables	5,015	-	-	-	5,015
Total financial assets	150,270	49,598	6,745	-	206,613
Current maturities of lease liabilities	-	2,255	-	-	2,255
Trade payables	4,562	-	-	-	4,562
Other payables	32,203	-	-	-	32,203
Income tax payable	-	88	-	-	88
Lease liabilities	-	19,204	-	-	19,204
Total financial liabilities	36,765	21,547	-	-	58,312
Net fair value of financial instruments	113,505	28,051	6,745	-	148,301

	As of March 31, 2022				
	NIS in thousands				
	Israeli currency		Foreign currency		
	Unlinked	Linked	US dollar	Other	Total
Assets					
Cash and bank deposits	46,119	-	-	-	46,119
Marketable securities	69,600	58,340	5,892	-	133,832
Trade receivables	24,345	-	-	-	24,345
Other receivables	5,059	-	-	-	5,059
Total financial assets	145,123	58,340	5,892	-	209,355
Current maturities of lease liabilities	-	1,360	-	-	1,360
Trade payables	1,812	-	-	-	1,812
Other payables	32,882	-	-	-	32,882
Income tax payable	-	1,222	-	-	1,222
Lease liabilities	-	11,088	-	-	11,088
Total financial liabilities	34,694	13,670	-	-	48,364
Net fair value of financial instruments	110,429	44,670	5,892	-	160,991

2.1.1 Fair value of financial instruments (Cont.)

	As of December 31, 2022				
	NIS in thousands				
	Israeli currency		Foreign currency		
	Unlinked	Linked	US dollar	Other	Total
Assets					
Cash and bank deposits	37,937	-	2	2	37,941
Short term deposits	10,087	-	-	-	10,087
Marketable securities	74,064	50,038	3,452	-	127,554
Trade receivables	21,959	-	-	-	21,959
Other receivables	596	-	-	-	596
Total financial assets	144,643	50,038	3,454	2	198,137
Current maturities of lease liabilities	-	2,120	-	-	2,120
Trade payables	3,561	-	-	-	3,561
Other payables	8,529	-	-	-	8,529
Income tax payable	-	2,170	-	-	2,170
Lease liabilities	-	19,252	-	-	19,252
Total financial liabilities	12,090	23,542	-	-	35,632
Net fair value of financial instruments	132,553	26,496	3,454	2	162,505

2.1.2 Impact of hypothetical changes in interest rate on net fair value of financial instruments:

	As of March 31, 2023							
	NIS in thousands							
	Net fair value of financial instruments considering change in interest rate							
	Israeli currency		Foreign currency		Change in fair value			
	Unlinked	Linked	US dollar	Other	Total	NIS in thousands	%	
Immediate increase of 1%	111,088	26,893	6,745	-	144,727	(3,574)	(2.41)	
Immediate increase of 0.1%	113,262	27,935	6,745	-	147,942	(359)	(0.24)	
Immediate decrease of 1%	115,921	29,209	6,745	-	151,875	3,574	2.41	
Immediate decrease of 0.1%	113,748	28,167	6,745	-	148,660	359	0.24	

	As of March 31, 2022							
	NIS in thousands							
	Net fair value of financial instruments considering change in interest rate							
	Israeli currency		Foreign currency		Change in fair value			
	Unlinked	Linked	US dollar	Other	Total	NIS in thousands	%	
Immediate increase of 1%	108,043	42,762	5,892	-	156,697	(4,294)	(2.67)	
Immediate increase of 0.1%	110,190	44,479	5,892	-	160,561	(430)	(0.27)	
Immediate decrease of 1%	112,816	46,577	5,892	-	165,285	4,294	2.67	
Immediate decrease of 0.1%	110,669	44,860	5,892	-	161,421	430	0.27	

Report of the Board of Directors and Management for the quarter ended March 31, 2023

	As of December 31, 2022						
	NIS in thousands						
	Net fair value of financial instruments considering change in interest rate						
	Israeli currency		Foreign currency			Change in fair value	
	Unlinked	Linked	US dollar	Other	Total	NIS in thousands	%
Immediate increase of 1%	130,551	25,474	3,454	2	159,481	(3,024)	(1.86)
Immediate increase of 0.1%	132,352	26,395	3,454	2	162,203	(302)	(0.19)
Immediate decrease of 1%	134,554	27,519	3,454	2	165,529	3,024	1.86
Immediate decrease of 0.1%	132,753	26,598	3,454	2	162,807	302	0.19

2.1.3 Impact of hypothetical changes in prices of marketable shares on net fair value of financial instruments:

	As of March 31, 2023						
	NIS in thousands						
	Net fair value of financial instruments considering change in prices of marketable shares						
	Israeli currency		Foreign currency			Change in fair value	
	Unlinked	Linked	US dollar	Other	Total	NIS in thousands	%
Immediate increase of 10%	114,877	28,051	7,173	-	150,101	1,800	1.21
Immediate increase of 5%	114,190	28,051	6,958	-	149,200	899	0.61
Immediate decrease of 10%	112,131	28,051	6,319	-	146,501	(1,800)	(1.21)
Immediate decrease of 5%	112,817	28,051	6,533	-	147,402	(899)	(0.61)

	As of March 31, 2022						
	NIS in thousands						
	Net fair value of financial instruments considering change in prices of marketable shares						
	Israeli currency		Foreign currency			Change in fair value	
	Unlinked	Linked	US dollar	Other	Total	NIS in thousands	%
Immediate increase of 10%	112,382	44,670	6,481	-	163,533	2,542	1.58
Immediate increase of 5%	111,406	44,670	6,187	-	162,263	1,272	0.79
Immediate decrease of 10%	108,476	44,670	5,303	-	158,449	(2,542)	(1.58)
Immediate decrease of 5%	109,452	44,670	5,597	-	159,719	(1,272)	(0.79)

	As of December 31, 2022						
	NIS in thousands						
	Net fair value of financial instruments considering change in prices of marketable shares						
	Israeli currency		Foreign currency			Change in fair value	
	Unlinked	Linked	US dollar	Other	Total	NIS in thousands	%
Immediate increase of 10%	133,868	26,496	4,428	2	164,794	2,289	1.41
Immediate increase of 5%	133,210	26,496	3,942	2	163,650	1,145	0.70
Immediate decrease of 10%	131,237	26,496	2,481	2	160,216	(2,289)	(1.41)
Immediate decrease of 5%	131,894	26,496	2,968	2	161,360	(1,145)	(0.70)

Report of the Board of Directors and Management for the quarter ended March 31, 2023

2.1.4 Impact of changes in the Israel Consumer Price Index on net fair value of financial instruments:

As of March 31, 2023							
NIS in thousands							
Net fair value of financial instruments considering change in the Israel Consumer Price Index							
Israeli currency		Foreign currency			Change in fair value		
Unlinked	Linked	US dollar	Other	Total	NIS in thousands	%	
Immediate increase of 2%	113,505	28,612	6,745	-	148,862	561	0.38
Immediate increase of 1%	113,505	28,331	6,745	-	148,581	280	0.19
Immediate decrease of 2%	113,505	27,490	6,745	-	147,740	(561)	(0.38)
Immediate decrease of 1%	113,505	27,771	6,745	-	148,021	(280)	(0.19)

As of March 31, 2022							
NIS in thousands							
Net fair value of financial instruments considering change in the Israel Consumer Price Index							
Israeli currency		Foreign currency			Change in fair value		
Unlinked	Linked	US dollar	Other	Total	NIS in thousands	%	
Immediate increase of 2%	110,429	45,564	5,892	-	161,885	894	0.56
Immediate increase of 1%	110,429	45,116	5,892	-	161,437	446	0.28
Immediate decrease of 2%	110,429	43,776	5,892	-	160,097	(894)	(0.56)
Immediate decrease of 1%	110,429	44,224	5,892	-	160,545	(446)	(0.28)

As of December 31, 2022							
NIS in thousands							
Net fair value of financial instruments considering change in the Israel Consumer Price Index							
Israeli currency		Foreign currency			Change in fair value		
Unlinked	Linked	US dollar	Other	Total	NIS in thousands	%	
Immediate increase of 2%	132,553	27,026	3,454	2	163,035	530	0.33
Immediate increase of 1%	132,553	26,761	3,454	2	162,770	265	0.16
Immediate decrease of 2%	132,553	25,966	3,454	2	161,975	(530)	(0.33)
Immediate decrease of 1%	132,553	26,231	3,454	2	162,240	(265)	(0.16)

3. Disclosure regarding financial reporting of the Company

3.1 Limits on dividend distributions

Distribution of dividend to shareholders of the Company is subject to the provisions of the statute and the Company's articles, as well as the rules and conditions for dividend distribution in the Companies Law.

On March 28, 2023, the Company's Board of Directors decided to distribute a dividend of NIS 22,000 thousand (approximately NIS 0.55 per share) constituting 50% of the profits of 2022 in accordance with the distribution policy in addition to one-time amount of NIS 10 million that was approved for distribution by the Company's board of directors. The dividend was distributed on April 24, 2023. For further details, see the immediate report published by the Company on March 29, 2023 (reference: 2023-01-034542).

For information about dividend distribution by the Company, see section 5 in Chapter A (Description of the Corporation's Business) in the Company's 2022 Annual Report.

3.2 Liabilities by maturity

For information about liabilities of the Company, please refer to an immediate report published on the date of this report regarding the liabilities of the corporation as published in the distribution website of the Israel Securities Authority at <http://www.magna.isa.gov.il>.

4. Corporate governance

Changes in officers during the Reported Period:

Executives (other than directors) who ceased serving during the reported year:

Mr. Gadi Margalit served until January 1, 2023 as the Company's VP of Infrastructure.

5. Legal proceedings

See note 3 to the financial statements.

6. Internal auditor

For details regarding the internal auditor, including the manner of his appointment, the work plan and the scope of the internal audit, see section 5 of the Company's Board of Directors' Report for 2022, which is attached to the Company's Periodic Report for 2022 the information contained therein is by reference.

7. Critical accounting estimates

In the Reported Period, no changes have taken place in critical accounting estimates as discussed in note 2 to the financial statements of the Company as of December 31, 2022.

8. Events after the reported period

Effective from May 1, 2023, the Company updated its price list regarding certain price included therein. This update is expected to have a positive effect on the Company's revenues and operating profit.

For additional events see note 5 to the financial statements.

Shalom Bisteri
Chairman of the Board

Eitan Lev Tov
Chief Executive Officer

Date of approving the financial statements: May 29, 2023.

AUTOMATED BANKING SERVICES LTD.
INTERIM FINANCIAL INFORMATION
(UNAUDITED)
AS OF MARCH 31, 2023



AUTOMATED BANKING SERVICES LTD.
CONDENSED INTERIM FINANCIAL INFORMATION
(UNAUDITED)
AS OF MARCH 31, 2023

TABLE OF CONTENTS

	Page
Review report of the independent auditor to shareholders	19
Condensed interim financial information	
Condensed statement of financial position	20
Condensed statement of profit or loss	22
Condensed statement of comprehensive income	23
Condensed statement of changes in equity	24
Condensed statement of cash flows	26
Notes to the condensed financial statements	29

Auditors' review report to the shareholders of Automated Banking Services Ltd.

Introduction

We have reviewed the attached financial information of Automated Banking Services Ltd. (hereinafter - "the Company"), which is comprised of the condensed consolidated statement of financial position as of March 31, 2023, and the condensed consolidated statements of profit or loss, comprehensive income, changes in shareholder's equity and cash flows for the three-month period ended on that date. The Board of Directors and management are responsible for the preparation and presentation of the financial information for these interim periods in accordance with the provisions of IAS 34 "Interim Financial Reporting" and are also responsible for preparing financial information for these interim periods in accordance with Chapter D of the Securities Regulations (Periodic and Immediate Reports), -1970. Our responsibility is to express a conclusion with respect to the financial information for these interim periods, based on our review.

Scope of review

Our review was conducted in accordance with the provisions of Review Standard (Israel) 2410 of the Institute of Certified Public Accountants in Israel concerning "Review of financial information for interim periods undertaken by the entity's auditor". A review of financial information for interim periods consists of making enquiries, in particular, of those officials responsible for financial and accounting matters, and of the application of analytical and other review procedures. A review is substantially lesser in scope than an audit conducted in accordance with auditing standards generally accepted in Israel and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the above financial information is not prepared, in all material respects, in accordance with IAS 34.

Further to the preceding paragraph, based on our review, nothing has come to our attention that causes us to believe that the above financial information is not in compliance, in all material respects, with the disclosure provisions in Chapter D of Israel Security Regulations (Periodic and Immediate Reports), 1970.

Emphasis of matter paragraph

Without qualifying our opinion, we draw attention to note 3 to the financial statements which describes a decision by the Commissioner of Competition to grant a conditioned exemption from recognition as a restrictive arrangement.

Tel Aviv
May 29, 2023

Kesselman & Kesselman
Certified Public Accountants
Member firm of PricewaterhouseCoopers International Limited

AUTOMATED BANKING SERVICES LTD.
CONDENSED STATEMENT OF FINANCIAL POSITION

Amounts in thousand NIS

	As of March 31		As of December 31,
	2023	2022	2022
	(Unaudited)		(Audited)
Assets			
CURRENT ASSETS:			
Cash and cash equivalents	39,038	46,119	37,941
Short term deposits	10,015	-	10,087
Marketable securities	128,075	133,832	127,554
Trade receivables	24,470	24,345	21,959
Other receivables	5,015	7,939	3,447
Total current assets	206,613	212,235	200,988
NON-CURRENT ASSETS:			
Excess plan assets for post-retirement employee benefits	964	14	953
Property, plant and equipment, net	25,713	16,920	24,891
Intangible assets – software and licenses, net	5,796	1,885	3,720
Right-of-use assets	20,831	12,056	20,788
Prepaid expenses	2,678	2,178	1,922
Deferred taxes	678	916	664
Total non-current assets	56,660	33,969	52,938
Total assets	263,273	246,204	253,926

AUTOMATED BANKING SERVICES LTD.
CONDENSED STATEMENT OF FINANCIAL POSITION
Amounts in thousand NIS

	As of March 31		As of December 31,
	2023	2022	2022
	(Unaudited)		(Audited)
Liabilities and equity			
CURRENT LIABILITIES:			
Current maturities of lease liabilities	2,255	1,360	2,120
Trade payables	4,562	1,812	3,561
Other payables	36,811	36,723	13,033
Current tax liabilities	88	1,222	2,170
Total current liabilities	43,716	41,117	20,884
NON-CURRENT LIABILITIES:			
Lease liabilities	19,204	11,088	19,252
Liability for employee benefits	1,280	1,794	1,342
Total non-current liabilities	20,484	12,882	20,594
Total liabilities	64,200	53,999	41,478
EQUITY			
Share capital	4,587	4,587	4,587
Share premium	150	150	150
Capital reserve for share based payment	2,785	242	2,139
Other comprehensive loss	(1,870)	(2,634)	(1,870)
Retained earnings	193,421	189,860	207,442
Total equity attributed to shareholders of the Company	199,073	192,205	212,448
Total liabilities and equity	263,273	246,204	253,926

Shalom Bisteri
Chairman of the
Board

Eitan lev Tov
Chief Executive
Officer

Ofer Eden
CFO and Chief
Accountant

Date of approving the financial information: May 29, 2023.

The notes to the condensed financial information are an integral part thereof.

AUTOMATED BANKING SERVICES LTD.
CONDENSED STATEMENT OF PROFIT OR LOSS
Amounts in thousand NIS

	For the three-month period ended March 31		For the year ended December 31
	2023	2022	2022
	(Unaudited)		(Audited)
Revenues			
From the provision of services to clearing entities and issuers	28,382	25,893	108,495
From the provision of services to others	2,349	2,125	8,788
Total Revenues	30,731	28,018	117,283
Operating, general and administrative expenses	20,960	16,208	71,452
Operating profit	9,771	11,810	45,831
Finance Income (expenses) from marketable securities, net	512	(3,209)	(11,142)
Finance income	315	31	325
Finance expenses	(233)	(98)	(574)
Finance income (expenses), net	594	(3,276)	(11,391)
Profit before taxes on income	10,365	8,534	34,440
Income tax	2,386	2,031	10,355
Net profit attributable to Company shareholders	7,979	6,503	24,085
Net basic and diluted earnings per share attributable to shareholders (in NIS)	0.20	0.16	0.60

The notes to the condensed financial information are an integral part thereof.

AUTOMATED BANKING SERVICES LTD.
CONDENSED STATEMENT OF COMPREHENSIVE INCOME
Amounts in thousand NIS

	For the three-month period ended March 31		For the year ended December 31
	2023	2022	2022
	(Unaudited)		(Audited)
Net income	7,979	6,503	24,085
Components of other comprehensive income			
Amounts not reclassified to profit or loss:			
Adjustments required for employee benefits	-	846	1,839
Relevant tax impact	-	(194)	(423)
Other comprehensive income attributed to shareholders, after tax	-	652	1,416
Total comprehensive income attributed to shareholders	7,979	7,155	25,501

The notes to the condensed financial information are an integral part thereof.

AUTOMATED BANKING SERVICES LTD.
CONDENSED STATEMENT OF CHANGES IN EQUITY
Amounts in thousand NIS

For the three-month period ended March 31, 2023 (unaudited)

	<u>Share capital</u>	<u>Share premium</u>	<u>Capital reserve for share based payment</u>	<u>Accumulated other comprehensive loss</u>	<u>Retained earnings</u>	<u>Total equity</u>
Balance at January 1, 2023	4,587	150	2,139	(1,870)	207,442	212,448
Changes during period:						
Net income for the period	-	-	-	-	7,979	7,979
Cost of share based payment	-	-	646	-	-	646
Dividend payable	-	-	-	-	(22,000)	(22,000)
Balance at March 31, 2023	4,587	150	2,785	(1,870)	193,421	199,073

For the three-month period ended March 31, 2022 (unaudited)

	<u>Share capital</u>	<u>Share premium</u>	<u>Capital reserve for share based payment</u>	<u>Accumulated other comprehensive loss</u>	<u>Retained earnings</u>	<u>Total equity</u>
Balance at January 1, 2022	4,587	150	-	(3,286)	205,357	206,808
Changes during period:						
Net income for the period	-	-	-	-	6,503	6,503
Other comprehensive income	-	-	-	652	-	652
Total comprehensive income	-	-	-	652	6,503	7,155
Cost of share based payment	-	-	242	-	-	242
Dividend payable	-	-	-	-	(22,000)	(22,000)
Balance at March 31, 2022	4,587	150	242	(2,634)	189,860	192,205

The notes to the condensed financial information are an integral part thereof.

Condensed interim financial statements as of March 31, 2023

For the year ended December 31, 2022 (audited)

	<u>Share capital</u>	<u>Share premium</u>	<u>Capital reserve for share based payment</u>	<u>Accumulated other comprehensive loss</u>	<u>Retained earnings</u>	<u>Total equity</u>
Balance at January 1, 2022	4,587	150	-	(3,286)	205,357	206,808
Changes during period:						
Net income	-	-	-	-	24,085	24,085
Other comprehensive income	-	-	-	1,416	-	1,416
Total comprehensive income	-	-	-	1,416	24,085	25,501
Cost of share based payment	-	-	2,139	-	-	2,139
Dividend payable	-	-	-	-	(22,000)	(22,000)
Balance at December 31, 2022	<u>4,587</u>	<u>150</u>	<u>2,139</u>	<u>(1,870)</u>	<u>207,442</u>	<u>212,448</u>

The notes to the condensed financial information are an integral part thereof.

AUTOMATED BANKING SERVICES LTD.
CONDENSED STATEMENT OF CASH FLOWS
Amounts in thousand NIS

	For the three-month period ended March 31		For the year ended December 31
	2023	2022	2022
	(Unaudited)		(Audited)
Cash flows from operating activity:			
Net income for the period	7,979	6,503	24,085
Adjustments required to present cash flows from operating activity			
Adjustments to profit and loss items:			
Depreciation and amortization	1,914	1,462	6,852
Capital loss	-	-	3
Expenses in respect of share based payment transactions	646	242	2,139
Liability for post-retirement employee benefits, net	(11)	8	47
Changes in liabilities for employee benefits, net	(62)	(89)	(526)
Income tax	2,386	2,031	10,355
Finance expenses (income), net	(594)	3,276	11,391
Change in asset and liability items:			
Decrease (increase) in trade receivables	(2,511)	(1,979)	407
Decrease (increase) in other receivables	(2,324)	(2,459)	2,271
Increase (decrease) in trade payables	1,001	61	2,406
Increase (decrease) in other payables	1,778	839	(851)
Cash flows from operating activity before finance and taxes	10,202	9,895	58,579
Interest received	727	660	3,077
Interest and fees paid	(176)	(133)	(824)
Taxes paid, net	(4,482)	(6,345)	(13,698)
Net cash provided by operating activity	6,271	4,077	47,134

The notes to the condensed financial information are an integral part thereof.

AUTOMATED BANKING SERVICES LTD.
CONDENSED STATEMENT OF CASH FLOWS
Amounts in thousand NIS

	For the three-month period ended March 31		For the year ended December 31
	2023	2022	2022
	(Unaudited)		(Audited)
Cash flows from investing activity:			
Investment in short term deposits	(10,000)	-	(10,000)
Repayment of short term deposits	10,000	-	-
Purchase of held-for-trading securities	(38,400)	(12,452)	(77,827)
Proceeds from disposal of held-for-trading securities	37,994	11,688	73,413
Acquisitions and investments in property, plant and equipment and intangible assets	(4,190)	(669)	(14,691)
Net cash used in investing activity	(4,596)	(1,433)	(29,105)
Cash flows from financing activity:			
Maturity of lease liabilities	(578)	(352)	(1,915)
Dividend paid	-	-	(22,000)
Net cash used in financing activity	(578)	(352)	(23,915)
Increase (decrease) in cash and cash equivalents	1,097	2,292	(5,886)
Balance of cash and cash equivalents at beginning of the period	37,941	43,827	43,827
Balance of cash and cash equivalents at end of the period	39,038	46,119	37,941

The notes to the condensed financial information are an integral part thereof.

AUTOMATED BANKING SERVICES LTD.

APPENDIX TO CONDENSED STATEMENT OF CASH FLOWS
Amounts in thousand NIS

	For the three-month period ended March 31		For the year ended December 31
	2023	2022	2022
	(Unaudited)		(Audited)
Appendix A – material non-cash transactions			
Recognition of right-of-use assets against lease liability	665	632	11,119
Purchase of property, plant and equipment against trade payables	-	596	-
Dividend declared but not yet paid	22,000	22,000	-

The notes to the condensed financial information are an integral part thereof.

AUTOMATED BANKING SERVICES LTD.

NOTES TO FINANCIAL STATEMENTS

NOTE 1 - GENERAL**a. The reporting entity**

1. Automated banking Services Ltd. (hereinafter: the “**Company**”) was incorporated in Israel on September 13, 1978, and its official corporate address is 26 HaRokmim St., Holon.
 2. On May 27, 2019, the Company published a supplementary prospectus and a shelf prospectus dated May 28, 2019 (hereinafter: the “Prospectus”), in which Company's shares were sold to the public by Company's shareholders. The Company's shares were also listed on the Tel Aviv Stock Exchange and trading of the shares began on June 12, 2019, and the Company became a public company (reporting corporation).
 3. On June 20, 2022, a notification was received on behalf of the supervisor of banks about the end of the period of application of proper banking management directives to the Company.
 4. The Company is currently operating in a single operating segment, the clearing segment, which includes the operation of a bidirectional communication system connecting Clearing entities and charge card issuers and businesses, management and operation of a clearing interface for communication between Clearing entities and charge card issuers, which allows the settling of accounts and the transfer of information between them in connection with such transactions, management and operation of a switching system that connects ATM networks and development and distribution of the Ashrait PC and Ashrait EMV software and other related services. Most of the Company's revenues derive from the provision of clearing services to credit card companies. For details regarding the Competition Commissioner's decision to grant an additional exemption for the Company's activity in the transaction collection and authorization services and in interface services for Clearing entities and issuers, see Note 17 in Part CF of the periodic report for 2022.
- b.** The interim financial information is reviewed and not audited.
- c.** The condensed interim financial information was approved for publication by the Company's Board of Directors on May 29, 2023.

AUTOMATED BANKING SERVICES LTD.

NOTES TO FINANCIAL STATEMENTS

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES**a. Basis of presentation of the present financial information**

The interim condensed consolidated financial information of the Company as of March 31, 2023 (hereinafter – the "Interim Financial Information") was prepared in accordance with IAS 34 "Interim Financial Reporting", including the additional disclosure required by Chapter D of Securities Regulation (Periodic and Immediate Reports), 1970.

The interim financial information does not include all the information and disclosures required in the annual financial statements. The interim financial information should be read in conjunction with the annual financial statements for 2022 and the accompanying notes, which comply with the International Financial Reporting Standards, which are standards and interpretations published by the International Accounting Standards Board (hereinafter - IFRS) and include the additional disclosure required in accordance with the Securities Regulations (Annual Financial Statements), 2010.

b. Use of estimates and judgment

The preparation of interim financial information in accordance with IFRS requires management to make judgment in estimates and assumptions that affect application of policy and the carrying amounts of assets and liabilities, income and expenses items. Note that actual results may differ from those estimates.

When formulating the accounting estimates used in the preparation of the Company's financial statements, management is required to make assumptions regarding circumstances and events that involve significant uncertainty. When using its discretion in determining these estimates, the Company's management relies on past experience, various facts, external factors, and reasonable assumptions according to the relevant circumstances for every estimate.

The estimates and assumptions underlying them, including those arising from the Company's economic operating environment, are reviewed on an ongoing basis. Changes in accounting estimates are recognized in the period in which the estimates are amended and in all affected periods in the future.

Critical estimates

The Company does not have critical estimates.

c. Significant accounting policies and calculation methods applied in preparing the interim financial information are consistent with those used in preparing the 2022 annual financial statements of the Company:**Income tax**

Taxes on income for interim periods are recognized based on the best management estimate of the average tax rate that will apply to the projected annual profits.

AUTOMATED BANKING SERVICES LTD.

NOTES TO FINANCIAL STATEMENTS

NOTE 3 – CONTINGENT LIABILITIES AND COMMITMENTS**a. Decisions of the Commissioner of Competition****Exemption from restrictive arrangement**

Since 2002, the Company has operated in compliance with decisions of the Competition Authority regarding an exemption from approval of a restrictive arrangement between Bank Hapoalim Ltd, Bank Leumi Ltd, Bank Discount Ltd, the First International Bank of Israel Ltd and the Company.

The latest decision regarding the exemption from approval of a restrictive arrangement was issued on December 28, 2022 for a period of five years (hereinafter: the “Exemption Decision”).

The exemption decision refers to several main points:

- (a) As part of the exemption decision, the Commissioner did not accept the Company's request to cancel the condition which limits the areas of activity permitted and which requires that its entry into any additional area of activity be subject to the approval of the commissioner. Also, the Commissioner expressed her position that to the extent that the banks' share in the Company's shares was lower than the current situation, so that each bank's share would not exceed 5%, this was to significantly alleviate the competitive concerns, as per the commissioner's position, and to eliminate the need for this exemption.
- (b) The Company may only be engaged in the following areas of activity:
 - (1) Operation of an ATM switch;
 - (2) Operation of a charge cards switch and systems for collecting and processing transactions;
 - (3) Engagement in activity related to the protocol for a limited period, as specified in (b) below;
 - (4) Engagement in activities involving the Ashrait 96 protocol;
 - (5) Development, operation and distribution of the Ashrait PC software;
 - (6) End-to-end certification services for the EMV standard;
 - (7) Activities associated with the aforementioned fields of activity;
 - (8) Any additional field of activity that may be approved by the Commissioner.
- (c) The terms of the services the Company is obligated to provide, including various instructions regarding the conditions for connecting to the Company's systems, as well as instructions regarding activity with manufacturers and the execution of end-to-end certifications to EMV standard.
- (d) Also, the exemption decision stipulates that the Company will publish on its website a rate for each of the services it provides within the Company's systems as defined in the definitions section, as follows: one or more of these: an ATM switch, a charge card switch and a transaction collection and processing system.

AUTOMATED BANKING SERVICES LTD.

NOTES TO FINANCIAL STATEMENTS

NOTE 3 – CONTINGENT LIABILITIES AND COMMITMENTS (CONT.)**Approval of the Competition Commissioner for the Company to engage in the provision of aggregate information**

The foregoing is added to the Commissioner approval dated April 25, 2011, in which the Commissioner approved for the Company to engage in providing aggregate information based on the data stored in the Company's databases according to the conditions specified in the exemption decision.

The Company's request to engage in providing a financial information service

Under the conditions established within the Commissioner's exemption decision of September 24, 2017, the areas of activity in which the Company may engage were defined. In addition, the Company was also allowed to engage in any additional field of activity that the Commissioner would approve. In accordance with the aforementioned, the Company applied to the Commissioner with a request to engage in providing a financial information service in accordance with the Financial Information Service Law, 2021 (hereinafter: "Financial Information Service Law"). As part of this request, the Company stated that in its activity of providing information services, it is expected to allow the competitive activity in the field of open banking, by establishing an infrastructure separate from the controlled payment system, which will provide technological back-office services, aggregation services and a link (based on an API interface) between financial service providers (such as fintech companies and other financial entities) to all information sources in Israel (such as banks, credit card companies, institutional bodies, etc.).

After negotiations conducted between the Company and the competition authority, including a conversation of concerns and a hearing, on March 12, 2023, the commissioner's decision was made not to approve at this stage the Company's request to engage in the activity of providing a financial information service in accordance with the Financial Information Service Law because the current activity may raise concerns of harming competition.

Separation of the Company from Masav – separation outline

On February 27, 2022, the Company and Masav submitted an application for approval of a restrictive arrangement under conditions with the consent of the Commissioner to the Competition Court. The Commissioner and the companies requested the court to approve under the conditions attached as an appendix to their application (the "conditions") the restrictive arrangement between the companies that was submitted to the court's approval on May 10, 2020, until December 31, 2029.

Simultaneously with the submission of the application for approval of a restrictive arrangement under conditions with consent, the companies' application for a temporary permit for the restrictive arrangement between them for a period of two months was submitted, in order to allow the court to decide on the application for approval of a restrictive arrangement and a recommendation of the Commissioner for temporary permit was submitted.

AUTOMATED BANKING SERVICES LTD.

NOTES TO FINANCIAL STATEMENTS

NOTE 3 – CONTINGENT LIABILITIES AND COMMITMENTS (CONT.)

The following are the main terms agreed upon between the parties:

- Until December 31, 2027, all joint affiliations between the applicants will be completely disconnected, so that at the end of the date for approving the restrictive arrangement, no joint affiliations will remain between them and no services will be provided from one company to another that are not as part of the services they sell to the public.
- Severing the joint affiliations will be done gradually and in a controlled manner. In general, affiliations that have a greater impact on competition and that may raise more significant competitive concerns will be separated sooner. Affiliations whose impact on competition is lesser and whose separation involves greater technical complexity will be separated later.
- In the interim period until the complete separation of all affiliations, the applicants will cooperate in a manner that reduces the fear of reducing competition between them, and only between the officers required for a particular matter, in accordance with the conditions.
- The terms and conditions require the documentation of the meetings and joint conversations of the companies' managements, in a manner that will allow the Commissioner, if necessary, to monitor the implementation of the terms and the affiliations among the applicants.

The approval of the restrictive arrangement is valid until December 31, 2029.

On March 27, 2022, approval of the restrictive arrangement under conditions was granted by the Competition Court, in light of the grounds for the application and the consent of the parties. The approval of the restrictive arrangement under conditions is valid until December 31, 2029.

On April 12, 2022, the Company issued an immediate report according to which, in light of the grounds for the request and the consent of the parties, approval of the restrictive arrangement under conditions was given by the Competition Court. The approval of the restrictive arrangement under conditions is valid until December 31, 2029, as requested.

AUTOMATED BANKING SERVICES LTD.

NOTES TO FINANCIAL STATEMENTS

NOTE 3 – CONTINGENT LIABILITIES AND COMMITMENTS (CONT.)

In accordance with the terms of the restrictive arrangement and the separation outline approved by the Competition Court on March 27, 2022, and in accordance with the provisions of the mutual charges agreement dated June 12, 2019, the Company and Masav agreed during June 2022, on moving to a customer-supplier arrangement, temporarily until September 30, 2022 or until the signing of a new agreement, whichever is later and in any case not later than June 15, 2023. The Company and Masav also agreed on principles for signing a permanent agreement, including mediation procedure and arbitration outline. Until the approval of the financial statements, no new agreement was signed.

For further details regarding the separation between the Company and Masav see the periodic report for 2022.

a. Lawsuits and class actions

Various legal proceedings are pending against the Company in the ordinary course of business.

Presented below are details regarding the main legal proceedings:

On June 14, 2017, Mitug Distributed Systems Ltd. (“Mitug”) filed a claim against the Company and against Smart Advanced ATM Services and Hatamar Fund Ltd. (“Hatamar Fund”). In the claim, Mitug brought various allegations against the Company in connection with rights and the use of a software application called MultiXFS, which was developed by Mitug for the Company in 2006, and which is installed in ATMs.

On March 7, 2023, a ruling was rendered in Mitug claim by the Tel Aviv District Court where it was determined, among others:

- That the ownership of the MultiXFS software belongs to Mitug and has not been transferred to the Company. However, the court ruled that the Company purchased, in accordance with contractual system between the Company and Mitug, 290 licenses to install the software in the ATM devices, and therefore the Company was entitled to transfer those 290 ATM devices in which the software was installed to Hatamar Fund as part of the transaction, contrary to what was claimed by Mitug and there was no infringement of Mitug's rights.

Accordingly, the court ruled that "Shva was entitled to transfer to Hatamar Fund the copies for which it had acquired the use licenses from Mitug". In addition, it was determined that the transfer of one more copy (beyond the 290 copies) for which no consideration was paid to Mitug constitutes a violation of Mitug's copyright as an "infringing copy".

- With regard to the additional copies that were installed on Hatamar Fund devices (apparently there are several hundred additional copies), it was determined that "the copies of the software that were installed on additional ATM machines in Hatamar Fund were created in a manner contrary to the license agreements assigned to it and the conduct of the fund can be seen as a violation of the agreements or a violation of copyrights".

NOTE 3 – CONTINGENT LIABILITIES AND COMMITMENTS (CONT.)

- In light of these determinations, it was determined among others that:
 - The court prohibits the Company from using the source code or transferring it to Hatamar Fund or any third party.
 - Since the Company was entitled to transfer to Hatamar Fund the 290 copies for which it had paid, these copies do not entitle Mitug to any compensation. Mitug will probably be entitled to compensation from the Company only for the additional copy (No. 291) for which the Company did not pay Mitug a license fee - a value of 1,821 NIS.
 - Mitug will be entitled to compensation for the additional copies (beyond the 290 copies for which license fees were paid by Shva) that were installed in Hatamar Fund devices without a permit from Mitug after the transaction with Shva. The compensation is NIS 1,821 per copy.

On May 9, 2023, the court ordered the Company to file supplementary affidavits and the Company is working to file such affidavit.

Based on the ruling and in accordance with the estimates of the Company's legal advisors, the expected charge for the Company is NIS 1,821 (for the 291st copy of the software for which a user license was not purchased), and there may even be court costs. The main liability lies with Hatamar Fund, which created copies of the software without having a permission to do so.

Accordingly, no provision was included in the financial statements for the above.

AUTOMATED BANKING SERVICES LTD.

NOTES TO FINANCIAL STATEMENTS

NOTE 4 – FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**a. Financial instruments**

The Company's financial instruments include the following assets and liabilities: cash and cash equivalents, bank deposits, held-for-trading securities, other accounts receivable and other accounts payable. Due to their nature, the fair value of the Company's financial instruments is identical to, or approximates their carrying amounts in the financial statements.

b. Financial risk management

The activity of the Company exposes it to a range of financial risks: market risk (including inflation risk, exchange rate risk, price risk and interest rate risk), credit risk and liquidity risk.

As discussed above, the interim financial information does not include all information and disclosures required in annual financial statements, including regarding financial risk management of the Company, and therefore, the interim financial information should be read together with the 2022 annual financial statements and accompanying notes.

No material changes in the financial risk management policy of the Company took place relative to that reported in the 2022 annual financial statements.

NOTE 5 – EVENTS AFTER THE REPORTED PERIOD

On March 28, 2023, the Company's board of directors decided to distribute a dividend in the amount of NIS 22,000 thousand (about NIS 0.55 per share) consisting 50% of the profits of 2022 in accordance with the distribution policy plus a one-time amount of NIS 10 million that was approved for distribution by the Company's board of directors. The dividend was distributed on April 24, 2023.

Quarterly Report on Effectiveness of Internal Control over Financial Reporting and Disclosure according to Regulation 38C(a)

Management, supervised by the Board of Directors of Automated Banking Services Ltd. (the "**Company**"), is responsible to set and maintain proper internal control over financial reporting and disclosure by the corporation.

For this matter, management consists of:

1. Eitan Lev Tov, General Manager (CEO);
2. Ofer Eden, VP Finance (CFO);

Internal control over financial reporting and disclosure consists of controls and procedures in place at the Company, which have been designed by the General Manager and the most senior financial officer, or under their supervision, or by those performing in practice said capacities, under oversight of the Company's Board of Directors, and which are intended to provide reasonable assurance regarding the reliability of financial reporting and preparation of reports pursuant to statutory provisions, and to ensure that information the Company is required to disclose in reports it issues pursuant to statutory provisions is collected, analyzed, summarized and reported duly and in the format prescribed by law.

Internal control includes, inter alia, controls and procedures designed to ensure that information that the Company is required to disclose, as above, is collected and submitted to corporate management, including to the General Manager and to the most senior financial officer, or to those performing in practice said capacities, so as to enable decisions to be duly made with regards to the required disclosure.

Due to its inherent limitations, internal control over financial reporting and disclosure is not designed to provide absolute assurance that misrepresentation or omission of information on the reports is prevented or detected.

In the quarterly report on the effectiveness of internal control over financial reporting and disclosure that accompanies the quarterly report for the period ended December 31, 2022 (hereinafter - **the Latest Annual Report on Internal Control**), internal control was effective.

Through the date of this report, no event or matter has been brought to the attention of the Board of Directors and management that may change the evaluation of internal control effectiveness as presented in the Latest Annual Report on Internal Control.

As of the date of this report, based on the Latest Quarterly Report on the last Internal Control, and based on the information that was brought to the attention of management and the Board of Directors, the internal control is effective.

CEO declaration pursuant to Regulation 38C(d)(1)

I, Eitan Lev Tov, declare that:

- (1) I have reviewed the interim report of Automated Banking Services Ltd. (hereinafter: "the Company") for the first quarter of 2023 (hereinafter "**the Reports**" or "**the Interim Reports**");
- (2) To my knowledge, the interim reports are free of any misrepresentation of any material fact and no representation of any material fact required for making the representations therein, under the circumstances in which they were made, not misleading in reference to the period covered by the report is missing.
- (3) To my knowledge, the interim reports and the other financial information included in the interim reports present fairly, in all material respects, the financial position, results of operations and cash flows of the Company as of the dates and for the periods presented in the Reports.
- (4) I have disclosed to the Company's independent auditor, Board of Directors and the Board's Audit Committee, based on my most up-to-date assessment of the internal control over financial reporting and disclosure:
 - (a) All significant deficiencies and material weaknesses in the design or implementation of internal control over financial reporting and disclosure which may reasonably and adversely impact the corporation's ability to collect, analyze, summarize or report financial information in a manner that may cast doubt over the reliability of financial reporting and preparation of financial statements pursuant to statutory provisions; and
 - (b) Any fraud, whether or not material, involving the General Manager or any of the direct reports thereof, or involving any other employees with significant capacity in internal control over financial reporting and disclosure.
- (5) I, alone or together with others in the Company:
 - (a) have established controls and procedures, or have verified their determination and existence under my supervision of controls and procedures, designed to ensure that material information relating to the Company is brought to my attention by others in the Company, in particular during the preparation period of the reports; and-
 - (b) have established controls and procedures, or have verified their establishment and existence under my supervision of controls and procedures, designed to reasonably ensure the reliability of the financial reporting and the preparation of the financial statements in accordance with the provisions of the law, including in accordance with generally accepted accounting principles;
 - (c) I have not been informed of any event or matter that occurred during the period between the date of the last quarterly report and the date of this report, which may change the conclusions of the board of directors and management regarding the effectiveness of internal control over financial reporting and disclosure of the corporation.

The foregoing shall not derogate from my statutory responsibility, or that of any other person, under any law.

May 29, 2023

Eitan Lev Tov
CEO

Declaration of the most senior financial officer pursuant to Regulation 38C(d)(2)

I, Ofer Eden, declare that:

- (1) I have reviewed the interim financial statements and other financial information included in the interim reports of Automated Banking Services Ltd. (hereinafter: "**the Company**") for the first quarter of 2023 (hereinafter "**the Reports**" or the "**Interim Reports**");
- (2) To my knowledge, the Interim Reports and the other information included in the Interim Reports is free of any misrepresentation of any material fact and no representation of any material fact required for making the representations therein, under the circumstances in which they were made, not misleading in reference to the period covered by the report is missing.
- (3) To my knowledge, the Interim Reports and the other information included in the Interim Reports present fairly, in all material respects, the financial position, results of operations and cash flows of the Company as of the dates and for the periods presented in the Reports.
- (4) I have disclosed to the Company's independent auditor, Board of Directors and the Board's Audit Committee, based on my most up-to-date assessment of the internal control over financial reporting and disclosure:
 - (a) All significant deficiencies and material weaknesses in the design or implementation of internal control over financial reporting and disclosure, to the extent is refers to the Interim Reports and the other information included in the Interim Reports, which may reasonably and adversely impact the Company's ability to collect, analyze, summarize or report financial information in a manner that may cast doubt over the reliability of financial reporting and preparation of financial statements pursuant to statutory provisions; and
 - (b) Any fraud, whether or not material, involving the General Manager or any of the direct reports thereof, or involving any other employees with significant capacity in internal control over financial reporting and disclosure.
- (5) I, alone or together with others in the Company:
 - (a) have established controls and procedures, or have verified their determination and existence under my supervision of controls and procedures, designed to ensure that material information relating to the Company is brought to my attention by others in the Company, in particular during the preparation period of the reports; and-
 - (b) have established controls and procedures, or have verified their establishment and existence under my supervision of controls and procedures, designed to reasonably ensure the reliability of the financial reporting and the preparation of the financial statements in accordance with the provisions of the law, including in accordance with generally accepted accounting principles;
 - (c) I have not been informed of any event or matter that occurred during the period between the date of the last quarterly report and the date of this report, which may change the conclusions of the board of directors and management regarding the effectiveness of internal control over financial reporting and disclosure of the corporation.

The foregoing shall not derogate from my statutory responsibility, or that of any other person, under any law.

May 29, 2023

Ofer Eden - VP Finance (CFO)