



JFrog Announces \$300 Million Share Repurchase Program

[Frog Ltd.](#) (“**JFrog**” or the “**Company**”) (Nasdaq: FROG) today announced that its Board of Directors has authorized a share repurchase program of up to \$300 million of the Company’s ordinary shares (the “**Distribution**”). The Distribution, when implemented, will not be made out of the Company’s profits, and does not satisfy the "Profit Test," as defined in Section 302 of the Israeli Companies Law, 5759-1999 (the “**Companies Law**”).

According to Section 7C of the Companies Regulations (Reliefs for Corporations Whose Securities Are Listed on Foreign Stock Exchanges) 2000, the Company’s creditors may apply to the Company and object to the Distribution, within 30 days from the date hereof, in which case, the Distribution will be subject to a court approval. In the event no such objection is filed, the Distribution will become effective upon the expiration of the 30-day waiting period.

As of December 31, 2025, the company had total shareholders’ equity of \$887.4 million.

Company securities may be repurchased from time to time using a variety of methods, which may include open market purchases, privately negotiated transactions or otherwise, under the U.S. Securities Exchange Act of 1934, as amended, in accordance with U.S. securities laws and regulations. The repurchase program does not obligate the Company to acquire any particular amount of securities, and the repurchase program may be suspended or discontinued at any time at the Company's discretion.

The actual timing, number and value of securities repurchased depend on a number of factors, including the market price of the Company's ordinary shares, general market and economic conditions, the Company's financial results and liquidity, and other considerations. The Company expects to fund repurchases with cash on hand and future cash generated from its operations.

The Board of Director’s approval, together with all accompanying exhibits, is available for review and copying (at the expense of the requesting party) at the Company's registered office located at 3 Hamachshev Street, Netanya 4250713, Israel or contact +972-9-894-1444. For information regarding the distribution, including the deadline for submitting objections, please contact JFrog's Chief Legal Officer at legal@jfrog.com.

Forward-Looking Statements

This notice contains “forward-looking” statements, as that term is defined under the U.S. federal securities laws, including but not limited to statements relating to the amount, timing and execution of, and other details about repurchases under the repurchase program.

Forward-looking statements represent our beliefs and assumptions only as of the date of this press release. We disclaim any obligation to update forward-looking statements except as required by law.

Our actual results could differ materially from those stated or implied in forward-looking statements due to a number of factors, including but not limited to, risks detailed in our filings with the Securities and Exchange Commission, including in our annual report on Form 10-K for the year ended December 31, 2025 filed on February 13, 2026, our quarterly reports on Form 10-Q, and other filings and reports that we may file from time to time with the Securities and Exchange Commission.