

0001213900-25-0094206-K XTL BIOPHARMACEUTICALS LTD 2025020320250203160114160115160115 0
0001213900-25-009420 6-K 1 20250203 20250203 20250203 XTL BIOPHARMACEUTICALS LTD 0001023549 2834
000000000 L3 6-K 34 001-36000 25582427 XTL BIOPHARMACEUTICALS LTD C/O ALSTON & BIRD LLP, 90 PARK
AVENUE NEW YORK NY 10016 972 9 955 7080 26 BEN-GURION ST. RAMAT GAN L3 5112001 6-K 1 ea0229687-
6k_xtlbio.htm REPORT OF FOREIGN PRIVATE ISSUER Â UNITED STATES SECURITIES AND EXCHANGE
COMMISSION Washington, D.C. 20549 Â Form 6-K Â Report of Foreign Private Issuer Â Pursuant to Rule 13a-16 or
15d-16 of the Securities Exchange Act of 1934 Â For the month of February, 2025 Â Commission File Number: 001-
36000 Â XTL Biopharmaceuticals Ltd.Â (Translation of registrantâ€™s name into English) Â 5 Badner St. Ramat Gan
4365603, Israel Â (Address of principal executive offices) Â Indicate by check mark whether the registrant files or will
file annual reports under cover Form 20-F or Form 40-F. Â Form 20-Fâ˜' Â Â Â Â Â Â Â Form 40-F â˜' Â Â Â Â Â Â
On November 19, 2024,Â XTL Biopharmaceuticals Ltd. (the â€œCompanyâ€) filed a Current Report on Form 6-K
announcing that pursuant to a settlement agreement with Mr. Tal Klinger, the chief executive officer of its wholly
owned subsidiary The Social Proxy Ltd. (the â€œSocial Proxyâ€) and the previous shareholders of the Social Proxy (the
â€œShareholdersâ€), the Shareholders, among other things, shall be entitled to elect one (1) director to the Board of
Directors of the Company (the â€œBoardâ€) instead of two (2) directors as originally agreed. Â On February 3, 2025,
Directors Tal Klinger and Yair Redl, each Social Proxy appointees to the Board, presented their resignations from the
Board. Messrs. Tal Klingerâ€™s and Yair Redlâ€™s decisions to resign from the Board were not due to any
disagreement with the Company or its management. The Company currently has no representatives from the Social
Proxy on the Board. The Shareholders retain the right to elect one (1) director to the Board. Â About XTL
Biopharmaceuticals Ltd. (XTL) Â XTL is an IP portfolio company. The Company holds 100% of the share capital of The
Social Proxy Ltd. (the â€œSocial Proxyâ€), a web data company and has an IP portfolio surrounding hCDR1 for the
treatment of Lupus disease (SLE), which it has decided to explore collaboration with a strategic partner to develop. Â
XTL is traded on the Nasdaq Capital Market (NASDAQ: XTLB) and the Tel Aviv Stock Exchange (TASE: XTLB.TA). Â
About THE SOCIAL PROXY LTD. Â The Social Proxy is a web data AI company, developing and powering, a unique
ethical, IP based, proxy data extraction platform for AI & BI Applications at scale. Â The companyâ€™s self-developed
an innovative, next-generation proxy technology with unlimited IPs, and faster than any other solution currently at the
market. The Social Proxyâ€™s proxy technology does NOT source other users IP and is a real ethical solution. Â For
further information, please contact: Â Investor Relations, XTL Biopharmaceuticals Ltd. Tel: +972 3 611 6666 Email:
info@xtlbio.com www.xtlbio.com Â 1 Â Â SIGNATURES Â Pursuant to the requirements of the Securities Exchange
Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly
authorized. Â Â XTL BIOPHARMACEUTICALS LTD. Â Â Â Date: February 3, 2025 By: /s/ Shlomo Shalev Â Â Â
Chief Executive Officer Â 2