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ELLOMAY CAPITAL LTD.

FORM 6-K

(Report of Foreign Issuer Pursuant to Rule 13a-16 or 15d-16)

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of November 2026
Commission File Number: 001-35284

Ellomay Capital Ltd.
(Translation of registrant's name into English)

18 Rothschild Blvd., Tel Aviv 6688121, Israel
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ☒ Form 40-F ☐

This Report on Form 6-K of Ellomay Capital Ltd. consists of the following document, which is attached hereto and incorporated by reference herein:

Exhibit 99.1	Press Release: "Ellomay Announces Execution of Long-Term PPAs and a Ground Lease for the Mexia Solar Facility in Texas," dated November 23, 2026.

Signatures

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.

Ellomay Capital Ltd.

By: */s/ Ran Fridrich*
Ran Fridrich
Chief Executive Officer and Director

Dated: November 23, 2026

Exhibit 99.1

Ellomay Announces Execution of Long-Term PPAs and a Ground Lease for the Mexia Solar Facility in Texas

Grants 180-day exclusivity for similar transactions in connection with three additional Texas solar facilities to the PPA offtaker

Tel-Aviv, Israel, Nov. 23, 2026 (GLOBE NEWSWIRE) -- Ellomay Capital Ltd. (NYSE American; TASE: ELLO) ("Ellomay" or the "Company"), a renewable energy and power generator and developer of renewable energy and power projects in Europe, USA and Israel, announced today the execution by its US subsidiaries holding the Mexia solar facility, an 11 MWp solar facility in Mexia, Texas (the "Mexia Facility"), of Master Power Purchase Agreements ("PPAs") and a ground lease (the "Ground Lease") with a third party (the "Offtaker"). The agreements establish a framework for the supply of renewable energy to the Offtaker and provide for recurring lease payments, together with upfront consideration, in connection with the use of the relevant site.

Ran Fridrich, CEO and Board member of Ellomay, said: "We are pleased to have entered into these agreements, which represent a strategic opportunity for the Company. The arrangements combine long-term power purchase commitments with recurring lease revenues and upfront payments, while the exclusivity agreement provides a framework for exploring additional opportunities across three further facilities. We believe these agreements position the Company to participate in the growing demand for long-term energy solutions."

Power Purchase Agreements and Ground Lease

The PPAs are expected to cover approximately 70% of the energy generated by the Mexia Facility at full deployment, with the remaining generation continuing to be sold into the ERCOT wholesale market. Under the PPAs, energy is sold at a fixed price per megawatt-hour (MWh), subject to annual fixed updates on each anniversary of the date on which delivery of energy to the renewable-energy-linked facility being developed by the Offtaker (the "Offtaker Facility") commences (the "Energization Date"). The initial term of the PPAs is six years, commencing on the commercial operation date of the Offtaker Facility, and the Offtaker has the option to extend the term for up to three additional five-year periods.

The PPAs and the Ground Lease are subject to certain conditions precedent, principally the receipt of third-party consents by December 8, 2026, and contain customary representations, warranties and undertakings. The Offtaker Facility is currently expected to commence commercial operations by the end of 2026 and reach full deployment by the end of the first quarter of 2027. The PPAs cover energy only; renewable energy certificates and other environmental attributes associated with the Mexia Facility's generation are retained by the Company.

Expected Revenues

Taking the PPAs, the Ground Lease and the execution fee payable under it together, the Company expects recurring revenues of approximately $1.3 million in the first full year of delivery, updated annually as noted above, and aggregate revenues of approximately $9 million over the initial six-year term of the PPAs (excluding reimbursement of pass-through costs), representing an effective price of approximately $110 per MWh of energy delivered under the PPAs. As noted above, these figures relate only to the approximately 70% of the Mexia Facility's generation covered by the PPAs and exclude revenues from the remaining generation and from renewable energy certificates, which the Company retains.

Exclusivity Agreement

In addition to the PPAs and the Ground Lease, a subsidiary of the Company entered into an exclusivity agreement with the Offtaker (the "Exclusivity Agreement") with respect to three additional operating solar facilities of the Company in Texas, granting the Offtaker a 180-day exclusivity period in connection with potential similar transactions involving these facilities.

Under the Exclusivity Agreement, the Offtaker will pay a non-refundable exclusivity fee, which will be credited against amounts payable by the Offtaker in the event the Offtaker enters into one or more definitive agreements in connection with the potential transactions covered by the Exclusivity Agreement.

About Ellomay Capital Ltd.

Ellomay is an Israeli based company whose shares are registered with the NYSE American and with the Tel Aviv Stock Exchange under the trading symbol "ELLO". Since 2009, Ellomay focuses its business in the renewable energy and power sectors in Europe, USA and Israel.

To date, Ellomay has evaluated numerous opportunities and invested significant funds in the renewable, clean energy and natural resources industries in Israel, Italy, Spain, the Netherlands and USA, including:

- Approximately 335.9 MW of operating solar power plants in Spain (including a 300 MW solar plant in owned by Talasol, which is 51% owned by the Company) and 51% of approximately 143 MW of operating solar power plants in Italy;
- Groen Gas Goor B.V., Groen Gas Oude-Tonge B.V. and Groen Gas Gelderland B.V., project companies operating anaerobic digestion plants in the Netherlands, with a green gas production capacity of approximately 3 million, 3.8 million and 9.5 million Nm3 per year, respectively;
- 83.333% of Ellomay Pumped Storage (2014) Ltd., which is involved in a project to construct a 156 MW pumped storage hydro power plant in the Manara Cliff, Israel;
- 51% of solar projects in Italy with an aggregate capacity of 55 MW that are under construction;
- Solar projects in Italy with an aggregate capacity of 227 MW that have reached "ready to build" status; and
- Solar projects in the Dallas Metropolitan area, Texas, USA with an aggregate capacity of approximately 49 MW that are connected to the grid and 14 MW that is awaiting connection to the grid.

For more information about Ellomay, visit http://www.ellomay.com.

Information Relating to Forward-Looking Statements

This press release contains forward-looking statements that involve substantial risks and uncertainties, including statements that are based on the current expectations and assumptions of the Company's management. All statements, other than statements of historical facts, included in this press release regarding the Company's plans and objectives, expectations and assumptions of management are forward-looking statements. The use of certain words, including the words "estimate," "project," "intend," "expect," "believe" and similar expressions are intended to identify forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The Company may not actually achieve the plans, intentions or expectations disclosed in the forward-looking statements and you should not place undue reliance on the Company's forward-looking statements. Various important factors could cause actual results or events to differ materially from those that may be expressed or implied by the Company's forward-looking statements, including non-fulfillment of the conditions precedent under the PPAs and the Ground Lease, delays and difficulties in construction and commencement of operations of the Offtaker Facility, financial difficulties of the Offtaker, the possibility that additional transactions will not be executed in connection with the facilities covered by the Exclusivity Agreement, changes in electricity prices and demand, regulatory changes increases in interest rates and inflation, changes in the supply and prices of resources required for the operation of the Company's facilities (such as waste and natural gas) and in the price of oil, the impact of the war and hostilities in Israel and Gaza and between Israel and Iran, the impact of the continued military conflict between Russia and Ukraine, technical and other disruptions in the operations or construction of the power plants owned by the Company, inability to obtain the financing required for the development and construction of projects, increases in interest rates and inflation, changes in exchange rates, delays in development, construction, or commencement of operation of the projects under development, failure to obtain permits - whether within the set time frame or at all, climate change, and general market, political and economic conditions in the countries in which the Company operates, including Israel, Spain, Italy and the United States. These and other risks and uncertainties associated with the Company's business are described in greater detail in the filings the Company makes from time to time with the Securities and Exchange Commission, including its Annual Report on Form 20-F. The forward-looking statements are made as of this date and the Company does not undertake any obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise.

Contact:

Kalia Rubenbach (Weintraub)
CFO
Tel: +972 (3) 797-1111
Email: hilai@ellomay.com