Translation of Immediate Report

T94 Public

Bank Leumi le-Israel B.M.

Registration No. 520018078

Securities of the Corporation are listed on The Tel Aviv Stock Exchange Abbreviated Name: Leumi

34 Yehuda Halevi Street, Tel Aviv 651316

Phone: 076-8858111, 076-889419; Facsimile: 076-8859732

Electronic Mail: Livnat.Ein-Shay@bll.co.il

29 October 2018 Reference: 2018-01- 102024

To: Israel Securities Authority (www.isa.gov.il)
The Tel Aviv Stock Exchange (www.tase.co.il)

Immediate Report of Senior Office Holder Ceasing to Hold a Position

Regulation 34(a) of the Securities (Periodic and Immediate Reports) Regulations, 1970

Reference Numbers of previous documents regarding this matter 2012-01-267498

1. First Name: Yedidia Zvi

Surname: Stern

Type of Identity Number: Israeli I.D. Number

Identity Number: 031285091

Citizenship: Private individual with Israeli citizenship

- 2. Position no longer held:
 - 1. Independent director
- 3. Date on which tenure ceased or will cease: 29 October 2018. Date on which tenure began: 30 October 2012
- 4. To the best of the knowledge of the corporation, the retirement does not involve circumstances which require notification to the holders of the securities of the corporation.
- 5. Manner of ending of tenure: End of tenure.

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6. The individual does not hold a position in the corporation.

The individual will not continue to be a senior corporate officer in the corporation.

- 7. The individual was a member of the following Board of Directors committees: Committee for Examination of Best Structure of the Board of Directors, Audit Committee, Credit Committee, Prospectuses Committee, Procedure Committee.
- 8. The Senior Office Holder will not continue to be an Interested Person by virtue of his holdings after his retirement nor an Interested Person by virtue of being a senior officer as required in Regulation 33(h) of the Securities (Periodic and Immediate Reports) Regulations, 1970.
- 9. Did the Company view the Director who retired as possessing accounting and financial expertise? Yes.
- 10. Text of the notice of resignation of an External Director and reasons for resignation:
- 11. Did the Company view the Director who retired as an Independent Director? Yes.

Has the number of independent directors serving on the board of directors dropped below that which is required pursuant to a provision in the by-laws regarding the independence of the board of directors? Not relevant

Is there a majority of independent directors despite the retirement? No

- 12. Date and time at which the corporation first became aware of the matter being the subject of the report: Date: 29 October 2018 Time: 19:00.
 - 1. Note to Paragraph 11: The bylaws do not include a provision regarding the number of required independent directors on the Board of Directors.

Proper Banking Directive 301 of the Bank Supervision Department provides that at least three members of the Board of Directors should be directors who satisfy the criteria for qualifying as an External Director as defined in Directive 301 ("ED's"). On 28 January 2016, the Audit Committee resolved that ED's satisfy the terms for qualification of independent directors as set out in section 240(b) through (f) of the Companies Law, and are therefore deemed to be independent directors. Consequently, as of the date of this report, the Bank's Board of Directors includes 5 directors who are classified as independent, three of whom are external directors in accordance with the provisions of the Companies Law, and two of whom are ED's.

The report was signed on behalf of the corporation, in accordance with regulation 5 of the Securities (Periodic and Immediate Reports), 1970, by Attorney Livnat Ein-Shay Wilder, Secretary of the Bank and the Group.

Name of Electronic Reporter: Livnat Libby Wilder, Position: Secretary of the Bank 34 Yehuda Halevi Street, Tel Aviv 6513616, Phone: 076-8859419, Facsimile: 076-8859732 Electronic Mail: livnat.ein-shay@bll.co.il

<u>Note:</u> English translations of Immediate Reports of Bank Leumi are for convenience purposes only. In the case of any discrepancy between the English translation and the Hebrew original, the Hebrew will prevail.

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