

BANK LEUMI LE- ISRAEL B.M

Number in registry: 520018078

To:

The Israel Securities
Authority (ISA)

www.isa.gov.il

To:

The Tel Aviv Stock
Exchange (TASE)

www.tase.co.il

T049 (Public)

**Uploaded to the
Magna on:**

December 23 2019

Ref. No.:

2019-01-112809

Immediate Report on Results of Meeting

Regulation 36D to the Securities (Periodic and Immediate Reports) Regulations, 1970

**Regulation 13 of the Securities (Transaction between a Company and Its Controlling
Shareholder) Regulations, 2001**

**Regulation 22 of the Securities (Private Offering of Securities in a Listed Company) Regulations,
2000**

Explanation: This form is used to report all types of meetings

Clarification: Fill this form for any type of security for which the form Notice of Convening a Meeting (T-460) has been filled

1. Meeting ID No.: 2019-01-096531

Number of security on the TASE which entitled its holder to participate in the meeting 604611

Name of the entitling security on the TASE: *B.L.L Ordinary Stock NIS 1*

2. An extraordinary shareholders' meeting held on December 23 2019, a notice about the convening of which was published on a form with the reference number 2019-01-096531

with the following items and resolutions on its agenda:

Explanation: Fill out the items in the order in which they appeared in the most recent T460 form published in connection with the said meeting.

No.	Details about the item	Summary of the resolution	The meeting has resolved
1	<p>Summary of the item:</p> <p>To appoint one (1) director as external director pursuant to the provisions of the Companies Law, 1999 for a period of 3 years, from among the candidates nominated by the Committee for the Appointment of Directors, in accordance with Section 2.1 to the Summons.</p> <p>Type of majority required for approval: <i>Not a simple majority</i></p> <p>Resolution classified in accordance with Sections to the Companies Law (except for Sections 275 and 320(F) to the Companies Law): Appointment / extension of service of external director, in accordance with Sections 239(b) or 245 to the Companies Law</p> <p><i>No</i></p> <p>Transaction between the Company and its controlling shareholder in accordance with Sections 275 and 320(f) to the Companies Law.</p> <p>Type of transaction / item for vote:</p>	<p>To appoint Mr. Yitzhak Edelman as external director in accordance with the Companies Law, 1999, for a period of 3 years, subject to receipt of the approval of the Supervisor of Banks or her non-objection, and not before February 2 2020 (after the end of his first term).</p>	<p>To approve</p>
2	<p>Summary of the item:</p> <p>To appoint one (1) director as external director pursuant to the provisions of the Companies Law, 1999 for a period of 3 years, from among the candidates nominated by the Committee for the Appointment of Directors, in accordance with Section 2.1 to the Summons.</p> <p>Type of majority required for approval: <i>Not a simple majority</i></p> <p>Resolution classified in accordance with Sections to the Companies Law (except for Sections 275 and 320(F) to the Companies Law): <i>Appointment / extension of service of</i></p>	<p>To appoint Mr. Mordechai Rosen as external director in accordance with the Companies Law, 1999, for a period of 3 years, subject to receipt of the approval of the Supervisor of Banks or her non-objection, and not before February 2 2020.</p>	<p>Not to approve</p>

	<p><i>external director, in accordance with Sections 239(b) or 245 to the Companies Law</i></p> <p><i>No</i></p> <p>Transaction between the Company and its controlling shareholder in accordance with Sections 275 and 320(f) to the Companies Law.</p> <p>Type of transaction / item for vote:</p> <p>_____</p>		
3	<p>Summary of the item:</p> <p>To appoint 1 (one) director as "other director" (a director who is not an external director in accordance with Section 11D(a) (2) to the Banking Ordinance) for a period of 3 years, from among the candidates nominated by the Committee for the Appointment of Directors, in accordance with Section 2.1 to the Summons.</p> <p>Type of majority required for approval: <i>Simple majority</i></p> <p>Resolution classified in accordance with Sections to the Companies Law (except for Sections 275 and 320(F) to the Companies Law): <i>Appointment / dismissal of a director, in accordance with Sections 59 and 230 to the Companies Law</i></p> <p><i>No</i></p> <p>Transaction between the Company and its controlling shareholder in accordance with Sections 275 and 320(f) to the Companies Law.</p> <p>Type of transaction / item for vote:</p> <p>_____</p>	<p>To appoint Ms. Esther Dominissini as director with the status of "other director" for a period of 3 years, subject to receipt of the approval of the Supervisor of Banks or her non-objection, and not before January 17 2020 (after the end of her first term).</p>	<i>To approve</i>
4	<p>Summary of the item:</p> <p>To appoint 1 (one) director as "other director" (a director who is not an external director in accordance with Section 11D(a) (2) to the Banking Ordinance) for a period of 3 years, from among the candidates</p>	<p>To appoint Ms. Ira Sobel as a director with the status of "Other Director" for a term of 3 years. Her tenure in office shall commence after</p>	<i>Not to approve</i>

	<p>nominated by the Committee for the Appointment of Directors, in accordance with Section 2.1 to the Summons.</p> <p>Type of majority required for approval: <i>Simple majority</i></p> <p>Resolution classified in accordance with Sections to the Companies Law (except for Sections 275 and 320(F) to the Companies Law): <i>Appointment / dismissal of a director, in accordance with Sections 59 and 230 to the Companies Law</i></p> <p><i>No</i></p> <p>Transaction between the Company and its controlling shareholder in accordance with Sections 275 and 320(f) to the Companies Law.</p> <p>Type of transaction / item for vote:</p>	<p>receipt of approval or notice of non-objection of the Supervisor of Banks, and not before January 17 2020.</p>	
5	<p>Summary of the item:</p> <p>Approval of revised compensation policy and approval that the compensation for the Bank's officers may exceed, in accordance with the decision of the Audit Committee and the Board of Directors, the threshold set in Section 2(A) of the Compensation Limitation Law, as set out in Section 2.2 and in Appendix 2.2 to the Summons.</p> <p>Type of majority required for approval: <i>Not a simple majority</i></p> <p>Resolution classified in accordance with Sections to the Companies Law (except for Sections 275 and 320(F) to the Companies Law): Approval of the Compensation Policy in accordance with Section 267a(a) to the Companies Law</p> <p><i>No</i></p> <p>Transaction between the Company and its controlling shareholder in accordance with Sections 275 and 320(f) to the Companies Law.</p> <p>Type of transaction / item for vote:</p>	<p>To approve the Updated Compensation Policy as detailed in Appendix A to the Summons, which shall be in effect from the beginning of 2020 until 2022, according to the provisions of Sections 267A and 267B to the Companies Law, 1999 (hereinafter: the "Companies Law") and according to the provisions of the Banking Supervision Department regarding compensation policy in banking corporations and in accordance with the Compensation for Officers in Financial Corporations (Special Approval</p>	<p><i>To approve</i></p>

		<p>and Non-Allowance for Tax Expenditure Due to Exceptional Compensation) Law, 2016 (the "Compensation Limitation Law"). To further approve, pursuant to Section 2 of the Compensation Limitation Law, that compensation for officers of the Bank may exceed, according to the decision of the Audit Committee and the Board of Directors, the threshold in set in Section 2(a) of the Compensation Limitation Law, in which case part of the salary of those officers will not be tax deductible, in accordance with Section 32(17) of the Income Tax Ordinance.</p>	
6	<p>Summary of the item:</p> <p>Approval of the Terms and Conditions of Office and Employment of the Chairman of the Bank's Board of Directors, in accordance with the Compensation Policy attached as Appendix A to the Summons, and as specified in Appendix B to the Summons.</p> <p>Type of majority required for approval: <i>Not a simple majority</i></p> <p>Resolution classified in accordance with Sections to the Companies Law (except for Sections 275 and 320(F) to the Companies</p>	<p>To approve, as provided in Section 273 of the Companies Law, 1999 (hereinafter: the "Companies Law") and Section 2 to the Compensation for Officers in Financial Corporations (Special Approval and Non-Allowance for Tax Expenditure Due to Exceptional Compensation) Law, 2016</p>	<i>To approve</i>

	<p>Law):Transaction with a director regarding his Terms and Conditions of Office and Employment in accordance with Section 273(a) to the Companies Law</p> <p><i>No</i></p> <p>Transaction between the Company and its controlling shareholder in accordance with Sections 275 and 320(f) to the Companies Law.</p> <p>Type of transaction / item for vote:</p> <p>_____</p>	<p>(hereinafter: the "Compensation Limitation Law"), the terms of office and employment of the Chairman of the Board of Directors of the Bank, in accordance with the Compensation Policy attached as Appendix A to the Summons, and as set forth in Appendix B to the Summons, which shall take effect on the date of commencement of his term as Chairman of the Board of Directors (retroactively from July 22 2019), and they will remain in effect as long as he serves as Chairman of Board of the Bank, or, if required by the Banking Supervision directives on this matter, until the end of 2020 or another date which shall be determined in accordance with the directives of the Banking Supervision Department.</p>	
7	<p>Summary of the item:</p> <p>Approval of the Terms and Conditions of Office and Employment of the new President and CEO (including granting a revised Indemnification Undertaking Letter in the version attached as Appendix D</p>	<p>To approve, as provided in Section 272 (c1) of the Companies Law, 1999 (hereinafter: the "Companies Law") and Section 2 to the Compensation</p>	<i>To approve</i>

	<p>to the Summons) in accordance with the revised Compensation Policy attached as Appendix A to the Summons, and as specified in Appendix B to the Summons.</p> <p>Type of majority required for approval: <i>Not a simple majority</i></p> <p>Resolution classified in accordance with Sections to the Companies Law (except for Sections 275 and 320(F) to the Companies Law): Transaction with the President and CEO regarding his Terms and Conditions of Office and Employment in accordance with Section 272(c1)(1) to the Companies Law</p> <p><i>No</i></p> <p>Transaction between the Company and its controlling shareholder in accordance with Sections 275 and 320(f) to the Companies Law.</p> <p>Type of transaction / item for vote:</p> <p>_____</p>	<p>for Officers in Financial Corporations (Special Approval and Non-Allowance for Tax Expenditure Due to Exceptional Compensation) Law, 2016 (hereinafter: the "Compensation Limitation Law"), the terms and conditions of office and employment of the incoming President and CEO, including granting of an amended indemnification undertaking letter in the version attached as Appendix D to the Summons) in accordance with the revised Compensation Policy attached as Appendix A to the Summons, and as set out in Appendix C to the Summons. Subject to the approval of the General Meeting, the terms and conditions of office and employment of the President and CEO of the Bank shall take effect on the date of commencement of his term as President and CEO of the Bank (retroactively from November 1 2019).</p>	
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8	<p>Summary of the item:</p> <p>Approval of an amendment to the List of Indemnity Events for the Indemnification Undertaking Letters to the incumbent directors of the Bank, including those who will serve in the Bank from time to time according to the List of Events for the Indemnification Undertaking Letter attached as Appendix D to the Summons.</p> <p>Type of majority required for approval: <i>Simple majority</i></p> <p>Resolution classified in accordance with Sections to the Companies Law (except for Sections 275 and 320(F) to the Companies Law): <i>Transaction with a director regarding his Terms and Conditions of Office and Employment in accordance with Section 273(a) to the Companies Law</i></p> <p><i>No</i></p> <p>Transaction between the Company and its controlling shareholder in accordance with Sections 275 and 320(f) to the Companies Law.</p> <p>Type of transaction / item for vote:</p> <p>_____</p>	<p>To approve, in accordance with Section 273 of the Companies Law, 1999 (hereinafter – the “Companies Law”) an amendment to the indemnification undertaking letters awarded to the Bank’s serving directors, including those who will serve in the Bank from time to time; the amendment will include the updating of the list of indemnity events which, in the opinion of the Board of Directors, can be expected in view of the Company’s activities at the time of issuing the indemnification undertaking letter in accordance with the wording of the indemnification undertaking letter which is attached as Appendix D to the Summons report. It should be clarified that this amendment does not impair the validity of the Bank’s previous resolutions or undertakings to indemnify the Bank’s directors and officers.</p>	<p><i>To approve</i></p>
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Details of votes in resolutions where the majority required for approval is not a simple majority:

1.

a. Summary of the item:

To appoint one (1) director as external director pursuant to the provisions of the Companies Law, 1999 for a period of 3 years, from among the candidates nominated by the Committee for the Appointment of Directors, in accordance with Section 2.1 to the Summons.

b. The meeting has resolved to *approve*

c. The resolution deals with: _____

	Quantity	Voted in favor	Voted against
Total voting rights	1,466,191,030		
No. of shares / securities participating in the vote	1,026,083,797		
No. of shares / securities included in the number of votes	1,026,083,797	Quantity: 648,632,421 Percentage of total: 63.21%	Quantity: 377,451,376 Percentage of total: 36.79%
No. of shares / securities participating in the vote which were not classified as having a vested interest (1)	1,026,083,797	Quantity: 648,632,421 Percentage (2): 63.21%	Quantity: 377,451,376 Percentage (2): 36.79%

General: The quantity is always relative to the "quantity" column in the same row

(1) The quantity of shares / securities participating in the vote which were not classified as shares whose holders have a vested interest / minority interest and regarding the appointment of EDs who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

(2) The percentage of votes in favor/against approval of the transaction out of the voters who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

The percentage of votes in favor of approving the transaction out of total voters who are not controlling shareholders in the Company/who have no vested interest in approving the resolution: 63.21%

Percentage of votes against out of total voting rights in the Company: 25.74%

Explanation: Add an explanation if the number of shares that participated in the vote is greater than the number of shares included in the number of votes for the purpose of the vote.

No The Company classified a shareholder who voted against the transaction as having a vested interest

No The Company classified a shareholder in a manner other than he classified himself.

2.

a. Summary of the item:

To appoint one (1) director as external director pursuant to the provisions of the Companies Law, 1999 for a period of 3 years, from among the candidates nominated by the Committee for the Appointment of Directors, in accordance with Section 2.1 to the Summons.

b. The meeting has resolved to Not approve

c. The resolution deals with: _____

	Quantity	Voted in favor	Voted against
Total voting rights	1,466,191,030		
No. of shares / securities participating in the vote	593,271,226		
No. of shares / securities included in the number of votes	593,271,226	Quantity: 448,298,064 Percentage of total: 75.56%	Quantity: 144,973,162 Percentage of total: 24.44%
No. of shares / securities participating in the vote which were not classified as having a vested interest (1)	593,271,226	Quantity: 448,298,064 Percentage of total: 75.56%	Quantity: 144,973,162 Percentage of total: 24.44%

General: The quantity is always relative to the "quantity" column in the same row

(1) The quantity of shares / securities participating in the vote which were not classified as shares whose holders have a vested interest / minority interest and regarding the appointment of EDs who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

(2) The percentage of votes in favor/against approval of the transaction out of the voters who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

The percentage of votes in favor of approving the transaction out of total voters who are not controlling shareholders in the Company/who have no vested interest in approving the resolution: 75.56%

Percentage of votes against out of total voting rights in the Company: 9.89%

Explanation: Add an explanation if the number of shares that participated in the vote is greater than the number of shares included in the number of votes for the purpose of the vote.

No The Company classified a shareholder who voted against the transaction as having a vested interest

No The Company classified a shareholder in a manner other than he classified himself.

3.

a. Summary of the item:

To appoint 1 (one) director as "other director" (a director who is not an external director in accordance with Section 11D(a) (2) to the Banking Ordinance) for a period of 3 years, from among the candidates nominated by the Committee for the Appointment of Directors, in accordance with Section 2.1 to the Summons.

b. The meeting has resolved to approve

c. The resolution deals with: _____

	Quantity	Voted in favor	Voted against
Total voting rights	-----		
No. of shares / securities participating in the vote	-----		
No. of shares / securities included in the number of votes	-----	Quantity: _____ Percentage of total: _____ %	Quantity: _____ Percentage of total: _____ %
No. of shares / securities participating in the vote which were not classified as having a vested interest (1)	-----	Quantity: _____ Percentage of total: _____%	Quantity: _____ Percentage of total: _____%

General: The quantity is always relative to the "quantity" column in the same row

(1) The quantity of shares / securities participating in the vote which were not classified as shares whose holders have a vested interest / minority interest and regarding the appointment of EDs who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

(2) The percentage of votes in favor/against approval of the transaction out of the voters who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

The percentage of votes in favor of approving the transaction out of total voters who are not controlling shareholders in the Company/who have no vested interest in approving the resolution: _____ %

Percentage of votes against out of total voting rights in the Company: _____ %

Explanation: Add an explanation if the number of shares that participated in the vote is greater than the number of shares included in the number of votes for the purpose of the vote.

_____ The Company classified a shareholder who voted against the transaction as having a vested interest

_____ The Company classified a shareholder in a manner other than he classified himself.

4.

a. Summary of the item:

To appoint 1 (one) director as "other director" (a director who is not an external director in accordance with Section 11D(a) (2) to the Banking Ordinance) for a period of 3 years, from among the candidates nominated by the Committee for the Appointment of Directors, in accordance with Section 2.1 to the Summons.

b. The meeting has resolved to Not approve

c. The resolution deals with: _____

	Quantity	Voted in favor	Voted against
Total voting rights	-----		
No. of shares / securities participating in the vote	-----		
No. of shares / securities included in the number of votes	-----	Quantity: _____ Percentage of total: _____%	Quantity: _____ Percentage of total: _____%
No. of shares / securities participating in the vote which were not classified as having a vested interest (1)	-----	Quantity: _____ Percentage of total: _____%	Quantity: _____ Percentage of total: _____%

General: The quantity is always relative to the "quantity" column in the same row

(1) The quantity of shares / securities participating in the vote which were not classified as shares whose holders have a vested interest / minority interest and regarding the appointment of EDs who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

(2) The percentage of votes in favor/against approval of the transaction out of the voters who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

The percentage of votes in favor of approving the transaction out of total voters who are not controlling shareholders in the Company/who have no vested interest in approving the resolution: _____%

Percentage of votes against out of total voting rights in the Company: _____%

Explanation: Add an explanation if the number of shares that participated in the vote is greater than the number of shares included in the number of votes for the purpose of the vote.

_____ The Company classified a shareholder who voted against the transaction as having a vested interest

_____ The Company classified a shareholder in a manner other than he classified himself.

5.

a. Summary of the item:

Approval of revised compensation policy and approval that the compensation for the Bank's officers may exceed, in accordance with the decision of the Audit Committee and the Board of Directors, the threshold set in Section 2(A) of the Compensation Limitation Law, as set out in Section 2.2 and in Appendix 2.2 to the Summons.

b. The meeting has resolved to *approve*

c. The resolution deals with: _____

	Quantity	Voted in favor	Voted against
Total voting rights	1,466,191,030		
No. of shares / securities participating in the vote	1,100,527,536		
No. of shares / securities included in the number of votes	1,100,527,536	Quantity: 876,615,075 Percentage of total: 79.65%	Quantity: 223,912,461 Percentage of total: 20.35%
No. of shares / securities participating in the vote which were not classified as having a vested interest (1)	1,100,527,536	Quantity: 876,615,075 Percentage of total: 79.65%	Quantity: 223,912,461 Percentage of total: 20.35%

General: The quantity is always relative to the "quantity" column in the same row

(1) The quantity of shares / securities participating in the vote which were not classified as shares whose holders have a vested interest / minority interest and regarding the appointment of EDs who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

(2) The percentage of votes in favor/against approval of the transaction out of the voters who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

The percentage of votes in favor of approving the transaction out of total voters who are not controlling shareholders in the Company/who have no vested interest in approving the resolution: 79.65%

Percentage of votes against out of total voting rights in the Company: 15.27%

Explanation: Add an explanation if the number of shares that participated in the vote is greater than the number of shares included in the number of votes for the purpose of the vote.

No The Company classified a shareholder who voted against the transaction as having a vested interest

No The Company classified a shareholder in a manner other than he classified himself.

6.

a. Summary of the item:

Approval of the Terms and Conditions of Office and Employment of the Chairman of the Bank's Board of Directors, in accordance with the Compensation Policy attached as Appendix A to the Summons, and as specified in Appendix B to the Summons.

b. The meeting has resolved to *approve*

c. The resolution deals with: _____

	Quantity	Voted in favor	Voted against
Total voting rights	1,466,191,030		
No. of shares / securities participating in the vote	1,100,792,744		
No. of shares / securities included in the number of votes	1,100,792,744	Quantity: 891,263,295 Percentage of total: 80.97%	Quantity: 209,529,449 Percentage of total: 19.03%
No. of shares / securities participating in the vote which were not classified as having a vested interest (1)	1,100,792,744	Quantity: 891,263,295 Percentage of total: 80.97%	Quantity: 209,529,449 Percentage of total: 19.03%

General: The quantity is always relative to the "quantity" column in the same row

(1) The quantity of shares / securities participating in the vote which were not classified as shares whose holders have a vested interest / minority interest and regarding the appointment of EDs who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

(2) The percentage of votes in favor/against approval of the transaction out of the voters who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

The percentage of votes in favor of approving the transaction out of total voters who are not controlling shareholders in the Company/who have no vested interest in approving the resolution: 80.97%

Percentage of votes against out of total voting rights in the Company: 14.29%

Explanation: Add an explanation if the number of shares that participated in the vote is greater than the number of shares included in the number of votes for the purpose of the vote.

No The Company classified a shareholder who voted against the transaction as having a vested interest

No The Company classified a shareholder in a manner other than he classified himself.

7.

a. Summary of the item:

Approval of the Terms and Conditions of Office and Employment of the new President and CEO (including granting a revised Indemnification Undertaking Letter in the version attached as Appendix D to the Summons) in accordance with the revised Compensation Policy attached as Appendix A to the Summons, and as specified in Appendix B to the Summons.

b. The meeting has resolved to approve

c. The resolution deals with: _____

	Quantity	Voted in favor	Voted against
Total voting rights	1,466,191,030		
No. of shares / securities participating in the vote	1,100,791,908		
No. of shares / securities included in the number of votes	1,100,791,908	Quantity: 891,157,128 Percentage of total: 80.96%	Quantity: 209,634,780 Percentage of total: 19.04%
No. of shares / securities participating in the vote which were not classified as having a vested interest (1)	1,100,791,908	Quantity: 891,157,128 Percentage of total: 80.96%	Quantity: 209,634,780 Percentage of total: 19.04%

General: The quantity is always relative to the "quantity" column in the same row

(1) The quantity of shares / securities participating in the vote which were not classified as shares whose holders have a vested interest / minority interest and regarding the appointment of EDs who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

(2) The percentage of votes in favor/against approval of the transaction out of the voters who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

The percentage of votes in favor of approving the transaction out of total voters who are not controlling shareholders in the Company/who have no vested interest in approving the resolution: 80.96%

Percentage of votes against out of total voting rights in the Company: 14.3%

Explanation: Add an explanation if the number of shares that participated in the vote is greater than the number of shares included in the number of votes for the purpose of the vote.

No The Company classified a shareholder who voted against the transaction as having a vested interest

No The Company classified a shareholder in a manner other than he classified himself.

8.

a. Summary of the item:

Approval of an amendment to the List of Indemnity Events for the Indemnification Undertaking Letters to the incumbent directors of the Bank, including those who will serve in the Bank from time to time according to the List of Events for the Indemnification Undertaking Letter attached as Appendix D to the Summons.

b. The meeting has resolved to approve

c. The resolution deals with: _____

	Quantity	Voted in favor	Voted against
Total voting rights	_____		
No. of shares / securities participating in the vote	_____		
No. of shares / securities included in the number of votes	_____	Quantity: _____ Percentage of total: _____%	Quantity: _____ Percentage of total: _____%
No. of shares / securities participating in the vote which were not classified as having a vested interest (1)	_____	Quantity: _____ Percentage of total: _____%	Quantity: _____ Percentage of total: _____%

General: The quantity is always relative to the "quantity" column in the same row

(1) The quantity of shares / securities participating in the vote which were not classified as shares whose holders have a vested interest / minority interest and regarding the appointment of EDs who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

(2) The percentage of votes in favor/against approval of the transaction out of the voters who have no vested interest in approving the appointment, except a vested interest which does not result from relations with the controlling shareholder.

The percentage of votes in favor of approving the transaction out of total voters who are not controlling shareholders in the Company/who have no vested interest in approving the resolution: _____%

Percentage of votes against out of total voting rights in the Company: _____%

Explanation: Add an explanation if the number of shares that participated in the vote is greater than the number of shares included in the number of votes for the purpose of the vote.

_____ The Company classified a shareholder who voted against the transaction as having a vested interest

_____ The Company classified a shareholder in a manner other than he classified himself.

3. Details of voters who are not institutionals, interested parties or senior officers:

☒ File [Reporting file isa.pdf](#) . The file shall include, for each voter, the data required in this form.

☐ Details of the vote according to the item numbers outlined in Section 1 above:

Serial No.	No. of item on the agenda	Last name of shareholder or security holder/name of holder corporation (in English) (1)	First name of shareholder or security holder	No. of securities	Vested interest (2)	Manner of voting	Proxy Statement - Letter of Appointment
1	Item _____	<div><div></div></div>					

The form may contain up to 40 rows (each line should include information about one holder who voted in the meeting). If the voting list is longer than 40, continue to fill the data for the additional voters in an additional form.

1 Last name of shareholder or security holder/name of holder (in English) corporation (in English)

First name of shareholder or security holder (in English) _____

Last name of shareholder or security holder/name of holder corporation (in English)

First name of shareholder or security holder (in English): _____

Type of ID No.: _____

ID No.: _____

Participation in the meeting is by virtue of holding security no. _____

Place of incorporation of shareholder or holder of security / passport country: _____

Name of authorized representative: _____

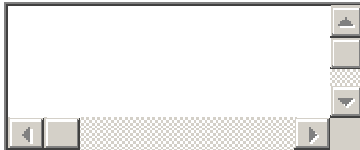


Type of ID no. of the authorized representative: _____

no. of the authorized representative: _____

Passport country: _____

If the Company is aware of any connection between the voter (who has no vested interest) and the Company or any of its controlling shareholders, including employer-employee relations, business relations, etc. - provide detail as to their nature:



4. This report is filed pursuant to in the following report(s):

Report	Publication date	Ref. No.:
Original	September 26 2019	2019-01-084369
Original	November 10 2019	2019-01-096531

The report was signed on behalf of the corporation's board of directors, in accordance with Regulation 5 of the Securities Regulations (Periodic and Immediate Reports), 1970, by Adv. Irit Roth, Chief Legal Counsel of the Bank and Adv. Livnat Ein-Shay Wilder, Secretary of the Group and the Bank and Group.

Reference numbers of previous documents on the subject (the citing does not constitute inclusion by way of reference):

The Company's securities are listed on the Tel Aviv Stock Exchange

Date on which the form structure
was revised: December 17 2019

Abbreviated Name: Leumi

Note: English translations of Immediate Reports of Bank Leumi are for convenience purposes only. In case of any discrepancy between the English translation and the Hebrew original, the Hebrew version shall prevail. The original Hebrew version is available on the distribution website of the Israel Securities Authority: <http://www.magna.isa.gov.il>

Address: Beit Leumi, 34 Yehuda Halevi St., Tel Aviv,
6513616 Tel: +972-76-8858111 , +972-76-8859419 Fax: +972-76-
8859732

Email: Livnat.Ein-Shay@bll.co.il Website: www.leumi.co.il

Previous names of the reporting entity:

Name of electronic reporter: Livnat Ein-Shay Position: Secretary of the Bank Name of employer: Bank
Leumi Le-Israel B.M.

Address: 34 Yehuda Halevi St., Tel Aviv, 61000 Tel: +972-76-8859419 Fax: +972-76-
8859732 Email: livnat.ein-shay@bll.co.il