

## **Translation of Immediate Report**

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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.EinShay@bll.co.il

12 March 2019

Reference: 2018-01-021208

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

### **Immediate Report**

### **Nature of Event: Results of Tender for Classified Investors**

Reference numbers of previous reports regarding the matter: 2019-01-020551 2019-01-020608 2019-01-010896

See Annex attached hereto [1232019 isa.pdf](#)

The company is not an envelope company as that term is defined in the Stock Exchange bylaws.

Date and time at which the corporation first became aware of the event or matter: 11 March 2019, at 21:20.

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Name of Electronic Reporter: David Raoul Sackstein, Position: Advocate, General Secretary  
Yehuda Halevi Street 34, Tel Aviv 6513616, Phone: 076-8857984, Facsimile: 076-8859732  
Electronic Mail: [david.sackstein@Bankleumi.co.il](mailto:david.sackstein@Bankleumi.co.il)

**Note:** 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.

The original Hebrew version is available on the distribution website of the Israel Securities Authority: <http://www.magna.isa.gov.il/>

12 March 2019

To

Tel Aviv Stock Exchange  
Ahuzat Bayit Street 2  
Tel Aviv 6525216

To

Israel Securities Authority  
Kanfei Nesharim Street 22  
Jerusalem 95464

Dear Sir or Madam:

Re: **Immediate Report on the results of the tender for classified investors**

- a. Pursuant to the Report dated 10 March 2019 concerning the possible issue of subordinated debentures (Series 403) through the expansion of the series (hereafter: "the **Subordinated Debentures**") (Reference No. 2019-01-020551), the Bank is pleased to announce that on 11 March 2019 it held a tender for classified investors (hereafter: "the **Institutional Tender**") for the issuance of the Subordinated Debentures. It is noted that the (Series 403) series of subordinated debentures were first issued pursuant to the Bank's shelf offering report dated 30 January 2019 (Reference N0. 2019-01-010896) and the deed of trust that was attached as Appendix A to the above-mentioned shelf offering report.
- b. The Subordinated Debentures were offered in the Institutional Tender to classified investors through a tender for the price of units of Subordinated Debentures, with each unit including NIS 50,000 nominal value of Subordinated Debentures (Series 403) (hereafter: "the **Units**").
- c. The classified investors submitted preliminary commitments, in the tender, for the purchase of the Subordinated Debentures, with a total financial amount of NIS 848 million.
- d. The Bank intends to receive preliminary commitments from classified investors for the purchase of 15,289 units including NIS 764,450,000 nominal value of Subordinated Debentures at a minimal price per unit of NIS 51,380, which will constitute the minimal price per unit in the public tender (if one is carried out), for a total consideration of NIS 785,548,820.
- e. At this stage, and in light of the demand in the said Institutional Tender, the Bank intends to offer the debentures to the public in a total amount of NIS 900,000,000 nominal value. This will be subject to, *inter alia*, the approval of the rating agency.
- f. It is clarified that the publication of the shelf offering report and the execution of the offering of the Debentures will be subject to, *inter alia*, the receipt of all the approvals required by law, including the approval of the Tel Aviv Stock Exchange

Ltd. for the listing of the Subordinated Debentures for trading and a resolution by the Bank's Board of Directors, and that there is no certainty that the public offering will be carried out. It is also clarified that the public offering, if it is carried out, will be done in the framework of the shelf offering report through a uniform offering; that the scope of the public offering and its other terms will be described in the framework of that report; and that the uniform price per unit of the Subordinated Debentures will be set through the public tender, if it is carried out.

Very respectfully,  
Bank Leumi BM

Signed by Omer Ziv, Head of the Financial Division