

Translation of Immediate Report

T020
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: David_S@bll.co.il

Transmission Date: December 21, 2023

Reference: 2023-01-138753

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

Offeror's Announcement of the Results of a Prospectus Offering

**Pursuant to Section 30 to the Securities Law, 1968 and the Securities Regulations
(Announcements of a Prospectus Offering), 1969
Regulation 30c to the Periodic and Immediate Reports Regulations, 1970**

Results of a prospectus offering.

Comment: The report on the results of the prospectus offering should also include the advance purchase commitments provided prior to the publication of the prospectus.

The prospectus is a shelf prospectus of a reporting corporation.

1. Set forth below are the results of a prospectus offering, the reference number for the publication thereof is 2021-01-090921 (T012).

Permission to publish the prospectus was given on May 26, 2021 and the period for submitting bids thereunder ended on (in the event of an ATM program – the date on which the program ended December 20, 2023).

Was the offering executed by way of a shelf offering report or a supplementary notice *Yes*

Reference number of the shelf offering report (T022)/ Supplementary notice (T024) 2023-01-138030

Attached are the results of the prospectus offering:

[Leumi Public Tender Results 21122023 isa.pdf](#)

Prospectus no.: 39666 **Comment: Please enter for internal use of the Securities Authority.**

2a. Total securities offered in the prospectus:

Security type	TASE Security No.	Security name	Total no. of securities	Price*	Interest rate	Discount Rate	Weighted discount rate
<i>Bonds</i>	<i>1201821</i>	<i>Leumi Bonds (Series 185)</i>	<i>1,344,885,000</i>	<i>NIS 1</i>	<i>1.86</i>	_____	_____
<i>Bonds</i>	<i>1201839</i>	<i>Leumi Bonds (Series 186)</i>	<i>2,285,745,000</i>	<i>NIS 1</i>	<i>2.02</i>	_____	_____
<i>Commercial securities</i>	<i>1201847</i>	<i>Leumi Series 5 Commercial Securities</i>	<i>1,369,370,000</i>	<i>NIS 1</i>	<i>0.12</i>	_____	_____

* Price per NIS 1

3. Total securities by types and by bidder types whose bid was accepted:

Securities for which a cash consideration is received:

Issuance type	TASE security type, number and name	Tender number	Bidder type	Total number of issued securities	Price*	Future disposal price*	Total amount of computed consideration	Par value of total securities
<i>Public offering (cash consideration)</i>	<i>Bonds</i> _____ <i>1201821</i> <i>Leumi Bonds (Series 185)</i>	<i>1189349</i>	<i>Institutionals</i>	<i>1,227,640,000</i>	<i>NIS 1</i>	_____ _____	<i>NIS</i> <i>1,227,640,000</i>	<i>NIS 1</i>
<i>Public offering (cash consideration)</i>	<i>Bonds</i> _____ <i>1201821</i> <i>Leumi Bonds (Series 185)</i>	<i>1189349</i>	<i>Public</i>	<i>420,000</i>	<i>NIS 1</i>	_____ _____	<i>NIS 420,000</i>	<i>NIS 1</i>
<i>Public offering (cash consideration)</i>	<i>Bonds</i> _____ <i>1201839</i> <i>Leumi Bonds (Series 186)</i>	<i>1189356</i>	<i>Institutionals</i>	<i>2,121,457,000</i>	<i>NIS 1</i>	_____ _____	<i>NIS</i> <i>2,121,457,000</i>	<i>NIS 1</i>
<i>Public offering (cash consideration)</i>	<i>Bonds</i> _____ <i>1201839</i> <i>Leumi Bonds (Series 186)</i>	<i>1189356</i>	<i>Public</i>	<i>1,265,000</i>	<i>NIS 1</i>	_____ _____	<i>NIS</i> <i>1,265,000</i>	<i>NIS 1</i>

Public offering (cash consideration)	Commercial securities 1201847 Leumi Commercial Securities (Series 5)	1201706	Institutionals	816,990,000	NIS 1	_____	NIS 816,990,000	NIS 1
Public offering (cash consideration)	Commercial securities 1201847 Leumi Commercial Securities (Series 5)	1201706	Public	552,380,000	NIS 1	_____	NIS 552,380,000	NIS 1

* Price per 1 security

4. Details of underwriters and distributors in the issuance:

The issuance was participated by ☐ Underwriters ☒ Distributors ☐ None of the above

	Name	Role
1	Other Name Leumi Partners Underwriters Ltd. Private company no. 520029695	<input type="checkbox"/> Pricing underwriter <input type="checkbox"/> Underwriter <input checked="" type="checkbox"/> Distributor
2	Other Name Menora Mivtachim Underwriters & Management Ltd. Private company no. 513729095	<input type="checkbox"/> Pricing underwriter <input type="checkbox"/> Underwriter <input checked="" type="checkbox"/> Distributor
3	Other Name Ipax Issues Ltd. Private company no. 514941525	<input type="checkbox"/> Pricing underwriter <input type="checkbox"/> Underwriter <input checked="" type="checkbox"/> Distributor
4	Other Name Barak Capital Underwriting Ltd. Private company no. 513900944	<input type="checkbox"/> Pricing underwriter <input type="checkbox"/> Underwriter <input checked="" type="checkbox"/> Distributor
5	Other	<input type="checkbox"/> Pricing underwriter <input type="checkbox"/> Underwriter

	<i>Name</i> <i>Unicorn Capital Ltd.</i> <i>Private company no.</i> <i>516221462</i>	<input checked="" type="checkbox"/> Distributor
6	<i>Other</i> <i>Name</i> <i>Alpha Beta Issuances Ltd.</i> <i>Private company no.</i> <i>515411700</i>	<input type="checkbox"/> Pricing underwriter <input type="checkbox"/> Underwriter <input checked="" type="checkbox"/> Distributor
7	<i>Other</i> <i>Name</i> <i>Compass Rose Capital P.A Ltd.</i> <i>Private company no.</i> <i>516787371</i>	<input type="checkbox"/> Pricing underwriter <input type="checkbox"/> Underwriter <input checked="" type="checkbox"/> Distributor

Details of signatories authorized to sign on behalf of the corporation:

Name of signatory	Title	other
<i>Omer Ziv</i>	<i>Head of the Capital Markets Division</i>	

In accordance with Regulation 5 of the Securities Regulations (Periodic and Immediate Reports), 1970, a report filed pursuant to these regulations shall be signed by the corporation's authorized signatories. For a staff position of this matter, see the Authority's website: [click here](#).

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

2021-01-137526 2023-01-138030

*The securities of the corporation are listed for trading on the Tel Aviv Stock Exchange
Ticker: Leumi*

*Address: Yehuda Halevi Street 34, Tel Aviv 6513616, Tel: 076-8858111, 076-8859419
Facsimile: 076-8859732 Electronic Mail: David_S@bll.co.il company's website:
www.leumi.co.il*

Previous names of the reporting entity:

Name of Electronic Reporter: Shelly Bainhoren, Position: Bank Secretary, 34 Yehuda Halevi Street, Tel Aviv 6513616, Phone: 076-8859419, Electronic Mail: Shelly.Bainhoren@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/>

Bank Leumi le-Israel B.M.

(hereinafter - the “Bank”)

December 21, 2023

To
The Israel Securities Authority (ISA)
www.isa.gov.il

To
The Tel Aviv Stock Exchange (TASE)
www.tase.co.il

Re: Notice of Results of an Offering in Accordance with the Shelf Offering Report

In accordance with the provisions of Section 30 to the Securities Law, 1968 and the Securities Regulations (Notice of Results of an Offering in a Prospectus), 1969, the Bank is pleased to announce the results of the offering in accordance with the Bank’s shelf offering report of December 19, 2023, which was published by virtue of the Bank’s shelf prospectus of May 27, 2021, whose validity was extended on May 18, 2023 until May 26, 2024 (hereinafter - the “Shelf Offering Report”).

1. In accordance with the Shelf Offering Report, the Bank offered to the public up to NIS 1,344,885,000 p.v. of registered Bonds (Series 185) of NIS 1 p.v. each, in addition to up to NIS 2,285,745,000 p.v. in registered Bonds (Series 186) of the Bank of NIS 1 p.v. each, in addition to up to NIS 1,369,370,000 p.v. in registered Commercial Securities (Series 5), of NIS 1 p.v. each.
 - 1.1. The Bonds (Series 185) were offered to the public by way of a uniform offering in accordance with the Securities Regulations (Manner of Offering Securities to the Public), 2007 (hereinafter - the “**Manner of Offering Regulations**”), in 1,344,885 units, with each unit comprising NIS 1,000 p.v. of Bonds (Series 185) at a price of NIS 1,000 per unit (hereinafter - the “**Series 185 Units**”), by way of a tender for the annual interest rate that the Bonds shall bear, which shall not exceed 1.86%, as set out in the Shelf Offering Report.



- 1.2. The Bonds (Series 186) were offered to the public by way of a uniform offering in accordance with the Manner of Offering Regulations, in 2,285,745 units, with each unit comprising NIS 1,000 p.v. of Bonds (Series 186) at a price of NIS 1,000 per unit (hereinafter - the “**Series 186 Units**”), by way of a tender for the annual interest rate that the Bonds shall bear, which shall not exceed 2.02%, as set out in the Shelf Offering Report.
- 1.3. The Commercial Securities (Series 5) were offered to the public by way of a uniform offering in accordance with the Manner of Offering Regulations, in 1,369,370 units, with each unit comprising NIS 1,000 p.v. of Commercial Securities (Series 5) at a price of NIS 1,000 per unit (hereinafter - the “**CS 5 Units**”) by way of a tender for the annual spread above the Bank of Israel interest, which shall not exceed 0.12%, as set out in the Shelf Offering Report.
2. Set forth below are the results of the tender for the Series 185 Units held on Wednesday, December 20, 2023 (hereinafter - the “**185 Tender**”):
 - 2.1. In the 185 Tender, 45 bids to purchase 1,228,060 Series 185 Units were received, of which 42 bids were placed by qualified investors as defined in Section 1 of the Manner of Offering Regulations) (hereinafter - the “**Qualified Investors**”) to purchase 1,227,640 Series 185 Units, received pursuant to an advance purchase commitment of the Qualified Investors, as set out in Section 4.1.3 of the Shelf Offering Report.
 - 2.2. The annual interest rate that the 185 Units shall bear, as set in the tender, is 1.86% (hereinafter - the “**Uniform Interest Rate of Series 185**”). Accordingly, the semi-annual interest rate that the Bonds (Series 185) shall bear is 0.93%.
 - 2.3. In accordance with the terms and conditions of the Shelf Offering Report, 1,228,060 Series 185 Units were allotted, as follows:
 - (a) 36 bids placed by Qualified Investors to purchase 1,129,340 Series 185 Units, which specified an interest rate which is lower than the Uniform Interest Rate of Series 185 – were fully accepted.
 - (b) 6 bids placed by Qualified Investors to purchase 98,300 Series 185 Units, which specified the Uniform Interest Rate of Series 185 – were fully accepted.
 - (c) 1 bid placed by the public to purchase 10 Series 185 Units, which specified an



interest rate which is lower than the Uniform Interest Rate of Series 185 – was fully accepted.

(d) 2 bids placed by the public to purchase 410 Series 185 Units, which specified the Uniform Interest Rate of Series 185 – were fully accepted.

3. Set forth below are the results of the Series 186 Units tender held on Wednesday, December 20, 2023 (hereinafter - the “**186 Tender**”):

3.1. 78 bids to purchase 2,122,722 Series 186 Units were received as part of the 186 Tender, of which 63 bids were placed by qualified investors as defined in Section 1 of the Manner of Offering Regulations (hereinafter - the “**Qualified Investors**”) to purchase 2,121,457 Series 186 Units, received pursuant to an advance commitment of the Qualified Investors, as set out in Section 4.2.3 of the Shelf Offering Report.

3.2. The annual interest rate that the 186 Units shall bear, as set in the tender, is 2.02% (hereinafter - the “**Uniform Interest Rate of Series 186**”). Accordingly, the semi-annual interest rate that the Bonds (Series 186) shall bear is 1.01%.

3.3. In accordance with the terms of the Shelf Offering Report, 2,122,722 Series 186 Units were allotted, as follows:

(a) 61 bids placed by Qualified Investors to purchase 2,088,457 Series 186 Units, which specified an interest rate which is lower than the Uniform Interest Rate of Series 186 – were fully accepted.

(b) 2 bids placed by Qualified Investors to purchase 33,000 Series 186 Units, which specified the Uniform Interest Rate of Series 186 – were fully accepted.

(c) 15 bids placed by the public to purchase 1,265 Series 186 Units, which specified an interest rate which is lower than the Uniform Interest Rate of Series 186 – were fully accepted.

(d) There were no bids placed by the public to purchase Series 186 Units, which specified the Uniform Interest Rate of Series 186.



4. Set forth below are the results of the CS 5 Units tender held on Wednesday, December 20, 2023 (hereinafter - the “5 CSs Tender”):
- 4.1.51 bids to purchase 1,737,334 CS 5 Units were received as part of the CSs 5 Tender, 13 of which - to purchase 1,181,354 CS 5 Units were placed by Qualified Investors pursuant to an advance purchase commitment by the Qualified Investors, as set out in Section 4.3.3 of the Shelf Offering Report.
- 4.2. The annual spread rate above the Bank of Israel interest that the CSs (Series 5) will bear, as set in the tender, is 0.1% (hereinafter - the “**Uniform Spread Rate**”).
- 4.3. In accordance with the terms and conditions of the Shelf Offering Report, 1,369,370 CS 5 Units were allotted, as follows:
- (a) 6 bids placed by Qualified Investors to purchase 707,704 CS 5 Units, which specified a spread rate which is lower than the Uniform Spread Rate – were fully accepted.
 - (b) 1 bid by a Qualified Investor to purchase 200,000 CS 5 Units was placed, which specified the Uniform Spread Rate – was accepted at a rate of 54.64%, so the Qualified Investor was allotted 109,286 CS 5 Units.
 - (c) 6 bids placed by Qualified Investors to purchase 273,650 CS 5 Units, which specified a spread rate which is higher than the Uniform Spread Rate – were not accepted.
 - (d) 32 bids placed by the public to purchase 552,380 CS 5 Units, which specified a spread rate which is lower than the Uniform Spread Rate – were fully accepted.
 - (e) 1 bid placed by the public to purchase 750 CS 5 Units, which specified the Uniform Spread Rate – was not accepted.
 - (f) 5 bids placed by the public to purchase 2,850 CS 5 Units, which specified a spread rate which is higher than the Uniform Spread Rate – were not accepted.
5. The Bonds (Series 185), Bonds (Series 186) and Commercial Securities (Series 5) offered under this Shelf Offering Report were issued at par value and therefore, without any discount.



6. The first interest payment for the Bonds (Series 185) shall be paid on February 28, 2024 in respect of the period beginning on the first trading day following the tender date of the Bonds (Series 185) until February 27, 2024. As set out in Section 1.1.4 of the Shelf Offering Report, the interest rate as of the date of the first interest payment of the Bonds (Series 185) is calculated in accordance with the number of days in the period starting on the first trading day following the tender for the Bonds (Series 185) and ending on February 27, 2024, on the basis of 365 days per year, such that the interest rate on the first interest payment of the Series 185 Bonds is 0.33123%.
7. The first interest payment for the Bonds (Series 186) shall be paid on May 31, 2024 in respect of the period beginning on the first trading day following the tender date of the Bonds (Series 186) until May 30, 2024. As set out in Section 1.2.4 of the Shelf Offering Report, the interest rate as of the date of the First Interest Payment of the Bonds (Series 186) shall be calculated in accordance with the number of days in the period starting on the first trading day following the tender for the Bonds (Series 186) and ending on May 30, 2024, on the basis of 365 days per year, so the interest rate on the first interest payment of the Series 186 Bonds is 0.87441%.
8. The immediate gross proceeds received by the Bank as part of the public offering in accordance with the Shelf Offering Report amount to NIS 4,720,152.
9. The Bank wishes to thank investors for their response to the offering.

Respectfully,

Bank Leumi le-Israel B.M.

By: Omer Ziv, Head of the Capital Markets Division