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Bank Leumi le-Israel B.M. (The "Bank")

June 10, 2026

To
Israel Securities Authority
www.isa.gov.il

To
The Tel Aviv Stock Exchange
www.tase.co.il

Dear Sirs/Madams,

Re: Immediate Report regarding the Convening of an Annual General Meeting

Further to the Bank's immediate report dated May 19, 2026 (Reference: 2026-01-045999) regarding a preliminary notice of the intention to convene a general meeting, on the agenda of which are several items, including, inter alia, the appointment of directors ("**Prior Notice**"), and in accordance with the Companies Law, 5759-1999 ("**Companies Law**"), the Securities Regulations (Periodic and Immediate Reports), 5730-1970 ("**Reporting Regulations**"), the Companies Regulations (Notice and Announcement of a General Meeting and a Class Meeting in a Public Company and Adding an Agenda Item), 5730-2000 ("**Notice and Announcement Regulations**") and the Companies Regulations (Proxy Statements and Position Statements), 5730-2005 ("**Proxy Statement Regulations**"), the Board of Directors of the Bank ("**Board of Directors**") hereby announces the convening of an annual general meeting of the shareholders of the Bank (the "**General Meeting**" or the "**Meeting**") to be held on Thursday, July 16, 2026, at 2:00 p.m. at the Bank's offices at the Bank Leumi Campus (Building M4, 6th Floor, "Odem" Conference Room), 3 Abba Hillel Silver St., Lod. On the agenda of the meeting are the items and resolutions as set forth in this immediate report.

For additional details regarding the record date and proof of ownership, legal quorum and the date of an adjourned meeting, methods of voting at the meeting, participation in the meeting and voting by shareholders in person or by proxy, proxy statements, the deadline for submitting proxy statements to the Bank, the electronic voting system, position statements, the manner of submitting documents to the Bank and reviewing documents, see **Appendix A** to this meeting notice.

The Items on the Agenda

The agenda of the General Meeting will include the following items:

- 1. Item No. 1 – Discussion of the Bank's financial statements and Board of Directors' report for the year ended on December 31, 2025.**



The Bank's periodic report for the year 2025 (including the financial statements and Board of Directors' report), as published on March 4, 2026 (reference: 2026-01-019435) (the "**Bank's Periodic Report for 2025**"), can be viewed on the Israel Securities Authority's distribution website (Magna website) and on the Bank's website (www.leumi.co.il)

Furthermore, a copy can be obtained by contacting the Bank and Group Secretariat, at the Bank's offices at the Bank Leumi Service Campus, Building M4, 6th Floor, "Odem" Conference Room, 3 Abba Hillel Silver St., Lod, Tel.: 076-8857314, Sunday - Thursday, between the hours of 8:00 am and 3:00 pm.

It is clarified that no resolution is required on this item.

2. Item No. 2 – The reappointment of the accounting firms Somekh Chaikin (KPMG) and Breitman Almagor Zohar & Co. (Deloitte) as joint independent auditors of the Bank until the end of the next annual general meeting to be convened after this notice of meeting. The auditors' fees will be determined by the Board of Directors, after receiving the recommendation of the Audit Committee, in accordance with section 131a of the Bank's Articles of Association.

2.1. Background

2.1.1. At the Bank's Audit Committee meeting held on May 18, 2026, the Audit Committee discussed the reappointment of the accounting firms Somekh Chaikin (KPMG) and Breitman Almagor Zohar & Co. (Deloitte) as joint **independent** auditors of the Bank and recommended reappointments for a period commencing from the date of approval of the current Annual General Meeting until the end of the next Annual General Meeting of the Bank.

In accordance with the requirements of Section 36(d)(3a) of Proper Banking Management Directive No. 301 ("**Directive 301**") and the proposed rules of conduct for directors to promote the quality of the audit of financial statements (Best Practice), as published by the Israel Securities Authority in October 2021, the Audit Committee held a discussion regarding the quality of the auditors, including hearing the auditors and receiving explanations from each of the firms and data on the competence and skill of the audit teams, and their compliance with the rules of independence and absence of conflict of interest applicable to them. In addition, the Committee heard the professional position of the Bank's management regarding their suitability.

Following the Audit Committee's recommendation, the Board of Directors approved the inclusion of the matter on the General Meeting's agenda on June 10, 2026.



2.1.2. Regarding the report to the Annual General Meeting on the auditors' fees for 2025, see page 331 of the Bank's periodic report for 2025.

2.2. The Proposed Resolution

To reappoint the accounting firms Somekh Chaikin (KPMG) and Breitman Almagor Zohar & Co. (Deloitte) as joint auditors of the Bank until the end of the next Annual General Meeting to be convened after this notice.

2.3. The Majority Required to Pass the Resolution

The majority of votes of the shareholders entitled to vote and participate in the general meeting or the adjourned general meeting in person or by proxy. Abstentions will not be taken into account in the count of votes of the said shareholders.

3. Items no. 3 – 7 – the Appointment of Directors

3.1. Background

3.1.1. In view of the end of the first term of office of the Chairman of the Board of Directors, Mr. Uri Alon as a director who has the status of a director who is not an external director as stated in Section 11D(a)(2) of the Banking Ordinance, 1941 (the "**Banking Ordinance**") ("**Other Director**") on August 29, 2026, in view of the end of the first term of office of Adv. Esther Deutsch as a director having the status of Other Director on September 16, 2026, and in view of the end of the second term of office of Prof. Yedidia Stern as an external director pursuant to Directive No. 301 ("**External Director 301**") on November 21, 2026, it is proposed to the General Meeting to appoint three (3) directors to the Board of Directors of the Bank, of whom two (2) directors have the status of Other Director and one (1) director has the status of external director 301.

3.1.2. Mr. Uri Alon serves as the Chairman of the Board of Directors of the Bank as of December 18, 2024 (the "**Date of Commencement of his Term as Chairman of the Board of Directors**") and he will continue to serve as Chairman of the Board of Directors until the end of his current term as a director of the Bank. If he is elected by the meeting convened pursuant to this report and the approval is received of the Supervisor of Banks or his absence of objection to the appointment, then he will continue his term as Chairman of the Board of



Directors until the completion of a term of office of three years from the date of commencement of his term as Chairman of the Board of Directors.

3.1.3. The Bank must comply with all the relevant requirements according to law regarding the composition and competence of the Board of Directors, including in accordance with Directive 301. In light of the aforesaid, and after considering the regulatory requirements, the need to hold effective discussions in the Board of Directors and the business challenges facing the Bank in the coming years, the Bank's Board of Directors recommends that at the Annual General Meeting in 2026, candidates be selected in accordance with the criteria set forth in Appendix A of the Bank's immediate report dated May 19, 2026 (Reference No.: 2026-01-045999),

3.1.4. The directors will be elected by the General Meeting from among the five candidates recommended to serve as directors of the Bank by the Committee for the Appointment of Directors in Banking Corporations (the "**Committee for the Appointment of Directors**"), in accordance with its notice dated May 3, 2026, as follows:

Two (2) candidates for the office of external director 301 for a period of three years:

- (1) Adv. Michael Avner – for further details, see [Appendix B'1](#);
- (2) Prof. Yedidia Stern – for further details, see [Appendix B'2](#);

Three (3) candidates for the office of Other Director for a period of three years:

- (1) Ms. Ronit Atad – for further details, see [Appendix B'3](#);
- (2) Mr. Uri Alon – for further details, see [Appendix B'4](#);
- (3) Adv. Esther Deutsch – for further details, see [Appendix B'5](#).

For further details, see the immediate report published by the Bank on May 4, 2026 (Reference No.: 2026-01-040910).

3.1.5. All of the aforementioned candidates must meet all the conditions set forth in law for serving as a director in a bank without a controlling interest, as stated in Sections 11E(b)-(e) of the Banking Ordinance.

3.1.6. For information regarding the commencement of the directors' term of office, see Section B'3 in Appendix A.



3.2. Proposed Resolutions for the Appointment of One (1) Director as an External Director 301, from the Two (2) Candidates Proposed by the Director Committee for the Appointment of Directors

3.2.1. Item No. 3 on the Agenda – The Appointment of One (1) Director as an External Director 301 to the Bank's Board of Directors – the Appointment of Adv. Michael Avner

The Proposed Resolution

To appoint Adv. Michael Avner as an External Director 301 for a period of 3 years.

3.2.2. Item No. 4 on the Agenda – Appointment of One (1) Director with the status of an External Director 301 to the Bank's Board of Directors – the Appointment of Prof. Yedidia Stern

The Proposed Resolution

To appoint Prof. Yedidia Stern as an External Director 301 for a period of 3 years.

3.3. Proposed Resolutions for the Appointment of Two (2) Directors with the status of Other Director from the Three (3) Candidates Proposed by the Committee for Appointing Directors

3.3.1. Item No. 5 on the Agenda - Appointment of Two (2) Directors with the status of Other Director – the Appointment of Ms. Ronit Atad

The Proposed Resolution

To appoint Ms. Ronit Atad as a Director with the status of Other Director for a period of 3 years.

3.3.2. Item No. 6 on the Agenda – the Appointment of Two (2) Directors with the status of Other Director – the Appointment of Mr. Uri Alon

The Proposed Resolution

To appoint Mr. Uri Alon as a Director with the status of Other Director for a period of 3 years.



3.3.3. Item No. 7 on the Agenda – the Appointment of Two (2) Directors with the status of Other Director – the Appointment of Adv. Esther Deutsch

The Proposed Resolution

To appoint Adv. Esther Deutsch as a director with the status of Other Director for a period of 3 years.

3.3.4. The majority required to pass each of resolutions 3 to 7 on the agenda:

A majority of the votes of the shareholders entitled to vote and participate in the general meeting or the adjourned general meeting in person or by proxy. Abstentions will not be taken into account in the count of votes of the said shareholders.

3.4. Pursuant to the resolution of the Audit Committee dated January 20, 2025, as ratified on February 18, 2026, business or professional relationships that meet the cumulative conditions set forth in the position paper of the Supervisor of Banks dated May 28, 2014, regarding the meaning of the terms “retail business relationships” and “negligible relationships” in Section 11E(b) of the Banking Ordinance (the “**Supervisory Position**”), between an incumbent director or a candidate for office as a director, and his relative, partner, employer, a person to whom he is directly or indirectly subordinate, or a corporation controlled by him, on the one hand, and a person with whom an affiliation is prohibited under the Companies Law or the Banking Ordinance, on the other hand, constitute “negligible relationships” also for the purposes of the Companies Regulations (Matters Not Constituting an Affiliation), 5767–2006 (the “**No Affiliation Regulations**”), and therefore shall not be deemed an affiliation under either the Banking Ordinance or the Companies Law. When examining the question of negligible relationships, the Audit Committee reviews, with respect to each candidate, whether any deviation from the aforementioned criteria exists. In any event, nothing herein shall prevent the Audit Committee from approving relationships as negligible even where business or professional relationships do not satisfy the criteria set forth in the Supervisory Position.

This report was signed on behalf of the Bank on June 10, 2026.

Sincerely,

Bank Leumi le-Israel B.M.

By Adv. Nitzan Sandor, the Chief Legal Counsel of the Bank and Adv. Adi Huberman Mazuz, the Secretary of the Bank and the Group, Head of the Secretariat of the Bank and the Group.



Appendix A – Procedures of the General Meeting

A. Voting at the Meeting

1. The Record Date and Proof of Ownership

- a. The record date for determining the eligibility of a shareholder in the Bank to vote at the above General Meeting, as stated in Section 182(b) of the Companies Law and Regulation 3 of the Written Voting Regulations, is Wednesday, June 17, 2026.
- b. In accordance with the Companies Regulations (Proof of Ownership of Shares for Voting at the General Meeting), 5770-2000 (the “**Proof of Ownership Regulations**”), a shareholder who holds a share that is registered with a member of the Tel Aviv Stock Exchange Ltd. (the “**Stock Exchange**”) and that share is included among the shares of the Bank registered in the register of shareholders in the name of a nominee company (“**Unregistered Shareholder**”) and who wishes to vote at the General Meeting, shall provide the Bank with a certificate from the member of the Stock Exchange with whom the share is registered, regarding his ownership of the share, on the record date, as required by the Proof of Ownership Regulations (“**Certificate of Ownership**”).
- c. An unregistered shareholder is entitled to receive the certificate of ownership from the member of the Stock Exchange through whom he holds the share, at a branch of the member of the Stock Exchange or by mail to his address for a postage fee only, if he so requests. A request regarding this matter shall be made in advance to a specific securities account.
- d. In addition, an unregistered shareholder may instruct the member of the Stock Exchange that his certificate of ownership be transferred to the bank via the electronic voting system. Registration in the electronic voting system operating under Article 60 of Chapter G’2 of the Securities Law, 5728-1968 (the “**Electronic Voting System**”) shall be deemed to be certificate of ownership under the Proof of Ownership Regulations.

2. Legal Quorum and Date of Adjourned Meeting

- a. In accordance with the Bank’s Articles of Association, the legal quorum for holding the meeting is the presence of three or more shareholders, present



in person or by proxy, within half an hour of the time set for the opening of the meeting.

- b. If a legal quorum is not present within half an hour of the time set for the opening of the meeting, it shall be adjourned to Thursday, July 23, 2026 at the same place, at 2:00 p.m.
- c. If a legal quorum is not present at a meeting that has been adjourned as mentioned, two shareholders present in person shall constitute a legal quorum, and they shall be entitled to deal with the matters for which the meeting was called.
- d. In determining the legal quorum, the following shall also be taken into account: The votes of shareholders who voted by proxy statement, within the meaning of this term in Section 87 of the Companies Law, and the votes of unregistered shareholders who voted by the electronic voting system will also be taken into account.

3. Methods of Voting at the Meeting

- a. Shareholders who are entitled to participate in the meeting and vote may do so, at their option, in one of the following ways: (1) attend the meeting and vote in person or appoint a proxy to attend the meeting and vote in their place, pursuant to a letter of appointment and power of attorney, as set forth in Section 4 hereafter; (2) vote by proxy statement, as set forth in Section 5 hereafter; (3) an unregistered shareholder shall also be entitled to vote by the electronic voting system, as set forth in Section 7 hereafter.
- b. In accordance with Section 83(d) of the Companies Law, if a shareholder votes in more than one way, his later vote shall be counted; in this regard, a vote of a shareholder in person or by proxy, shall be considered later than a vote by proxy statement or voting by the electronic voting system.

4. Participation in the Meeting and Voting by a Shareholder in Person or by Proxy

- a. An unregistered shareholder who wishes to attend the meeting and vote in person shall provide the Company with the certificate of ownership form, in the manner set forth in Sections 1B above and 9 hereafter, by the closing date of the system, as defined in Section 7 hereafter. A shareholder whose shares are registered in his name in the Bank's shareholder register is not required to present such certificate of ownership.



- b. A shareholder who is entitled to be present and vote at the general meeting may appoint a proxy or proxies who will be present and vote in his place. A proxy does not have to be a shareholder in the Bank himself. In order for the appointment of a proxy to be valid, the letter of appointment and the power of attorney under which the letter of appointment was signed (if a letter of appointment was signed under a power of attorney), must arrive at the registered office of the Bank no less than 48 hours before the time of the general meeting. In the case of an unregistered shareholder, a certificate of ownership from a member of the Stock Exchange must be attached to the letter of appointment, as set forth in Section 1 above, unless the certificate of ownership was transmitted to the Bank via the electronic voting system.
- c. A shareholder or proxy who wishes to be present and/or vote at the general meeting will be required to identify himself upon arrival at the general meeting by presenting an identification document (identity card or passport or valid driver's license). An unregistered shareholder (or his proxy) will also be required to present the certificate of ownership form, as stated above, unless his certificate of ownership was transmitted to the Bank via the electronic voting system. The proxy of a shareholder whose shares are registered in his name in the Bank's shareholder register is not required to present such certificate of ownership.
- d. A person who is not a shareholder or his proxy, or a shareholder or his proxy who does not present on the date of the meeting an identification document as stated and a valid certificate of ownership as of Wednesday, June 17, 2026, will not be entitled to be present and vote at the general meeting.
- e. The letter of appointment will also be valid for an adjourned meeting of the meeting to which the letter of appointment refers, unless otherwise specified in the letter of appointment, provided that the adjourned meeting convenes on the date specified in Section 2B above.

5. Proxy Statement

- a. Shareholders (including unregistered shareholders) of the Bank, who wish to vote at the meeting without attending the meeting and without sending a proxy, may vote on items on the agenda by means of a proxy statement.



- b. A shareholder (including an unregistered shareholder), who is entitled to be present and vote at the meeting, may vote by means of a proxy statement regarding all resolutions on the agenda, in accordance with the Companies Law, and the Written Voting Regulations.
- c. Voting by means of a proxy statement will be done on the second part of the proxy statement as published on the Securities Authority's distribution website.
- d. The following are the addresses of the Securities Authority's distribution website and the Tel Aviv Stock Exchange's website, where the wording of the proxy statement can be found:

Securities Authority's distribution website:

<http://www.magna.isa.gov.il>.

The Stock Exchange's notices website: <http://maya.tase.co.il>.

- e. A shareholder may contact the bank directly and receive the wording of the proxy statement from it.
- f. A shareholder's vote by means of a proxy statement will be considered as if he was present and participated in the general meeting both for the purpose of the legal quorum required at the meeting and for the purpose of calculating the voting results.

6. The Deadline for Submitting Proxy Statements to the Bank

- a. A shareholder (including an unregistered shareholder) who wishes to vote by proxy statement shall submit to the Bank, in the manner set forth in Section 3A above, the proxy statement up to 4 hours before the meeting is convened (i.e., by 10:00 am on Thursday, July 16, 2026). The proxy statement will be valid - for an unregistered shareholder - only if it is accompanied by a certificate of ownership sent by the system lock date (or if the certificate of ownership was sent by means of the electronic voting system), and for a shareholder registered in the Bank's shareholder register - only if accompanied by a photocopy of an ID card, passport or certificate of incorporation.
- b. The stock exchange member shall send, free of charge, by e-mail, a link to the wording of the proxy statement and the position notices, on the



Authority's distribution website, to any shareholder who is not registered in the shareholder register and whose share is registered with that stock exchange member, unless the shareholder has notified that he is not interested in this, provided that the notice was given with respect to a specific securities account and on a date prior to the record date.

- c. A shareholder may, up to 24 hours before the date of the general meeting, contact the bank's registered office and, after proving his identity, withdraw the proxy statement and the certificate of ownership. If he does so, he may only vote during the general meeting itself (insofar as he is a shareholder registered in the bank's shareholder register or insofar as he is an unregistered shareholder) and through the electronic voting system, and the provisions of Section 3b above shall apply mutatis mutandis and his later vote shall be counted.

7. The Electronic Voting System

- a. Unregistered shareholders may vote on all the items on the agenda of the General Meeting, including by proxy statement that will be transmitted to the Bank via the electronic voting system.
- b. An unregistered shareholder may notify by 12:00 noon on the record date, in a written notice to the Stock Exchange member, that he does not wish to be included in the list of shareholders entitled to vote via the electronic voting system that will be transmitted to the Bank by the Stock Exchange member via the electronic voting system.
- c. The Stock Exchange member will provide each of the unregistered shareholders as mentioned with the details required for voting via the electronic voting system, including an access code and identification for voting via the electronic voting system.
- d. Starting from the end of the record date until 6 hours before the time of the General Meeting (i.e., until 8:00 am on Thursday, July 16, 2026) (the "**System Lock Date**"), the electronic voting system will allow the aforementioned non-registered shareholders to enter the electronic voting system, identifying themselves and using the unique access code issued by the Stock Exchange Member, and to vote or change or cancel their previous vote regarding the General Meeting convened according to this Meeting Notice.



- e. The electronic vote may be changed or canceled up to the System Lock Date only regarding the General Meeting convened according to this Meeting Notice, and it will not be possible to change it via the system after this date. The aforesaid shall not derogate from the right of an unregistered shareholder to change his vote by participating in the meeting and voting therein (including by proxy) and in this regard, the provisions of Section 3B above shall apply mutatis mutandis and his later vote shall be counted.
- f. Where a meeting has been adjourned after a discussion on a particular item(s) and a continued meeting has been scheduled, at the continued meeting the electronic voting system will be activated again and it will be possible to vote through it only in relation to items not yet discussed at the original meeting. Where a meeting has been adjourned (due to lack of a legal quorum), the electronic voting system will be activated again at the adjourned meeting and it will be possible to vote through it at the adjourned meeting in relation to all items.
- g. An unregistered shareholder who has submitted certificate of ownership to the Company via the electronic voting system and wishes to vote by other means of voting is not required to submit a new certificate of ownership to the Company for the purpose of voting at the adjourned or continued meeting.
- h. The votes cast via the electronic voting system up to the closing date of the system will be counted (unless later changed by the voter) in the framework of the results of the meeting (including the adjourned or continued meeting), both for the purpose of the legal quorum required at the meeting and for the purpose of calculating the voting results.

8. Position Notices

- a. The deadline for submitting position statements to the Bank, within the meaning of this term in Section 88 of the Companies Law, is by Monday, July 6, 2026. A position notice that will include the response of the Bank's Board of Directors will be published (to the extent that it is decided to publish it) by Saturday, July 11, 2026 (inclusive).
- b. A shareholder may contact the bank directly and receive from it the text of the position notices (if any).



- c. The position notices can be viewed on the Securities Authority's distribution website and the Stock Exchange's notices website, as set forth in Section 5 above.

9. The Manner of Submitting Documents to the Bank

The documents that shareholders must submit to the bank in accordance with the above instructions (including, power of attorney, letter of appointment, certificates of ownership, proxy statements, position notices, etc.), can be submitted by the dates set forth above, to the bank's registered office, at 3 Abba Hillel Silver Street, Lod, by hand delivery or by registered mail or by e-mail (David_S@bll.co.il).

10. Reviewing Documents

Documents relating to the resolutions on the agenda of the general meeting can be reviewed at the bank's secretariat, at the bank's registered office (Building M4, 6th floor), Abba Hillel Silver Street, Lod, Tel.: 076-8859419, Sunday-Thursday, between 8:00 am and 3:00 pm, as well as on the Securities Authority's distribution website and the Stock Exchange's notices website, as set forth in section 5 above.

B. Additional Details regarding the Appointment of Directors (Items 3 to 7 on the Agenda)

1. The vote regarding each candidate to serve as a director shall be made separately. Participants in the vote may vote for each of the candidates to serve as a director.
2. Attention is drawn to the provision in section 34(a1) of the Banking Law: "A person shall not agree with another regarding their vote for the appointment of a director in a banking corporation or a banking holding corporation, including regarding their vote to terminate his term of office, except pursuant to a permit granted by the Governor after consultation with the Licensing Committee; this provision shall not apply to a member-holders within the meaning of this term in section 11D(a)(3)(b) of the Ordinance, regarding a vote for the appointment of a director proposed as a candidate by them under that section, nor to a holder of means of control* (i.e. a shareholder) who has agreed with another that the other will vote in his name and on his behalf without discretion, as the holder of the means of control has instructed him, provided that if the other person himself holds means of control in the banking corporation or the banking



holding corporation, as applicable, he shall not vote in the name and on behalf of more than one other holder.”

Therefore, with respect to the election of a director (items 3 to 7 on the agenda), a proxy who is also a shareholder in the bank may vote in the name and on behalf of only one other shareholder. With respect to the other items on the agenda of the general meeting, there is no impediment preventing such proxy from representing more than one shareholder.

In accordance with the provisions of the Banking Ordinance (and the Bank’s Articles of Association), if the number of persons nominated for election as directors at the general meeting and who received a majority of the total voting rights of the shareholders entitled to vote and who voted (in person, by proxy or by means of a proxy statement) at the general meeting exceed the number of vacant director positions the filling of which is on the agenda of the general meeting, then the candidate who received a higher number of supporting votes in the general meeting than the other candidate will be elected as a director for the vacant position. Furthermore, in accordance with Regulation 85B of the Bank’s Articles of Association, if a selection is required between the two candidates who received the same number of supporting votes in the vote, the selection will be made by a lottery (in this section, the directors with the status of external director 301 and the director with the status of Other Director who will be elected as aforesaid will be called the “**Elected Ones**”).

3. The term of office of the elected ones is conditional on the approval or non-objection of the Supervisor of Banks in accordance with Section 11A of the Banking Ordinance. The order of commencement of the term of office of the elected ones will be in accordance with the order of the date of receipt of the approval or non-objection of the Supervisor of Banks as aforesaid, in relation to those elected ones, taking into account the number of vacant positions on the Bank’s Board of Directors and the date of vacating these positions, where in any case such director shall not be appointed before the end of the term of office of a director who has ceased to serve, unless the approval of the Supervisor of Banks has been received for the commencement of the director’s term of office before the end of the term of office of the director who has ceased to serve, as mentioned. The commencement of the term of office of directors who are serving on the date of the meeting and who have been elected for another term shall be after the approval or absence of an objection from the Supervisor of Banks



to the appointment, and on a date not earlier than the end of their current term of office.

4. Regulation 85C of the Bank's Articles of Association states that: "If, before the actual term of office of any of the elected directors has commenced, it has been clarified that he will not commence his term of office for any reason, the person elected in his place by the general meeting shall be deemed to be the one from among the remaining candidates with the same type of qualification (external director in accordance with the Companies Law, external director in accordance with the Proper Banking Management Directives of the Supervision of Banks - Bank of Israel, Other Director) who received the majority required for election and if there are a number of candidates who received the required majority as stated, then the one who received the highest number of votes in favor of the vote at the general meeting will be elected (the "**Next in Line**"). The provisions of this section shall also apply with respect to the next in line".

5. All directors of the Bank (except the Chairman of the Board of Directors),¹ are entitled to the payment of annual remuneration and remuneration for participation in meetings of the Board of Directors and its committees in the amount of the "maximum amount" for an external director or an external expert director, as applicable, in accordance with the provisions of the Remuneration Regulations, according to the Bank's rank, in accordance with the decision of the Bank's Board of Directors dated May 15, 2008 (see immediate report dated May 15, 2008, reference number: 2008-01-134607), and Chapter H of the Bank's Remuneration Policy, which was approved by the General Meeting on September 15, 2025.²

As set forth in Section 15 of the Remuneration Policy, the members of the Bank's Board of Directors (other than the Chairman of the Board of Directors) who will serve from time to time (the "**Offeree Directors**") are entitled to an annual equity compensation in shares, which is fixed and not contingent on performance, in addition to the amounts of compensation to which they are entitled.

¹ On March 13, 2025, the Bank's General Meeting approved the terms of office and employment of the Chairman of the Board of Directors of the Bank, in accordance with the Bank's remuneration policy. For details regarding the terms of employment of the Chairman of the Board of Directors, see the Bank's immediate report on the convening of a General Meeting dated January 29, 2025 (Reference No.: 2025-01-007654) and Note 23 C.3. to the Bank's periodic report for 2024.

² For additional details regarding the Bank's remuneration policy for the years 2026 to 2028, see the supplementary immediate report regarding the convening of a general meeting dated September 12, 2025 (reference number: 2025-01-068944).



According to the scheme approved at the General Meeting on August 10, 2023, the equity compensation will be fixed and according to which the Offered Directors will be allocated, on predetermined dates, blocked shares of the Bank, of a par value of 1 NIS each, in an amount reflecting a value of a fixed amount (i.e., not a fixed number of shares), identical to each of the Offeree Directors, and will be granted once a quarter in four equal portions per year,³ at a value of NIS 25,000 each (linked to the increase in the consumer price index known on the date of the convening of the shareholders' meeting).

6. The remuneration policy for the Bank's officers includes a framework resolution that authorizes the Bank in advance to purchase an insurance policy for the liability of directors and other officers of the Bank and the Group from time to time, and without requiring additional approval by the General Meeting. The Bank's remuneration policy for officers also includes a framework resolution to purchase an insurance policy for the liability of directors and other officers of the Bank and the Group of the Runoff type.

Accordingly, on February 11, 2026, after receiving the approval and recommendation of the Remuneration Committee, the Bank's Board of Directors approved the renewal of the insurance policy for the liability of directors and other officers of the Bank and the Group (D&O) within coverage limits that will not be less than a total amount of \$200 million, and in addition a reinstatement of \$200 million of this amount. The policy period was defined as of March 1, 2026, for a period of 17 months.

7. These references constitute a generalization by way of reference of the information included in the aforementioned reports.
8. For details regarding decisions with respect to exemption and indemnification for directors and officers of the Bank, see Regulation 29A(4) and Note No. 26(g) to the Bank's Periodic Report for 2025.

³ Or an amount of NIS 100,000 (linked to the increase in the consumer price index known at the date of the convening of the shareholders' meeting) once per calendar year. In practice, starting from the date of the first grant of shares to the board of directors under this scheme in 2024, the equity compensation is granted twice a year, for two calendar quarters in each grant.



Appendix B'1 – Additional details regarding the candidate as a director with the status of an external director 301 – Adv. Michael Avner

Details pursuant to Regulations 26 and 36B(a)(10) of the Reporting Regulations

Candidate Name	Adv. Michael Avner
ID number	065261398
Date of Birth	December 6, 1955
Address for the Delivery of Judicial Documents	67 Yehuda Hanassi St., Ramat Hasharon
Citizenship	Israeli and German
Membership in the Board of Directors Committees	Not yet determined
External Director as defined in the Companies Law/External Director in accordance with directive 301	An external director under Directive 301, in accordance with the classification of the Committee for the Appointment of Directors and the candidate's statement attached to this immediate report, subject to his election at the general meeting and to the approval of, or the absence of objection by, the Supervisor of Banks.
An independent director as defined in the Companies Law	Yes, subject to his election at the general meeting and to the approval of, or the absence of objection by, the Supervisor of Banks.
An employee of the bank, a subsidiary, an affiliated company, or a stakeholder in the bank	No
Date of commencement of his term as director	Subject to his election at the general meeting and the approval of, or the absence of objection by, the Supervisor of Banks. For more details regarding the commencement of his term, see section B3 of Appendix A.
Education/ Professional Certificates	See the candidate's statement and CV attached to this report.



Engagements in the past five years and details of the corporations in which he serves as a director	See the candidate's statement and CV attached to this report.
A family member of another stakeholder in the corporation	No
Does he have accounting and financial expertise under section 92(a)(12) of the Companies Law?	Yes, in accordance with the candidate's statement, and subject to the approval of the bank's board of directors.

Audit Committee Decision

On May 18, 2026, the Audit Committee reviewed and determined, based on the information presented to it, including the candidate's statement, that business or professional relationships between the candidate and any person having a close relationship with the candidate,⁴ and the Bank, companies controlled by the Bank, and substantial holders in the Bank, if any, constitute "retail business relationships" in accordance with the Supervisory Board's position and are "negligible relationships" within the meaning of Regulation 5 of the No-Affiliation Regulations.

In addition, the Audit Committee confirmed, based on information presented to it, that business relationships (including bank-customer relationships) between the Bank and Arim Urban Development Company Ltd., a municipal company in which the candidate serves as a director, are negligible, both from the perspective of the Bank and of the candidate, and therefore do not constitute a prohibited relationship.

Attached hereafter is the statement of the candidate, Adv. Michael Avner, a letter of application to the Bank's shareholders, and the CV.

⁴ "Close Relationship" – a relationship between a person and his relative, partner, employer, anyone to whom he is directly or indirectly subordinate, as well as a corporation in which he is the controlling shareholder (Section 36B(a) of the Banking (Licensing) Law, 5741-1981 (the "Banking (Licensing) Law")); "Relative" – in accordance with the Banking (Licensing) Law – spouse, sibling, parent, descendant, descendant of the spouse, and the spouse of any of these."



Appendix B'2 – Additional details Regarding the Candidate as a Director with the status of an External Director 301 – Prof. Yedidia Stern

Prof. Yedidia Stern (director with the status of an external director 301) who is a candidate for re-election at this meeting, is expected to end his second term on November 21, 2026.

Details pursuant to regulations 26 and 36B(a)(10) of the Reporting Regulations

Candidate Name	Yedidia (Zvi) Stern
ID number	031285091
Date of Birth	March 13, 1955
Address for the Delivery of Judicial documents	Bank Leumi Campus Abba Hillel Silver 3, Lod
Citizenship	Israeli and British
Membership in the Board of Directors Committees	As of the date of publication of this report, Prof. Yedidia Stern serves as Chairman of the Procedure Committee and a member of the Audit Committee, the Remuneration Committee and the Risk Management Committee.
External Director as defined in the Companies Law/External Director in accordance with directive 301	Yes, an external director under Directive 301.
An independent director as defined in the Companies Law	Yes
An employee of the bank, a subsidiary, an affiliated company, or a stakeholder in the bank	No
Date of Commencement of Third Term as Director	November 22, 2026, subject to his election at the general meeting to and the approval of, or the absence of objection by, the Supervisor of Banks. For more details regarding the commencement of his term, see section B3 of Appendix A.
Education/ Professional Certificates	See the candidate's statement and CV attached to this report.



Candidate Name	Yedidia (Zvi) Stern
Engagements in the past five years and details of the corporations in which he serves as a director	See the candidate's statement and CV attached to this report.
A family member of another stakeholder in the corporation	No
Does he have accounting and financial expertise under section 92(a)(12) of the Companies Law?	Yes

Audit Committee Decision

On May 18, 2026, the Audit Committee reviewed and determined, based on the information presented to it, including the candidate's statement, that business or professional relationships between the candidate and any person having a close relationship with the candidate,⁵ and the Bank, companies controlled by the Bank, and substantial holders in the Bank, if any, constitute "retail business relationships" in accordance with the Supervisory Board's position and are "negligible relationships" within the meaning of Regulation 5 of the No-Affiliation Regulations.

Attached hereafter is the statement of the candidate, Prof. Yedidia Stern, a letter of application to the Bank's shareholders and his CV.

⁵ "Close Relationship" – a relationship between a person and his relative, partner, employer, anyone to whom he is directly or indirectly subordinate, as well as a corporation in which he is the controlling shareholder (Section 36B(a) of the Banking (Licensing) Law, 5741-1981 (the "Banking (Licensing) Law")); "Relative" – in accordance with the Banking (Licensing) Law – spouse, sibling, parent, descendant, descendant of the spouse, and the spouse of any of these."



Appendix B'3 - Additional details about the candidate as a director in the status of Other Director - Ms. Ronit Atad

Details according to Regulations 26 and 36B(a)(10) of the Reporting Regulations

Candidate Name	Ms. Ronit Atad
ID number	025458589
Date of Birth	May 22, 1973
Address for the Delivery of Judicial Documents	15 Kol Moshe St., Tel Aviv
Citizenship	Israeli and Polish
Membership in the Board of Directors Committees	Not yet determined
External Director as defined in the Companies Law/External Director in accordance with directive 301	No
An independent director as defined in the Companies Law	No
An employee of the bank, a subsidiary, an affiliated company, or a stakeholder in the bank	No
Date of Commencement of her term as Director	Subject to her election at the general meeting and the approval of, or the absence of objection by, the Supervisor of Banks. For more details regarding the commencement of her term, see section B3 of Appendix A.
Education/ Professional Certificates	See the candidate's statement and CV attached to this report.
Engagement in the past five years and details the corporations in which she serves as a director	See the candidate's statement and CV attached to this report.
A family member of another stakeholder in the corporation	No



Does he have accounting and financial expertise under section 92(a)(12) of the Companies Law?

Yes, in accordance with the candidate's statement, and subject to the approval of the bank's board of directors.

Audit Committee Decision

On May 18, 2026, the Audit Committee reviewed and determined, based on the information presented to it, including the candidate's statement, that business or professional relationships between the candidate and any person having a close relationship with the candidate⁶ and the Bank, companies controlled by the Bank, and substantial holders in the Bank, if any, are "retail business relationships" in accordance with the Supervisory Board's position and are "negligible relationships."

It should also be noted that the candidate informed the Bank that she intends to resign from her position as an independent director of Mivne Real Estate Company Ltd. ("**Mivne Company**") if she is elected to serve as a director in the status of Other Director at the Bank, since Mivne Company is a significant real corporation as defined in Section 11A1 of the Banking Ordinance.

Attached hereafter is the statement of the candidate, Ms. Ronit Atad, her letter of application to the Bank's shareholders and her CV.

⁶ "Close Relationship" – a relationship between a person and his relative, partner, employer, anyone to whom he is directly or indirectly subordinate, as well as a corporation in which he is the controlling shareholder (Section 36B(a) of the Banking (Licensing) Law, 5741-1981 ("Banking (Licensing) Law")); "Relative" – in accordance with the Banking (Licensing) Law – spouse, sibling, parent, descendant, descendant of the spouse, and the spouse of any of these."



Appendix B'4 – Additional details regarding the candidate as a director in the status of Other Director – Mr. Uri Alon

Details pursuant to Regulations 26 and 36B(a)(10) of the Reporting Regulations

Mr. Uri Alon (director in the status of Other Director) who is a candidate for re-election at this meeting, is expected to end his first term on August 29, 2026.

Candidate Name	Uri Alon
ID number	027904994
Date of Birth	November 24, 1970
Address for the Delivery of Judicial documents	Bank Leumi Campus Abba Hillel Silver 3, Lod
Citizenship	Israeli
Membership in the Board of Directors Committees	As of the date of publication of this report, Mr. Uri Alon serves as Chairman of the Board of Directors of the Bank and a member of the Procedure Committee.
External Director as defined in the Companies Law/External Director in accordance with directive 301	No
An independent director as defined in the Companies Law	No
An employee of the bank, a subsidiary, an affiliated company, or a stakeholder in the bank	Chairman of the Board of Directors of Bank Leumi le-Israel B.M.
Date of Commencement of Second Term as Director	August 30, 2026, subject to his election at the general meeting and to the approval of, or the absence of objection by, the Supervisor of Banks. For more details regarding the commencement of his term, see section B3 of Appendix A.
Education/ Professional Certificates	See the candidate's statement and CV attached to this report.



Candidate Name	Uri Alon
Engagements in the past five years and details of the corporations in which he serves as a director	See the candidate's statement and CV attached to this report.
A family member of another stakeholder in the corporation	No
Does he have accounting and financial expertise under section 92(a)(12) of the Companies Law?	Yes

Audit Committee Decision

On May 18, 2026, the Audit Committee reviewed and determined, based on the information presented to it, including the candidate's statement, that business or professional relationships between the candidate and any person having a close relationship with the candidate⁷ and the Bank, companies controlled by the Bank and substantial holders in the Bank, if any, constitute "retail business relationships" in accordance with the Supervisory Authority's position.

In addition, and for the sake of caution, due to the candidate's minority holdings (through a company owned by him) in the share capital of two companies in which Issta Israel Ltd. is the controlling shareholder, the business relationships of the Bank and/or companies controlled by the Bank with Issta Ltd. and companies controlled by it ("**Issta Group**") were examined. In this context, the Audit Committee confirmed, based on information presented to it, that the business relationships between the Issta Group and the Bank and/or companies controlled by the Bank (which include bank-customer relationships as well as an investment by a company controlled by the Bank in another company from the Issta Group, in which the candidate has no holdings and which also does not hold companies in which the candidate holds) are negligible, both from the perspective of the Bank and the candidate, and therefore do not constitute a prohibited affiliation. This, taking into account all the circumstances of the matter, including: the scope of the business relationships with the Issta Group; the fact that the business relationships do not belong to the candidate himself and are not related to him, when the candidate's business relationship with Issta relating solely to the joint holding in two companies that have no business relationships with the Bank; and the fact that the candidate has no business relationships with other companies from the Issta Group. In addition, the

⁷ "Close Relationship" – a relationship between a person and his relative, partner, employer, anyone to whom he is directly or indirectly subordinate, as well as a corporation in which he is the controlling shareholder (Section 36B(a) of the Banking (Licensing) Law, 5741-1981 ("Banking (Licensing) Law")); "Relative" – in accordance with the Banking (Licensing) Law – spouse, sibling, parent, descendant, descendant of the spouse, and the spouse of any of these."



candidate does not hold any position in Issta nor does he hold an active position in companies in which he has minority holdings as long as he serves as Chairman of the Bank.

Attached hereafter is the statement of the candidate Mr. Uri Alon, a letter of application to the Bank's shareholders and his CV.



Appendix B'5 - Additional details regarding the candidate as a director in the status of Other Director - Adv. Esther Deutsch

Adv. Esther Deutsch (director with the status of Other Director) who is nominated for re-election at this meeting, is expected to end her first term on September 16, 2026.

Details pursuant to Regulations 26 and 36B(a)(10) of the Reporting Regulations

Candidate Name	Esther Deutsch
ID number	056346299
Date of Birth	February 6, 1960
Address for the Delivery of Judicial documents	Bank Leumi Campus Abba Hillel Silver 3, Lod
Citizenship	Israeli
Membership in the Board of Directors Committees	As of the date of publication of this report, Adv. Esther Deutsch serves as a member of the Audit Committee, the Procedure Committee and the Information Technology and Technological Innovation Committee.
External Director as defined in the Companies Law/External Director in accordance with directive 301	No
An independent director as defined in the Companies Law	No
An employee of the bank, a subsidiary, an affiliated company, or a stakeholder party in the bank	No
Date of Commencement of Second Term as Director	September 17, 2026, subject to her election at the general meeting and to the approval of, or the absence of objection by, the Supervisor of Banks. For more details regarding the commencement of her term, see section B3 of Appendix A.



Education/ Professional Certificates	See the candidate's statement and CV attached to this report.
Engagements in the past five years and details of the corporations in which she serves as a director	See the candidate's statement and CV attached to this report.
A family member of another stakeholder in the corporation	No
Does she have accounting and financial expertise under section 92(a)(12) of the Companies Law?	Yes

Audit Committee Decision

On May 18, 2026, the Audit Committee reviewed and determined, based on the information presented to it, including the candidate's statement, that business or professional relationships between the candidate and any person having a close relationship with the candidate⁸ and the Bank, companies controlled by the Bank, and substantial holders in the Bank, if any, constitute "retail business relationships" in accordance with the Supervisory Board's position and are "negligible relationships."

Attached hereafter is the statement of the candidate, Adv. Esther Deutsch, her letter of application to the Bank's shareholders, and her CV.

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.

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⁸ "Close Relationship" – a relationship between a person and his relative, partner, employer, anyone to whom he is directly or indirectly subordinate, as well as a corporation in which he is the controlling shareholder (Section 36B(a) of the Banking (Licensing) Law, 5741-1981 ("Banking (Licensing) Law")); "Relative" – in accordance with the Banking (Licensing) Law – spouse, sibling, parent, descendant, descendant of the spouse, and the spouse of any of these."