

## **Translation of Immediate Report**

T93  
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

Leumi House, 34 Yehuda Halevi Street, Tel Aviv 65546

Phone: + 972 3 5148111, + 972 3 5149419; Facsimile: + 972 3 5149732

Electronic Mail: Yaelru@bll.co.il

13 January 2011

Reference: 2010-01-015588

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 on Appointment of Director (not a Corporation) or an Individual Serving on Behalf of a Corporation which is a Director**

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

Note: In addition to the current Immediate Report, a Status Report regarding Senior Office Holders of the Bank reflecting the change will also be filed, as is required following the filing of this kind of Report, pursuant to Regulation 34(d) of the Securities (Periodic and Immediate Reports) Regulations, 1970.

1. Surname and First Name: Shalev, Gabriela  
Type of Identity Number: Israeli I.D. Number  
Identity Number: 007129158  
Citizenship: Private individual with Israeli citizenship
2. Date of Birth: 19 August 1941
3. Address for service of process: 9 Hahardufim Street, Even Yehuda 40500
4. Position to which appointed: External Director
5. Previous position held in the Corporation prior to appointment: None
6. Commencement date of tenure: 1 February 2011

7. Education:

Degree	Subject	Name of Academic Institution
Other	Post-doctoral fellowship in Law	Harvard University, United States
Doctorate	Law	Hebrew University of Jerusalem
LLM.	Law	Hebrew University of Jerusalem
LLB.	Law	Hebrew University of Jerusalem

Other education and professional certifications:

8. Principal occupations in the last 5 years:

Position Held	Place of Employment	Period held the Position
Ambassador of the State of Israel to the United Nations	Foreign Ministry	2008-2010
Academic President (rector) and lecturer	Ono Academic College	2002-2008
Editor-in-Chief of the Judgments of the Supreme Court	Supreme Court	1998-2010
Member	Standard Contracts Tribunal	1983-2006
Member	Committee for Codification of the Civil Law	1983-2006
Director and Chairman of the Audit committee	Israel Electric Corporation	1995-2005
Director	Koor Industries Ltd.	1995-2006
External Director	Osem Investments Ltd.	2001-2008
External Director	Teva Pharmaceutical Industries Ltd.	2003-2008
External Director	Delek Group Ltd.	2006-2008
Member	Advisory Committee on Newspaper and Broadcasting Censorship	2004-2005
Member	Committee for Proposing Principles and Procedures for the Appointment and Tenure in Senior Positions for the Advancement of Policy in Civil Service	2005
Member	Public Council of the Ma'ale Index	2005-2008
Member	Public Council of the Israel Corporation Fund for Health in Society	2006-2008
Vice-Chairman	Israel Broadcasting Authority	2006

Member of the Board of Trustees	The Jewish Agency for Israel	2006-2008
Member	Committee for the Formulation of a Code of Ethics for Members of Government	2006-2008
Member	Committee to Examine Judges' Employment Conditions	2006

9. N/A
10. The Director does not serve as a director of another corporation
11. The Director is not an employee of the Corporation, its subsidiary or affiliated companies, nor of an interested person therein.
12. No family relationship exists between the Director and another interested person of the Corporation.
13. a. The Director does not hold shares of the Corporation.  
b. The director does not hold securities of a subsidiary or affiliated company of the Corporation.
14. The Director is not a member of any of the committees of the Board of Directors.
15. The Corporation views/does not view the Director as possessing accounting and financial expertise.
16. The Corporation does not view the Director as an Independent Director.
17. The Director's declaration pursuant to section 224B of the Companies Law is attached as Annex I

Note regarding Item 14 – Membership of the committees of the Board of Directors has not yet been determined.

Note regarding Item 15 – Subject to the approval of the Bank's Board of Directors.

Note regarding Item 16 – In accordance with the Bank Shares (Arrangement Shares) (Temporary Provision) Law, 1993, all members of the Board of Directors meet the definition of an external director as defined in the Companies Law, 1999, and the Bank's Articles of Association therefore do not include rules regarding a number of independent directors pursuant to the Companies Law.

## Director's Declaration

I the undersigned Gabriela Shaley, ID Number 007129158, of 9 Hahardufim Street, Even Yehuda 40500, hereby declare in writing as follows:

I make this declaration as a candidate for election to serve as an External Director of Bank Leumi le-Israel B.M., (the “**Bank**”).

1. I am a resident of Israel.
2. I have the qualifications that are required and I am able to dedicate the appropriate time to fulfill the position of an External Director of the Bank, taking note of, *inter alia*, the scope of the Bank’s activity and of its size.

My said qualifications are as follows: (*education, qualification, experience*):

\*I hold law degrees (LLB, LLM. Doct. Juris),

\*I served as a director, a member and chairman of Audit Committees of large corporations, including Bank Hapoalim, First International Bank of Israel, the Israel Electric Corp., Osem Investments Ltd. , Delek Group Ltd., Teva Pharmaceutical Industries Ltd.

3. In light of my education, experience, past and current employment, and my skills, I have professional qualifications and/or accounting and financial expertise (mark the relevant qualification), all based on the above mentioned. hereinafter are additional details beyond those stated in section 2 above, which are relevant to the matter of my education and experience, which indicate that I meet the conditions and tests which establish my qualifications:

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Documents and certificates supporting my declaration, as stated in this section, have been provided to the Bank’s Secretariat.

4. I have not, during the past five years, been convicted in any final ruling of any of the offences described below, as determined in section 226 of the Companies Law:
  - 4.1 Offences in accordance with sections 290 to 297, 392, 415, 418 to 420 and 422 to 428 of the Penal Law, 1977, and in accordance with sections 52C, 52D, 53(a) and 54 of the Securities Law.
  - 4.2 A conviction in a court outside of Israel for bribery, fraud, corporate director crimes or crimes involving exploitation of inside information.
  - 4.3 A conviction for any other offence, in relation to which the Court has determined that because of its essence, severity or circumstances, I am not fit to serve as a director of a public company.

5. I am not a minor, nor am I legally incompetent, nor have I been declared bankrupt.\*
6. Neither I and/or my relatives and/or my partners and/or my employer and/or any party to which I am subject either directly or indirectly and/or any corporation of which I am a controlling shareholder, have any connection to the Bank, to a controlling shareholder of the Bank or to another corporation, nor have I or any of the above mentioned had such a connection during the past two years
7. My other positions or occupations do not create nor are they likely to create any conflict of interest with my position as a Director of the Bank, and they do not have the potential to adversely affect my ability to serve as a Director of the Bank.
8. I do not serve as a director of any other corporation in which one of the Bank's directors serves as an external director.
9. I am not an employee of the Israel Securities Authority or of an Israeli Stock Exchange.
10. I hereby undertake to notify the Bank's Secretariat immediately if any change takes place with respect to any of the above, including if any condition required by the Companies Law with respect to my service as an External Director of the Bank ceases to apply.
11. This is my name, this is my signature and the content of my above declaration is the truth.

Date: 11 November 2010      Signature of declarant:       /s/      

Confirmation:

I, the undersigned, Adv. Dr. Michal Tsur, hereby confirm that Gabriela Shalev, whom I know personally/who identified himself/herself to me with his/her ID No. 007129158, after I cautioned him/her to declare the truth and that he/she will be subject to penalties laid down by law if he/she does not do so, confirmed the accuracy of his/her above declaration, and signed it in my presence.

Date 11 November 2010      Name      and      Signature      of      Advocate:  
      /s/      

Stamp: Michal Tsur,

20919

\*So long as I was not discharged