

## Summary 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

Leumi House, 34 Yehuda Halevi Street, Tel Aviv 65546

Phone: 03-5148111, 03-5149419; Facsimile: 03-5149732

Electronic Mail: yaelru@bll.co.il

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Reference: 2013-01-056827

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

### **Immediate Report regarding Status of Holdings of Interested Persons and Senior Officers**

Regulation 33(c) of the Securities (Periodic and Immediate Reports) Regulations,  
1970)

The following is the status report as of 1 May 2013:

- a. Interested Persons in the Corporation (including the CEO and Directors, and including any other employee holding five percent or more of the Corporation's issued share capital or of its voting rights):

No.	Name of Holder	Name, Type and Series of Security	Updated Number of Securities	Holding		Holding (Fully Diluted)	
				% Capital	% Voting Rights	% Capital	% Voting Rights
1.	Shlomo Eliahu Holdings Ltd.	Leumi	41,416,000	2.81	0.00	2.81	0.00
2.	Mr. Uri Goren, in trust for Shlomo Eliahu Holdings Ltd. and Eliahu Insurance Company	Leumi	46,637,469	3.17	0.00	3.17	0.00

3.	Migdal Insurance and Financial Holdings Ltd.	Leumi	31,562,501	2.14	2.14	2.14	2.14
4.	Migdal Insurance and Financial Holdings Ltd.	Leumi	989,662	0.07	0.07	0.07	0.07
5.	Migdal Insurance and Financial Holdings Ltd.	Leumi	20,758,208	1.41	1.41	1.41	1.41
6.	Migdal Insurance and Financial Holdings Ltd.	Leumi	5,184,417	0.35	0.35	0.35	0.35
7.	Migdal Insurance and Financial Holdings Ltd.	Leumi Finance Subordinated Capital Notes (Series 200)	159,541,456	0.00	0.00	0.00	0.00
8.	Migdal Insurance and Financial Holdings Ltd.	Leumi Finance Subordinated Capital Notes (Series 200)	1,506,172	0.00	0.00	0.00	0.00
9.	Migdal Insurance and Financial Holdings Ltd.	Leumi Finance Subordinated Capital Notes (Series 200)	43,881,776	0.00	0.00	0.00	0.00
10.	Migdal Insurance and Financial Holdings Ltd.	Leumi Finance Subordinated Capital Notes (Series 200)	11,714,396	0.00	0.00	0.00	0.00
11.	Migdal Insurance and Financial Holdings Ltd.	Leumi Finance Subordinated Capital Notes (Series 201)	114,240,175	0.00	0.00	0.00	0.00
12.	Migdal Insurance and Financial Holdings Ltd.	Leumi Finance Subordinated Capital Notes (Series 201)	5,939,923	0.00	0.00	0.00	0.00
13.	Migdal Insurance and Financial Holdings Ltd.	Leumi Finance Subordinated Capital Notes (Series 201)	38,991,973	0.00	0.00	0.00	0.00
14.	Migdal Insurance and Financial Holdings Ltd.	Leumi Finance Subordinated Capital Notes (Series 201)	129,545	0.00	0.00	0.00	0.00

15.	Government of Israel on behalf of the State of Israel	Leumi	88,830,769	6.03	6.46	6.03	6.46
16	Companies in the DS Apex Ltd. Group	Leumi	3,210,147	0.22	0.22	0.22	0.22
17	Companies in the DS Apex Ltd. Group	Leumi	19,978,570	1.36	1.36	1.36	1.36
18	Companies in the DS Apex Ltd. Group	Leumi	51,589,874	3.50	3.50	3.50	3.50
19	Companies in the DS Apex Ltd. Group	Leumi	1,754,899	0.12	0.12	0.12	0.12
20	Companies in the DS Apex Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 200)	1,492,046	0.00	0.00	0.00	0.00
21	Companies in the DS Apex Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 200)	3,367,887	0.00	0.00	0.00	0.00
22	Companies in the DS Apex Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 200)	41,143,905	0.00	0.00	0.00	0.00
23	Companies in the DS Apex Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 200)	2,270,274	0.00	0.00	0.00	0.00
24	Companies in the DS Apex Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 201)	2,406,620	0.00	0.00	0.00	0.00
25	Companies in the DS Apex Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 201)	5,218,528	0.00	0.00	0.00	0.00
26	Companies in the Psagot Investments House Ltd. Group	Leumi	69,278,130	4.70	4.70	4.70	4.70

27	Companies in the Psagot Investments House Ltd. Group	Leumi	27,903,974.90	1.89	1.89	1.89	1.89
28	Companies in the Psagot Investments House Ltd. Group	Leumi	3,024,997	0.21	0.21	0.21	0.21
29	Companies in the Psagot Investments House Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 200)	37,196,265	0.00	0.00	0.00	0.00
30	Companies in the Psagot Investments House Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 200)	58,844,645	0.00	0.00	0.00	0.00
31	Companies in the Psagot Investments House Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 200)	4,330,990	0.00	0.00	0.00	0.00
32	Companies in the Psagot Investments House Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 201)	33,023,970	0.00	0.00	0.00	0.00
33	Companies in the Psagot Investments House Ltd. Group	Leumi Finance Subordinated Capital Notes (Series 201)	6,159,690	0.00	0.00	0.00	0.00
26	Brodet David	Leumi	10,103	0.00	0.00	0.00	0.00
34.							
35.	Gans Arieh	Leumi	0	0.00	0.00	0.00	0.00
36.	Nardi Yoav	Leumi	0	0.00	0.00	0.00	0.00
37.	Guzman Rami	Leumi	67,850	0.00	0.00	0.00	0.00
38.	Guzman Rami	Leumi Finance Subordinated Capital Notes (Series 201)	52,266	0.00	0.00	0.00	0.00
39.	Russak-Aminoach Rakefet	Leumi	47,123	0.00	0.00	0.00	0.00

Total Holding		Total Holding (Fully Diluted)	
% Capital	% Voting Rights	% Capital	% Voting Rights
27.98	22.43	27.98	22.43

- b. Senior Officers of the Corporation (excluding the CEO and the Directors, and excluding any other employee holding five percent or more of the Corporation's issued share capital or of its voting rights):

The following is the status of the holdings of the Senior Officers in the Corporation:

No.	Name of Holder	Name, Type and Series of Security	Updated Number of Securities	Holding		Holding (Fully Diluted)	
				% Capital	% Voting Rights	% Capital	% Voting Rights
40.	Altman Gideon	Leumi	17,288	0.00	0.00	0.00	0.00
41.	Shlomo Michael Goldfarb	Leumi	75,481	0.00	0.00	0.00	0.00
42.	Nomi Sandhaus	Leumi	3,805	0.00	0.00	0.00	0.00
43.	Lederman Baruch	Leumi	6,289	0.00	0.00	0.00	0.00
44.	Malach Itzhak	Leumi	119,360	0.01	0.01	0.01	0.01
45.	Tsiddon Daniel	Leumi	5,728	0.00	0.00	0.00	0.00
46.	Aboulafia Eyal Itzhak	Leumi	32,940	0.00	0.00	0.00	0.00
47.	Ber Hedva	Leumi	3,780	0.00	0.00	0.00	0.00
48.	Haber Yaakov	Leumi	5,086	0.00	0.00	0.00	0.00
49.	Minz Yoel	Leumi	35,311	0.00	0.00	0.00	0.00
50.	Pergament Shlomo	Leumi	101,926	0.01	0.01	0.01	0.01
51.	Cohen Dan	Leumi	11,759	0.00	0.00	0.00	0.00
52.	Rudnicki Yael (Ben-Moshe)	Leumi	22,316	0.00	0.00	0.00	0.00
53.	Meira Karni Pesia	Leumi	3,737	0.00	0.00	0.00	0.00
54.	Schwartz Menachem Dov	Leumi	95,578	0.01	0.01	0.01	0.01
55.	Mordechay Sasson	Leumi	38,450	0.00	0.00	0.00	0.00

56.	Yishak Naor	Leumi	2,724	0.00	0.00	0.00	0.00
57.	Ron Fainaro	Leumi	679	0.00	0.00	0.00	0.00
58.	Tamar Yassur	Leumi	4,115	0.00	0.00	0.00	0.00

Total Holding		Total Holding (Fully Diluted)	
% Capital	% Voting Rights	% Capital	% Voting Rights
0.03	0.03	0.03	0.03

Notes:

1. **Shlomo Eliahu Holdings Ltd.** - Holder number 1.
  - a. 4,416,000 ordinary Bank shares of NIS 1 nominal value each are held by Shlomo Eliahu Holdings Ltd., subject to a letter of trust, as described in the Letter of Trust and Irrevocable Authorization (see the Immediate Report dated 21 October 2012 (Reference No.: 2012-01-259875), which entered into effect on 29 October 2012 (see the Immediate Report dated 29 October 2012 (Reference No.: 2012-01-266478) regarding the completion of a transaction for the purchase of control of Migdal Insurance and Financial Holdings Ltd. which is an “insurer corporation” and which has direct or indirect holdings in the Bank and/or controls companies that have such holdings) and in consequence of which the Permit for Holding Means of Control issued by the Bank of Israel entered into effect. Note that in accordance with the provision of the said Permit (see the Immediate Report dated 24 October 2012 (Reference No.: 2012-01-262707), the right to participate in the Bank’s general meetings, and the right to vote and to nominate candidates for service as directors of the Bank, and other rights that are conferred upon the holders by virtue of their holdings of relevant means of control, excluding (a) the right to dividends that may be distributed, if such are distributed, by the bank, and (b) the right to consideration for the sale of the relevant means of control, will not be exercised by the holders or by the trustee during the first trust period, or during the second trust period if there is such.  
In light of the above, the voting rights of other shareholders at general meetings of the Bank will be affected and will be relatively greater in practice.
  - b. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%) and the controlling shareholder of Eliahu Insurance Company Ltd. (“Insurance”) is Holdings (61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).
2. **Mr. Uri Goren, in Trust for Shlomo Eliahu Holdings Ltd. & Eliahu Insurance Co. Ltd.** – Holder Number 2
  - a. 46,637,469 ordinary Bank shares of NIS 1 nominal value each are held by the Trustee Mr. Uri Goren, in trust for Shlomo Eliahu Holdings Ltd. and for Eliahu Insurance Company Ltd. The terms of the trust are as described in the Letter of Trust and Irrevocable Authorization (see the Immediate Report dated 21 October 2012 (Reference No. 2012-01-259875), which entered into effect

on 29 October 2012 (see the Immediate Report dated 29 October 2012 (Reference No. 2012-01-266478) regarding the completion of a transaction for the purchase of control of Migdal Insurance and Financial Holdings Ltd. which is an “insurer corporation” and which has direct or indirect holdings in the Bank and/or controls companies that have such holdings) and in consequence of which the Permit for Holding Means of Control issued by the Bank of Israel entered into effect. Note that in accordance with the provision of the said Permit (see the Immediate Report dated 24 October 2012 (Reference No.: 2012-01-262707), the right to participate in the Bank’s general meetings, and the right to vote and to nominate candidates for service as directors of the Bank, and other rights that are conferred upon the holders by virtue of their holdings of relevant means of control, excluding (a) the right to dividends that may be distributed, if such are distributed, by the bank, and (b) the right to consideration for the sale of the relevant means of control, will not be exercised by the holders or by the trustee during the first trust period, or during the second trust period if there is such.

In light of the above, the voting rights of other shareholders at general meetings of the Bank will be affected and will be relatively greater in practice.

- b. Of all the above-mentioned shares, 26,808,284 ordinary Bank shares of NIS 1 nominal value each are held for Shlomo Eliahu Holdings Ltd. (“Holdings”) and 19,829,185 ordinary Bank shares of NIS 1 nominal value each are held for Eliahu Insurance Company Ltd. (“Insurance”).
- c. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%). The controlling shareholder of Insurance is Holdings (61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).

### 3. **Migdal Insurance & Financial Holdings Ltd.** – Holder Number 3

Type of Holder: Profit sharing life insurance accounts

- a. The controlling shareholder of Migdal Insurance and Financial Holdings Co. Ltd. is Eliahu Insurance Company Ltd. (“Insurance”) (a subsidiary of Shlomo Eliahu Holdings Ltd. (“Holdings”)) – see the Bank’s Immediate Report of 29 October 2012 Regarding a Notice From an Interested Party – Eliahu Group (Reference No. 2012-01-266478).
- b. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%). The controlling shareholder of Insurance is Holdings (61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).
- c. Holdings of profit sharing life insurance accounts in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	64,981,711	12.64
Leumi Finance Debentures (Series 176)	7410087	107,100	0.01

Leumi Finance Subordinated Notes (Series G)	7410152	33,545,211	1.68
Leumi Finance Subordinated Notes (Series H)	7410160	223,587,991	11.59
Leumi Finance Subordinated Notes (Series I)	7410178	13,676,900	0.80
Leumi Finance Subordinated Notes (Series J)	7410186	35,299,573	1.76
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	96,515,208	9.65
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	10,658,749	1.07
Leumi Finance Subordinated Notes (Series L)	7410228	159,263,074	4.87
Leumi Finance Subordinated Notes (Series M)	7410236	87,495,318	3.97
Leumi Finance Subordinated Notes (Series N)	7410244	47,132,929	2.52

4. **Migdal Insurance & Financial Holdings Ltd.** – Holder Number 4

Type of Holder: Nostro account

- a. The controlling shareholder of Migdal Insurance and Financial Holdings Co. Ltd. is Eliahu Insurance Company Ltd. (“Insurance”) (a subsidiary of Shlomo Eliahu Holdings Ltd. (“Holdings”)) – see the Bank’s Immediate Report of 29 October 2012 Regarding a Notice From an Interested Party – Eliahu Group (Reference No. 2012-01-266478).
- b. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%). The controlling shareholder of Insurance is Holdings (61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).
- c. Holdings in the nostro account in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	423,190	0.08
Leumi Finance Subordinated Notes (Series G)	7410152	18,137,043	0.91
Leumi Finance Subordinated Notes (Series H)	7410160	30,023,052	1.56
Leumi Finance Subordinated Notes (Series I)	7410178	3,990,984	0.23
Leumi Finance Subordinated Notes (Series J)	7410186	17,662,493	0.88
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	811,436	0.08



Leumi Finance Subordinated Capital Notes (Series 301)	7410210	3,330,000	0.33
Leumi Finance Subordinated Notes (Series L)	7410228	10,917,107	0.33
Leumi Finance Subordinated Notes (Series M)	7410236	15,734,675	0.71
Leumi Finance Subordinated Notes (Series N)	7410244	21,385,492	1.14

5. **Migdal Insurance & Financial Holdings Ltd.** – Holder Number 5

Type of Holder: Benevolent funds and benevolent fund management companies

- a. The controlling shareholder of Migdal Insurance and Financial Holdings Co. Ltd. is Eliahu Insurance Company Ltd. (“Insurance”) (a subsidiary of Shlomo Eliahu Holdings Ltd. (“Holdings”)) – see the Bank’s Immediate Report of 29 October 2012 Regarding a Notice From an Interested Party – Eliahu Group (Reference No. 2012-01-266478).
- b. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%). The controlling shareholder of Insurance is Holdings(61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).
- c. Holdings of benevolent funds and benevolent fund management companies in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	9,965,800	1.94
Leumi Finance Debentures (Series 176)	7410087	2,537,237	0.26
Leumi Finance Subordinated Notes (Series G)	7410152	33,449,397	1.67
Leumi Finance Subordinated Notes (Series H)	7410160	90,335,165	4.86
Leumi Finance Subordinated Notes (Series I)	7410178	10,251,706	0.60
Leumi Finance Subordinated Notes (Series J)	7410186	4,548,307	0.23
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	56,793,506	5.68
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	2,192,372	0.22
Leumi Finance Subordinated Notes (Series L)	7410228	88,923,897	2.72
Leumi Finance Subordinated Notes (Series M)	7410236	33,147,971	1.50

Leumi Finance Subordinated Notes (Series N)	7410244	2,710,494	0.14
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6. **Migdal Insurance & Financial Holdings Ltd.** – Holder Number 6

Type of Holder: Mutual fund management companies

- a. The controlling shareholder of Migdal Insurance and Financial Holdings Co. Ltd. is Eliahu Insurance Company Ltd. (“Insurance”) (a subsidiary of Shlomo Eliahu Holdings Ltd. (“Holdings”)) – see the Bank’s Immediate Report of 29 October 2012 Regarding a Notice From an Interested Party – Eliahu Group (Reference No. 2012-01-266478).
- b. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%). The controlling shareholder of Insurance is Holdings(61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).
- c. Holdings of mutual fund management companies in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	7,631,619	1.48
Leumi Finance Debentures (Series 176)	7410087	14,288,994	1.47
Leumi Finance Subordinated Notes (Series G)	7410152	48,359,306	2.42
Leumi Finance Subordinated Notes (Series H)	7410160	47,251,495	2.45
Leumi Finance Subordinated Notes (Series I)	7410178	87,877,166	5.17
Leumi Finance Subordinated Notes (Series J)	7410186	90,202,317	4.51
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	7,671,479	0.77
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	1,035,637	0.10
Leumi Finance Subordinated Notes (Series L)	7410228	63,535,615	0.94
Leumi Finance Subordinated Notes (Series M)	7410236	29,198,266	1.32
Leumi Finance Subordinated Notes (Series N)	7410244	38,142,125	2.04

7. **Migdal Insurance & Financial Holdings Ltd.** – Holder Numbers 7 and 11:

Type of Holder: Profit sharing life insurance accounts

- a. The controlling shareholder of Migdal Insurance and Financial Holdings Co. Ltd. is Eliahu Insurance Company Ltd. (“Insurance”) (a subsidiary of Shlomo Eliahu Holdings Ltd. (“Holdings”)) – see the Bank’s Immediate Report of 29 October 2012 Regarding a Notice From an Interested Party – Eliahu Group (Reference No. 2012-01-266478).
- b. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%). The controlling shareholder of Insurance is Holdings(61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).

8. **Migdal Insurance & Financial Holdings Ltd.** – Holder Numbers 8 and 12:

Type of Holder: Nostro account

- a. The controlling shareholder of Migdal Insurance and Financial Holdings Co. Ltd. is Eliahu Insurance Company Ltd. (“Insurance”) (a subsidiary of Shlomo Eliahu Holdings Ltd. (“Holdings”)) – see the Bank’s Immediate Report of 29 October 2012 Regarding a Notice From an Interested Party – Eliahu Group (Reference No. 2012-01-266478).
- b. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%). The controlling shareholder of Insurance is Holdings(61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).

9. **Migdal Insurance & Financial Holdings Ltd.** – Holder Numbers 9 and 13:

Type of Holder: Benevolent funds and benevolent fund management companies

- a. The controlling shareholder of Migdal Insurance and Financial Holdings Co. Ltd. is Eliahu Insurance Company Ltd. (“Insurance”) (a subsidiary of Shlomo Eliahu Holdings Ltd. (“Holdings”)) – see the Bank’s Immediate Report of 29 October 2012 Regarding a Notice From an Interested Party – Eliahu Group (Reference No. 2012-01-266478).
- b. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%). The controlling shareholder of Insurance is Holdings(61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).

10. **Migdal Insurance & Financial Holdings Ltd.** – Holder Numbers 10 and 14:

Type of Holder: Mutual fund management companies

- a. The controlling shareholder of Migdal Insurance and Financial Holdings Co. Ltd. is Eliahu Insurance Company Ltd. (“Insurance”) (a subsidiary of Shlomo Eliahu Holdings Ltd. (“Holdings”)) – see the Bank’s Immediate Report of 29 October 2012 Regarding a Notice From an Interested Party – Eliahu Group (Reference No. 2012-01-266478).

- b. The controlling shareholder of Holdings is Mr. Shlomo Eliahu, ID Number 43661602 (83.3%). The controlling shareholder of Insurance is Holdings(61.7% of the ordinary shares), and Mr. Shlomo Eliahu (98% of the Management Shares and 25.14% of the ordinary shares).

11. **The Government of Israel on behalf of the State of Israel** - Holder number 15:

In accordance with the provisions of the outline for the offering of shares in the Bank to the Bank employees, published on 6 April 2011, during the lock-up period for the shares, and for so long as the State's holdings in the Bank exceed 5%, the State's representative is given an irrevocable power of attorney to vote the shares that have been sold as stated and to make use of the right to appoint directors by virtue of the shares.

12. **D.S. Apex Holdings Ltd.** – Holders Number 16, 21 and 25

Type of Holder: Mutual fund management companies

Holdings of mutual fund management companies in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	4,848,281	0.94
Leumi Finance Debentures (Series 176)	7410087	2,136,159	0.22
Leumi Finance Subordinated Notes (Series G)	7410152	36,581,575	1.83
Leumi Finance Subordinated Notes (Series H)	7410160	17,287,290	0.90
Leumi Finance Subordinated Notes (Series I)	7410178	189,184,370	11.13

Leumi Finance Subordinated Notes (Series J)	7410186	32,387,726	1.62
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	15,638,149	1.56
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	20,677,700	2.07
Leumi Finance Subordinated Notes (Series L)	7410228	10,685,715	0.33
Leumi Finance Subordinated Notes (Series M)	7410236	26,552,692	1.20
Leumi Finance Subordinated Notes (Series N)	7410244	2,427,362	0.13

13. **D.S. Apex Holdings Ltd.** – Holders Number 17, 20 and 24

Type of Holder: Benevolent funds and benevolent management companies

Holdings of benevolent funds and benevolent fund management companies in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	442,245	0.09
Leumi Finance Debentures (Series 176)	7410087	36,415,579	3.73
Leumi Finance Subordinated Notes (Series G)	7410152	26,674,711	1.33
Leumi Finance Subordinated Notes (Series H)	7410160	8,156,361	0.42
Leumi Finance Subordinated Notes (Series I)	7410178	2,345,017	0.14
Leumi Finance Subordinated Notes (Series J)	7410186	37,778,331	1.89
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	1,841,957	0.18

Leumi Finance Subordinated Capital Notes (Series 301)	7410210	556,720	0.06
Leumi Finance Subordinated Notes (Series L)	7410228	41,030,562	1.25
Leumi Finance Subordinated Notes (Series M)	7410236	8,375,164	0.38
Leumi Finance Subordinated Notes (Series N)	7410244	9,215,651	0.49

14. **D.S. Apex Holdings Ltd.** – Holders Number 18 and 22

Type of Holder: Issuer of index-linked products and a corporation under its control

Holdings of an issuer of index-linked products and a corporation under its control in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	3,033,533	0.59
Leumi Finance Debentures (Series 176)	7410087	29,685,712	3.04
Leumi Finance Subordinated Notes (Series G)	7410152	115,888,659	5.79
Leumi Finance Subordinated Notes (Series H)	7410160	111,748,788	5.79
Leumi Finance Subordinated Notes (Series J)	7410186	115,817,855	5.79
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	30,438,882	3.04
Leumi Finance Subordinated Notes (Series L)	7410228	189,539,350	5.79
Leumi Finance Subordinated Notes (Series M)	7410236	47,843,893	2.17

Leumi Finance  
Subordinated Notes  
(Series N) 7410244 108,402,712 5.79

15. **D.S. Apex Holdings Ltd.** – Holders Number 19 and 23

Type of Holder: Investment portfolio manager

Holdings of an investment portfolio manager in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	153,000	0.03
Leumi Finance Debentures (Series 176)	7410087	8,374,970	0.86
Leumi Finance Subordinated Notes (Series G)	7410152	5,387,021	0.27
Leumi Finance Subordinated Notes (Series H)	7410160	10,473,514	0.54
Leumi Finance Subordinated Notes (Series J)	7410186	11,207,320	0.56
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	1,597,673	0.16
Leumi Finance Subordinated Notes (Series L)	7410228	13,791,427	0.42
Leumi Finance Subordinated Notes (Series M)	7410236	685,000	0.03

16. **Psagot Investment House Ltd.** – Holders Number 26, 29

Type of Holder: Issuer of index-linked products and a corporation under its control

Holdings of an issuer index-linked products and a corporation under its control in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	3,329,926	0.65
Leumi Finance Debentures (Series 176)	7410087	17,433,502	1.79
Leumi Finance Subordinated Notes (Series G)	7410152	53,913,647	2.70
Leumi Finance Subordinated Notes (Series H)	7410160	53,575,879	2.78

Leumi Finance Subordinated Notes (Series I)	7410178	21,289,748	1.25
Leumi Finance Subordinated Notes (Series J)	7410186	53,443,145	2.67



Leumi Finance Subordinated Capital Notes (Series 300)	7410202	18,213,458	1.82
Leumi Finance Subordinated Notes (Series L)	7410228	89,543,659	2.73
Leumi Finance Subordinated Notes (Series M)	7410236	30,637,832	1.39
Leumi Finance Subordinated Notes (Series N)	7410244	23,427,573	1.25

17. **Psagot Investment House Ltd.** – Holders Number 27, 30 and 32

Type of Holder: Benevolent funds and benevolent management companies

Holdings of benevolent funds and benevolent fund management companies in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	45,350,303	8.82
Leumi Finance Debentures (Series 176)	7410087	3,666,666	0.38
Leumi Finance Subordinated Notes (Series G)	7410152	66,486,611	3.32
Leumi Finance Subordinated Notes (Series H)	7410160	13,124,733	0.68
Leumi Finance Subordinated Notes (Series I)	7410178	3,260,379	0.19
Leumi Finance Subordinated Notes (Series J)	7410186	106,101,174	5.31
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	24,766,925	2.48
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	36,143,720	3.61
Leumi Finance Subordinated Notes (Series L)	7410228	87,304,981	2.67
Leumi Finance Subordinated Notes (Series M)	7410236	123,238,766	5.59
Leumi Finance Subordinated Notes (Series N)	7410244	173,700,172	9.29

18. **Psagot Investment House Ltd.** – Holders Number 28, 31 and 33

Type of Holder: Mutual fund management companies

Holdings of mutual fund management companies in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series C)	7410061	9,831,810	1.91
Leumi Finance Debentures (Series 176)	7410087	659,565	0.07
Leumi Finance Subordinated Notes (Series G)	7410152	44,249,718	2.21
Leumi Finance Subordinated Notes (Series H)	7410160	29,088,906	1.51
Leumi Finance Subordinated Notes (Series I)	7410178	119,028,690	7.00
Leumi Finance Subordinated Notes (Series J)	7410186	25,029,082	1.25
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	4,235,031	0.42
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	21,219,108	2.12
Leumi Finance Subordinated Notes (Series L)	7410228	19,842,263	0.61
Leumi Finance Subordinated Notes (Series M)	7410236	10,383,680	0.47
Leumi Finance Subordinated Notes (Series N)	7410244	1,298,031	0.07

19. **David Brodet** - Holder number 34:

Holdings in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series H)	7410160	97,000	0.01
Leumi Finance Subordinated Notes (Series I)	7410178	98,299	0.01
Leumi Finance Subordinated Notes (Series J)	7410186	50,000	0.00

20. **Arieh Gans** - Holder number 35:

Holdings in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	232,361	0.02

21. **Yoav Nardi** - Holder number 36:

Holdings in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	98,000	0.01
Leumi Finance Subordinated Notes (Series M)	7410236	100,000	0.02

22. **Rami Avraham Guzman** – Holder numbers 37-38

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Debentures (Series 176)	7410087	58,364	0.00
Leumi Finance Subordinated Notes (Series J)	7410186	18,809	0.00
Leumi Finance Subordinated Notes (Series L)	7410244	16,825	0.00
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	22,126	0.00

23. **Shlomo Michael Goldfarb** – Holder number 41

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series H)	7410160	169,650	0.00
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	89,405	0.00

24. **Aboulafia Eyal Itzhak** - Holder number 46:

Holdings in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	110,000	0.01

25. **Shlomo Pergament** - Holder number 50:

Holdings in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series H)	7410160	125,219	0.01
Leumi Finance Subordinated Notes (Series L)	7410228	166,000	0.01

26. **Menachem Dov Schwartz** - Holder number 54:

Holdings in a held company with activity material to the Bank:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series H)	7410160	51,000	0.00
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	50,000	0.00

As of the date of the submission of this report, and in accordance with the provisions of the law, the Corporation's controlling shareholder is:

**1.**

*As of March 24 2012, the Corporation is a banking corporation without a Controlling Core.*

Identity number of the controlling shareholder: Other identity number: 0

Control has not been transferred during the period described in the report.

1. A portion of the shares held by the Chairman of the Board of Directors and by the Bank's Corporate Officers are locked-up for a period of 4 years from the date of their purchase – see the report dated 6 June 2011, Reference No. 2011- 01-178323.
2. Regarding the previous controlling shareholder, see the report dated 7 March 2012, Reference No. 2012-01-06327.
3. Additional details regarding the Corporation being a banking corporation without a control core, see the report dated 25 March 2012, Reference No. 2012-01-077406.
4. For the report on the holdings in a banking corporation without a controlling core, see the report dated 4 April 2013, Reference No. 2013-01-026668.

The report was signed on behalf of the corporation, in accordance with regulation 5 of the Securities (Periodic and Immediate Reports), 1970, by Attorney Yael (Ben Moshe) Rudnicki, Secretary of the Group and of the Bank.

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Name of Electronic Reporter: Yael Rudnicki, Position: Group Secretary  
POB 2 Tel Aviv 61000, Phone: + 972 3 5149419, Facsimile: + 972 3 5149732,  
Electronic Mail: [Yaelru@bll.co.il](mailto:Yaelru@bll.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/>***

***The Hebrew report includes additional details, including, inter alia, additional information regarding each Interested Person, and details of the changes in their holdings as compared with the previous Report.***