

## **Translation of Immediate Report**

T078  
Public

### **Bank Leumi le-Israel B.M.**

Registration No. 520018078

Securities of the Corporation are listed on The Tel Aviv Stock Exchange

Abbreviated Name: Leumi

34 Yehuda Halevi Street, Tel Aviv 651316

Phone: 076-8858111, 076-889419; Facsimile: 076-8859732

Electronic Mail: Yaelru@bll.co.il

Transmission Date: 17 October 2013

Reference: 2013-01-168939

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

### **Immediate Report re Entity becoming an Interested Party in the Corporation by virtue of Holdings**

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

#### **1. Details of Holder:**

- Name of Corporation: Companies in the Meitav D.S. Investments Ltd. Group
- Name of Corporation in English: Meitav D.S. Investments Ltd.
- Type of Identity Number: Registration number with the Israeli Registrar of Companies. Holder is a corporation
- Identity Number: 520043795
- Citizenship/Country of Incorporation or Registration: Israeli corporation
- Address: Discount Tower, 23 Yehuda Halevi Street, Tel Aviv, Israel 6513601
- The Holder serves as the representative of other joint shareholders for reporting purposes.
- Name of controlling shareholder in the Interested Party: BRM Group Ltd., Private Company Number 511287542 and Mr. Zvi Stepak, ID. No. 07957319
- Identification number of controlling shareholder in the Interested Party: 511287542

#### **2. Details of the Transaction whereby the Holder became an Interested Party in the Corporation:**

- a. Name and Class of Security: Leumi.
- b. Registration number of security on the Tel Aviv Stock Exchange: 604611
- c. Date of the transaction: 16 October 2013
- d. Nature of the Transaction: Increase following purchase on the stock exchange
- e. Number of securities involved in the transaction: 163,173
- f. Price of the transaction: 1,325.65 agurot
- g. The shares are not dormant or convertible into dormant shares.

**3. A. Holdings of the Interested Party following the Transaction:**

Name, Class and Series of Security	No. of Security on Stock Exchange	Amount of Securities	Dormant	Percentage of Holdings		Percentage of Holdings (Fully Diluted)	
				Capital	Voting Rights	Capital	Voting Rights
Leumi	604611	73,708,312	No	5.00	5.00	5.00	5.00
Leumi Subordinated Capital Notes Series 200	6040141	31,964,691	No	0	0	0	0
Leumi Subordinated Capital Notes 201	6040158	6,438,437	No	0	0	0	0

**B. The Holder is a member of an institutional reporting group. The following are the details of its holdings:**

Holder	Name, Class and Series of Security	No. of Security on Stock Exchange	Amount of Securities	Dormant
Management companies of joint investment trust funds	Leumi	604611	2,730,018	No
Provident funds and provident fund management companies	Leumi	604611	17,088,332	No
Issuer of index-linked products and a corporation under its control	Leumi	604611	52,362,374	No
Investment portfolio manager	Leumi	604611	1,527,588	No
Provident funds and provident fund management companies	Leumi Subordinated Capital Notes Series 200	6040141	1,473,244	No
Management companies of joint investment trust funds	Leumi Subordinated Capital Notes Series 200	6040141	3,827,801	No
Issuer of index-linked products and a corporation under its control	Leumi Subordinated Capital Notes Series 200	6040141	26,663,646	No
Provident funds and provident fund management companies	Leumi Subordinated Capital Notes Series 201	6040158	2,077,729	No
Management companies of joint investment trust funds	Leumi Subordinated Capital Notes Series 201	6040158	4,360,708	No

4. The Interested Party holds shares or other securities of a company with activity material to the reporting company's activity, as follows:

**1.**

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Connection to the reporting company: Wholly owned subsidiary

Type of securities – Subordinated notes (Series C) Securities Number: 7410061

Number of securities: 14,267,271 Percentage held of this type of security: 2.78%

Percentage of capital held – 0% Percentage of voting rights held – 0%

**2.**

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of securities – Debentures (Series 176) Securities Number: 7410087

Number of securities: 40,167,421 Percentage held of this type of security: 5.49%

Percentage of capital held – 0% Percentage of voting rights held – 0%

**3.**

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of securities – Subordinated Notes (Series G) Securities Number: 7410152

Number of securities: 112,839,776 Percentage held of this type of security: 5.64%

Percentage of capital held – 0% Percentage of voting rights held – 0%

**4.**

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Connection Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of securities – Subordinated Notes (Series H) Securities Number: 7410160

Number of securities: 114,326,045 Percentage held of this type of security: 5.93%

Percentage of capital held – 0% Percentage of voting rights held – 0%

## 5.

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of securities – Subordinated Notes (Series J) Securities Number: 7410186

Number of securities: 129,676,173 Percentage held of this type of security: 6.48%

Percentage of capital held – 0% Percentage of voting rights held – 0%

## 6.

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Connection to the reporting company: Wholly owned subsidiary

Type of securities – Subordinated Capital Notes (Series 300) Securities Number: 7410202

Number of securities: 18,364,344 Percentage held of this type of security: 1.84%

Percentage of capital held – 0% Percentage of voting rights held – 0%

## 7.

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of securities – Subordinated Capital Notes (Series 301) Securities Number: 7410210

Number of securities: 24,780,832          Percentage held of this type of security:  
2.48%

Percentage of capital held – 0%      Percentage of voting rights held – 0%

**8.**

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of securities – Subordinated Notes (Series L) Securities Number: 7410228

Number of securities: 199,691,343          Percentage held of this type of security:  
6.10%

Percentage of capital held – 0%      Percentage of voting rights held – 0%

**9.**

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of securities – Subordinated Notes (Series M) Securities Number: 7410236

Number of securities: 66,495,282          Percentage held of this type of security:  
3.01%

Percentage of capital held – 0%      Percentage of voting rights held – 0%

**10.**

Name of the held company with activity material to the reporting company's activity: Leumi Finance Co. Ltd.

Type of Identity Number: Registration number with the Israeli Registrar of Companies.

Identity Number: 520028739

Country of Incorporation or Registration: Israeli corporation Country: Israel

Connection Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of securities – Subordinated Notes (Series N) Securities Number: 7410244

Number of securities: 48,960,664          Percentage held of this type of security:  
2.62%

Percentage of capital held – 0%      Percentage of voting rights held – 0%

**5. Additional details:**

Comment regarding the identity of the controlling shareholders of the interested party (as set out in para. 1 above): – The ultimate shareholders in the BRM Group Ltd. are Messieurs: Eli Barkat, ID No. 058368143; Nir

Barkat, ID No. 056092430; and Yuval Rakabi ID NO. 058142431, each of whom holds (through companies that he controls) 33.3%.

Date and time at which the corporation first became aware of the matter being the subject of the report: 17 October 2013 Time: 14:32.

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 Bank and of the Group.

**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/>**

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Name of Electronic Reporter: Yael Rudnicki, Position: Group Secretary

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