

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
34 Yehuda Halevi Street, Tel Aviv 65546
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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 D.S. Apex Holdings Ltd. Group
- Name of Corporation in English: DS Apex Holdings Ltd.
- Type of Identity Number: Registration number with the Israeli Registrar of Companies.
- Identity Number: 520043795
- Citizenship/Country of Incorporation or Registration: Israeli corporation
- Address: 23 Yehuda Halevi Street, Tel Aviv, Israel 65136
- The Holder serves as the representative of other joint shareholders for reporting purposes.
- Name of Controlling shareholder in the Interested Party: BRM Ltd. Private Co. 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 ceased to be 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: 19 March 2013
- d. Nature of the Transaction: Other increase

The bank was informed that on 19 March 2013, a merger was completed, which took the form of a share swap between DS Apex Holdings Ltd. (hereinafter: "DS Apex") and the shareholders of Meitav Investment House Ltd. (hereinafter: "Meitav"). In this transaction, DS Apex acquired all of Meitav's share capital. Consequently, DS Apex, Public Company No. 520043795 became an interested party in the Leumi company (hereinafter: "the Company"), as described below.

Details of the transaction as a consequence of which the holder became an interested party.

Name of holder and company number: Companies in the DS Group

- e. Number of Securities involved in the Transaction: 0
- f. Price of the Transaction: 0 Other: 0
- 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	110,612,751	No	7.51	7.51	7.51	7.51
Leumi Subordinated Capital Notes Series 200	6040141	36,270,386	No	0	0	0	0
Leumi Subordinated Capital Notes	6040158	8,076,574	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	3,310,618	No
Provident funds and provident fund management companies	Leumi	604611	21,135,278	No
Issuer of index-linked products and a corporation under its control	Leumi	604611	84,411,956	
Investment portfolio manager	Leumi	604611	1,754,899	No
Provident funds and provident fund management companies	Leumi Subordinated Capital Notes Series 200	604141	1,472,386	No
Management companies of joint investment trust funds	Leumi Subordinated Capital Notes Series 200	604141	3,348,893	No
Issuer of index-linked products and a corporation under its control	Leumi Subordinated Capital Notes Series 200	604141	29,178,833	No
Investment portfolio manager	Leumi Subordinated Capital Notes Series 200	604141	2,270,274	No
Provident funds and provident fund management companies	Leumi Subordinated Capital Notes Series 201	604158	2,356,162	No
Management companies of joint investment trust funds	Leumi Subordinated Capital Notes Series 201	604158	5,720,412	No

4. The Interested Party hold shares or other securities of held company, with activity material to the reporting company's activity.

1.

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

Type of identification number: Registration number

Identification number: 520028739

Company of incorporation or registration: Incorporated in Israel Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of security: Subordinated notes (Series C)

Security Number: 7410061

Number of securities: 7,112,637

Percentage held of this type of security: 1.38%

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

2.

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

Type of identification number: Registration number

Identification number: 520028739

Company of incorporation or registration: Incorporated in Israel Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of security: Debentures (Series 176)

Security Number: 7410087

Number of securities: 72,479,865

Percentage held of this type of security: 7.43%

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

3.

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

Type of identification number: Registration number

Identification number: 520028739

Company of incorporation or registration: Incorporated in Israel Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of security: Subordinated notes (Series G)

Security Number: 7410152

Number of securities: 173,917,468

Percentage held of this type of security: 8.70%

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

4.

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

Type of identification number: Registration number

Identification number: 520028739

Company of incorporation or registration: Incorporated in Israel Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of security: Subordinated notes (Series H)

Security Number: 7410160

Number of securities: 145,091,519

Percentage held of this type of security: 7.52%

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

5.

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

Type of identification number: Registration number

Identification number: 520028739

Company of incorporation or registration: Incorporated in Israel Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of security: Subordinated notes (Series I)

Security Number: 7410178

Number of securities: 166,974,182

Percentage held of this type of security: 9.82%

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

6.

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

Type of identification number: Registration number

Identification number: 520028739

Company of incorporation or registration: Incorporated in Israel Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of security: Subordinated notes (Series J)

Security Number: 7410186

Number of securities: 178,132,475

Percentage held of this type of security: 8.91%

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

7.

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

Type of identification number: Registration number

Identification number: 520028739

Company of incorporation or registration: Incorporated in Israel Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary
Type of security: Subordinated capital notes (Series 300)
Security Number: 7410202
Number of securities: 48,746,918
Percentage held of this type of security: 4.87%
Percentage of capital held: 0% Percentage of voting rights held: 0%

8.
Name of held company whose activity is material to the reporting company's activity: Leumi Finance Co. Ltd.
Type of identification number: Registration number
Identification number: 520028739
Company of incorporation or registration: Incorporated in Israel Country: Israel
Nature of connection to reporting corporation:
Wholly owned subsidiary
Type of security: Subordinated capital notes (Series 301)
Security Number: 7410210
Number of securities: 23,414,735
Percentage held of this type of security: 2.34%
Percentage of capital held: 0% Percentage of voting rights held: 0%

9.
Name of held company whose activity is material to the reporting company's activity: Leumi Finance Co. Ltd.
Type of identification number: Registration number
Identification number: 520028739
Company of incorporation or registration: Incorporated in Israel Country: Israel
Nature of connection to reporting corporation:
Wholly owned subsidiary
Type of security: Subordinated notes (Series L)
Security Number: 7410228
Number of securities: 252,030,710
Percentage held of this type of security: 7.70%
Percentage of capital held: 0% Percentage of voting rights held: 0%

10.
Name of held company whose activity is material to the reporting company's activity: Leumi Finance Co. Ltd.
Type of identification number: Registration number
Identification number: 520028739
Company of incorporation or registration: Incorporated in Israel Country: Israel
Nature of connection to reporting corporation:
Wholly owned subsidiary
Type of security: Subordinated notes (Series M)
Security Number: 7410236
Number of securities: 73,357,648
Percentage held of this type of security: 3.33%
Percentage of capital held: 0% Percentage of voting rights held: 0%

11.

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

Type of identification number: Registration number

Identification number: 520028739

Company of incorporation or registration: Incorporated in Israel Country: Israel

Nature of connection to reporting corporation:

Wholly owned subsidiary

Type of security: Subordinated notes (Series N)

Security Number: 7410244

Number of securities: 71,543,614

Percentage held of this type of security: 3.82%

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

5. Additional details:

The final shareholders in the BRM Group Ltd. are Eli Barkat, ID No. 058368143, Nir Barkat ID No. 056092430 and Yuval Rakavy, ID No. 058142431.

6. Date and time at which the corporation first became aware of the event or matter: 24 March 2013 at 9:59.

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.

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