

Summary Translation of Immediate Report

T077
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

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9 June 2014

Reference: 2014-01-086700

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 31 May 2014:

- 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	40,927,185	2.78	0.00	2.78	0.00
2.	Migdal Insurance and Financial Holdings Ltd. – profit sharing life insurance	Leumi	40,240,166	2.73	2.73	2.73	2.73

3.	Migdal Insurance and Financial Holdings Ltd. – nostro	Leumi	2,177,913	0.15	0.15	0.15	0.15
4.	Migdal Insurance and Financial Holdings Ltd. – provident funds	Leumi	23,649,803	1.60	1.60	1.60	1.60
5.	Migdal Insurance and Financial Holdings Ltd. – mutual funds	Leumi	5,797,609	0.39	0.39	0.39	0.39
6.	Migdal Insurance and Financial Holdings Ltd. – profit sharing life insurance	Leumi Finance Subordinated Capital Notes (Series 200)	169,647,712	0.00	0.00	0.00	0.00
7.	Migdal Insurance and Financial Holdings Ltd. – nostro	Leumi Finance Subordinated Capital Notes (Series 200)	1,437,387	0.00	0.00	0.00	0.00
8.	Migdal Insurance and Financial Holdings Ltd. – provident funds	Leumi Finance Subordinated Capital Notes (Series 200)	36,830,523	0.00	0.00	0.00	0.00
9.	Migdal Insurance and Financial Holdings Ltd. – mutual funds	Leumi Finance Subordinated Capital Notes (Series 200)	18,684,761	0.00	0.00	0.00	0.00
10.	Migdal Insurance and Financial Holdings Ltd. – profit sharing life insurance	Leumi Finance Subordinated Capital Notes (Series 201)	120,258,300	0.00	0.00	0.00	0.00
11.	Migdal Insurance and Financial Holdings Ltd. – nostro	Leumi Finance Subordinated Capital Notes (Series 201)	5,939,923	0.00	0.00	0.00	0.00

12.	Migdal Insurance and Financial Holdings Ltd. – provident funds	Leumi Finance Subordinated Capital Notes (Series 201)	38,991,973	0.00	0.00	0.00	0.00
13.	Migdal Insurance and Financial Holdings Ltd. – mutual funds	Leumi Finance Subordinated Capital Notes (Series 201)	1,070,920	0.00	0.00	0.00	0.00
14.	Government of Israel on behalf of the State of Israel	Leumi	88,830,769	6.03	6.46	6.03	6.46
15.	Companies in the Psagot Investment House Ltd. Group – ETF's	Leumi	67,132,763	4.56	4.56	4.56	4.56
16.	Companies in the Psagot Investment House Ltd. Group – provident funds	Leumi	26,619,770.9	1.81	1.81	1.81	1.81
17.	Companies in the Psagot Investment House Ltd. Group - mutual funds	Leumi	3,002,902	0.20	0.20	0.20	0.20
18.	Companies in the Psagot Investment House Ltd. Group – ETF's	Leumi Finance Subordinated Capital Notes (Series 200)	33,183,574	0.00	0.00	0.00	0.00
19.	Companies in the Psagot Investment House Ltd. Group – provident funds	Leumi Finance Subordinated Capital Notes (Series 200)	44,929,804	0.00	0.00	0.00	0.00

20.	Companies in the Psagot Investment House Ltd. Group – mutual funds	Leumi Finance Subordinated Capital Notes (Series 200)	5,074,815	0.00	0.00	0.00	0.00
21.	Companies in the Psagot Investment House Ltd. Group – provident funds	Leumi Finance Subordinated Capital Notes (Series 201)	32,901,950	0.00	0.00	0.00	0.00
22.	Companies in the Psagot Investment House Ltd. Group – mutual funds	Leumi Finance Subordinated Capital Notes (Series 201)	6,614,756	0.00	0.00	0.00	0.00
23.	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – nostro	Leumi	1,285,645	0.09	0.09	0.09	0.09
24.	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – provident funds	Leumi	42,696,607.6	2.90	2.90	2.90	2.90
25.	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – mutual funds	Leumi	4,498,924	0.31	0.31	0.31	0.31
26.	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – ETF's	Leumi	34,605,047	2.35	2.35	2.35	2.35

27.	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – nostro	Leumi Finance Subordinated Capital Notes (Series 200)	1,223,202	0.00	0.00	0.00	0.00
28.	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – provident funds	Leumi Finance Subordinated Capital Notes (Series 200)	4,623,517	0.00	0.00	0.00	0.00
29.	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – mutual funds	Leumi Finance Subordinated Capital Notes (Series 200)	36,160,869	0.00	0.00	0.00	0.00
30	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – ETF's	Leumi Finance Subordinated Capital Notes (Series 200)	13,281,879	0.00	0.00	0.00	0.00
31	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – provident funds	Leumi Finance Subordinated Capital Notes (Series 201)	23,927,699	0.00	0.00	0.00	0.00
32.	Companies in the Harel Insurance Investments & Financial Services Ltd. Group – mutual funds	Leumi Finance Subordinated Capital Notes (Series 201)	58,280,493	0.00	0.00	0.00	0.00
33.	Companies in the Phoenix Holdings Ltd. Group – Provident funds and provident fund management companies	Leumi	4,914,212	0.33	0.33	0.33	0.33
34.	Companies in the Phoenix Holdings Ltd. Group – profit- sharing life insurance accounts	Leumi	9,556,093	0.65	0.65	0.65	0.65

35.	Companies in the Phoenix Holdings Ltd. Group – nostro account	Leumi	324,000	0.02	0.02	0.02	0.02
36.	Companies in the Phoenix Holdings Ltd. Group– Provident funds and provident fund management companies	Leumi Finance Subordinated Capital Notes (Series 200)	107,437	0.00	0.00	0.00	0.00
37.	Companies in the Phoenix Holdings Ltd. Group – profit- sharing life insurance accounts	Leumi Finance Subordinated Capital Notes (Series 200)	4,887,010	0.00	0.00	0.00	0.00
38.	Companies in the Phoenix Holdings Ltd. Group – profit- sharing life insurance accounts	Leumi Finance Subordinated Capital Notes (Series 201)	2,088,600	0.00	0.00	0.00	0.00
39.	Companies in the Excellence Investments Ltd. Group – mutual fund management companies	Leumi	873,023.15	0.06	0.06	0.06	0.06
40.	Companies in the Excellence Investments Ltd. Group– Provident funds and provident fund management companies	Leumi	4,961,327	0.34	0.34	0.34	0.34
41.	Companies in the Excellence Investments Ltd. Group - issuer of index-linked products and a corporation under its control	Leumi	59,596,177.91	4.04	4.04	4.04	4.04
42.	Companies in the Excellence Investments Ltd. Group – mutual fund management companies	Leumi Finance Subordinated Capital Notes (Series 200)	10,451,460	0.00	0.00	0.00	0.00

43.	Companies in the Excellence Investments Ltd. Group– provident funds and provident fund management companies	Leumi Finance Subordinated Capital Notes (Series 200)	16,517,597	0.00	0.00	0.00	0.00
44.	Companies in the Excellence Investments Ltd. Group - issuer of index-linked products and a corporation under its control	Leumi Finance Subordinated Capital Notes (Series 200)	18,716,336	0.00	0.00	0.00	0.00
45.	Companies in the Excellence Investments Ltd. Group – mutual fund management companies	Leumi Finance Subordinated Capital Notes (Series 201)	20,872,166	0.00	0.00	0.00	0.00
46.	Companies in the Excellence Investments Ltd. Group– provident funds and provident fund management companies	Leumi Finance Subordinated Capital Notes (Series 201)	3,040,750	0.00	0.00	0.00	0.00
47.	Brodet David	Leumi	10,103	0.00	0.00	0.00	0.00
48.	Brodet David	PSU 2014	71,232	0.00	0.00	0.00	0.00
49.	Gans Arieh	Leumi	0	0.00	0.00	0.00	0.00
50.	Nardi Yoav	Leumi	0	0.00	0.00	0.00	0.00
51.	Guzman Rami	Leumi	67,850	0.00	0.00	0.00	0.00
52.	Guzman Rami	Leumi Finance Subordinated Capital Notes (Series 201)	28,452	0.00	0.00	0.00	0.00
53.	Russak-Aminoach Rakefet	Leumi	47,123	0.00	0.00	0.00	0.00
54.	Russak-Aminoach Rakefet	PSU 2014	85,367	0.00	0.00	0.01	0.01

Total Holding		Total Holding (Fully Diluted)	
% Capital	% Voting Rights	% Capital	% Voting Rights
34.12	31.76	34.12	31.76

- 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
55.	Altman Gideon	Leumi	17,288	0.00	0.00	0.00	0.00
56.	Altman Gideon	PSU 2014	44,327	0.00	0.00	0.00	0.00
57.	Shlomo Michael Goldfarb	Leumi	75,481	0.01	0.01	0.01	0.01
58.	Shlomo Michael Goldfarb	PSU 2014	18,933	0.00	0.00	0.00	0.00
59.	Nomi Sandhaus	Leumi	3,805	0.00	0.00	0.00	0.00
60.	Nomi Sandhaus	PSU 2014	24,836	0.00	0.00	0.00	0.00
61.	Tsiddon Daniel	Leumi	5,728	0.00	0.00	0.00	0.00
62.	Tsiddon Daniel	PSU 2014	49,491	0.00	0.00	0.00	0.00
63.	Aboulafia Eyal Itzhak	Leumi	32,940	0.00	0.00	0.00	0.00
64.	Ber Hedva	Leumi	3,780	0.00	0.00	0.00	0.00
65.	Ber Hedva	PSU 2014	26,728	0.00	0.00	0.00	0.00
66.	Haber Yaakov	Leumi	5,086	0.00	0.00	0.00	0.00
67.	Haber Yaakov	PSU 2014	44,028	0.00	0.00	0.00	0.00
68.	Minz Yoel	Leumi	35,311	0.00	0.00	0.00	0.00
69.	Minz Yoel	PSU 2014	38,732	0.00	0.00	0.00	0.00
70.	Cohen Dan	Leumi	11,759	0.00	0.00	0.00	0.00
71.	Cohen Dan	PSU 2014	38,732	0.00	0.00	0.00	0.00
72.	Rudnicki Yael (Ben-Moshe)	Leumi	22,316	0.00	0.00	0.00	0.00
73.	Rudnicki Yael (Ben-Moshe)	PSU 2014	11,549	0.00	0.00	0.00	0.00
74.	Mordechay Sasson	Leumi	38,450	0.00	0.00	0.00	0.00
75.	Mordechay Sasson	PSU 2014	25,833	0.00	0.00	0.00	0.00

76.	Ron Fainaro	Leumi	679	0.00	0.00	0.00	0.00
77.	Ron Fainaro	PSU 2014	38,732	0.00	0.00	0.00	0.00
78.	Ron Fainaro	RSU 2014	25,151	0.00	0.00	0.00	0.00
79.	Tamar Yassur	Leumi	4,115	0.00	0.00	0.00	0.00
80.	Tamar Yassur	PSU 2014	35,469	0.00	0.00	0.00	0.00
81.	Zeev Morag	Leumi	2,609	0.00	0.00	0.00	0.00
82.	Itai Ben Zeev	PSU 2014	25,878	0.00	0.00	0.00	0.00
83.	Dan Yerushalmi	PSU 2014	36,102	0.00	0.00	0.00	0.00
84.	Dan Yerushalmi	RSU 2014	56,263	0.00	0.00	0.00	0.00
85.	Yishak Naor	PSU 2014	12,659	0.00	0.00	0.00	0.00
86.	Aviram Cohen	PSU 2014	13,251	0.00	0.00	0.00	0.00

Total Holding		Total Holding (Fully Diluted)	
% Capital	% Voting Rights	% Capital	% Voting Rights
0.01	0.01	0.01	0.01

Notes:

1. **Shlomo Eliahu Holdings Ltd.** - Holder number 1.
 - a. 40,927,185 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. Migdal Insurance & Financial Holdings Ltd. – profit sharing life insurance accounts – Holder Number 2

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	47,031,711	9.15
Leumi Finance Debentures (Series 176)	7410087	80,325	0.01
Leumi Finance Subordinated Notes (Series G)	7410152	12,104,891	0.91
Leumi Finance Subordinated Notes (Series H)	7410160	145,332,024	7.53
Leumi Finance Subordinated Notes (Series J)	7410186	11,122,969	0.56
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	60,651,572	6.07
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	10,348,796	1.03
Leumi Finance Subordinated Notes (Series L)	7410228	168,979,460	5.17
Leumi Finance Subordinated Notes (Series M)	7410236	64,892,310	2.94

Leumi Finance Subordinated Notes (Series N)	7410244	19,540,929	1.04
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3. **Migdal Insurance & Financial Holdings Ltd. – Nostro** – Holder Number 3

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	21,548,190	4.19
Leumi Finance Subordinated Notes (Series G)	7410152	26,583,725	1.99
Leumi Finance Subordinated Notes (Series H)	7410160	85,087,379	4.41
Leumi Finance Subordinated Notes (Series J)	7410186	63,358,256	3.17
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	809,409	0.08
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	3,330,000	0.33
Leumi Finance Subordinated Notes (Series L)	7410228	13,005,048	0.40
Leumi Finance Subordinated Notes (Series M)	7410236	15,734,675	0.71

Leumi Finance Subordinated Notes (Series N)	7410244	11,501,650	0.61
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4. **Migdal Insurance & Financial Holdings Ltd. – Provident funds** – Holder Number 4

Type of Holder: Provident funds and provident 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 provident funds and provident 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	1,902,928	0.26
Leumi Finance Subordinated Notes (Series G)	7410152	18,449,598	1.38
Leumi Finance Subordinated Notes (Series H)	7410160	74,274,165	3.85
Leumi Finance Subordinated Notes (Series J)	7410186	3,161,911	0.16
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	53,683,506	5.37
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	2,192,372	0.22
Leumi Finance Subordinated Notes (Series L)	7410228	72,573,897	2.22

Leumi Finance Subordinated Notes (Series M)	7410236	33,055,388	1.50
Leumi Finance Subordinated Notes (Series N)	7410244	2,710,494	0.14

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

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	10,226,346	1.99
Leumi Finance Debentures (Series 176)	7410087	13,941,250	1.91
Leumi Finance Subordinated Notes (Series G)	7410152	22,993,563	1.72
Leumi Finance Subordinated Notes (Series H)	7410160	59,480,793	3.08
Leumi Finance Subordinated Notes (Series J)	7410186	52,440,563	2.62
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	13,734,162	1.37
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	1,284,110	0.13
Leumi Finance Subordinated Notes (Series L)	7410228	111,399,092	3.41

Leumi Finance Subordinated Notes (Series M)	7410236	72,656,016	3.29
Leumi Finance Subordinated Notes (Series N)	7410244	21,628,328	1.16

6. **Migdal Insurance & Financial Holdings Ltd. – Profit sharing life insurance accounts** - Holder Numbers 6 and 10:

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).

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

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).

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

Type of Holder: Provident funds and provident 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).

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

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).

10. **The Government of Israel on behalf of the State of Israel - Holder number 14:**

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.

11. **Companies in the Psagot Investment House Ltd. Group – ETF’s – Holder Numbers 15 and 18**

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

The (indirect) controlling shareholders of Companies in the Psagot Investment House Ltd. Group are Messieurs: Martin Halusa ((Austrian) Passport No. P2351651), Ian Martin Lloyd Jones ((British) Passport No. 099021261), Niko Alexander Michael Hansen ((German) Passport No. 951583384), Michael Roberts Phillips ((Canadian) Passport No. BA523227).

See the Bank’s Immediate Report dated 6 May 2013 regarding an entity becoming an interested party in the corporation by virtue of its holdings. (Reference No. 2013-01-055216)

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	2,526,762	0.49
Leumi Finance Debentures (Series 176)	7410087	3,525,681	0.48
Leumi Finance Subordinated Notes (Series G)	7410152	32,776,086	2.46
Leumi Finance Subordinated Notes (Series H)	7410160	70,105,515	3.63
Leumi Finance Subordinated Notes (Series J)	7410186	49,076,134	2.45
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	4,762,589	0.48
Leumi Finance Subordinated Notes (Series L)	7410228	118,781,271	3.63
Leumi Finance Subordinated Notes (Series M)	7410236	49,619,009	2.25
Leumi Finance Subordinated Notes (Series N)	7410244	45,914,487	2.45

12. **Companies in the Psagot Investment House Ltd. Group – provident funds**
– Holder Numbers 16, 19 and 21

Type of Holder: Provident funds and provident fund management companies

The (indirect) controlling shareholders of companies in the Psagot Investment House Ltd. Group are Messieurs: Martin Halusa ((Austrian) Passport No. P2351651), Ian Martin Lloyd Jones ((British) Passport No. 099021261), Niko Alexander Michael Hansen ((German) Passport No. 951583384), Michael Roberts Phillips ((Canadian) Passport No. BA523227).

See the Bank's Immediate Report dated 6 May 2013 regarding an entity becoming an interested party in the corporation by virtue of its holdings. (Reference No. 2013-01-055216)

Holdings of provident funds and provident 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	40,335,303	7.85
Leumi Finance Debentures (Series 176)	7410087	2,749,999	0.38
Leumi Finance Subordinated Notes (Series G)	7410152	35,767,798	2.68
Leumi Finance Subordinated Notes (Series H)	7410160	13,178,841	0.68
Leumi Finance Subordinated Notes (Series J)	7410186	117,299,644	5.86
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	24,658,935	2.47
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	33,040,841	3.30
Leumi Finance Subordinated Notes (Series L)	7410228	88,696,621	2.71
Leumi Finance Subordinated Notes (Series M)	7410236	82,374,767	3.73
Leumi Finance Subordinated Notes (Series N)	7410244	114,114,227	6.10

13. **Companies in the Psagot Investment House Ltd. Group – mutual funds**
Holder Numbers 17, 20 and 22

Type of Holder: Mutual fund management companies

The (indirect) controlling shareholders of companies in the Psagot Investment House Ltd. Group are Messieurs: Martin Halusa ((Austrian) Passport No. P2351651), Ian Martin Lloyd Jones ((British) Passport No. 099021261), Niko Alexander Michael Hansen ((German) Passport No. 951583384), Michael Roberts Phillips ((Canadian) Passport No. BA523227).

See the Bank's Immediate Report dated 6 May 2013 regarding an entity becoming an interested party in the corporation by virtue of its holdings. (Reference No. 2013-01-055216)

Holdings of mutual funds 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	8,935,190	1.74
Leumi Finance Debentures (Series 176)	7410087	1,940,634	0.27
Leumi Finance Subordinated Notes (Series G)	7410152	41,201,028	3.09
Leumi Finance Subordinated Notes (Series H)	7410160	34,840,995	1.81
Leumi Finance Subordinated Notes (Series J)	7410186	95,973,330	4.80
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	19,227,777	1.92
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	16,679,450	1.67
Leumi Finance Subordinated Notes (Series L)	7410228	43,323,662	1.32
Leumi Finance Subordinated Notes (Series M)	7410236	14,018,648	0.64
Leumi Finance Subordinated Notes (Series N)	7410244	1,828,441	0.10

14. **Companies in the Harel Insurance Investments & Financial Services Ltd. Group – Nostro – Holder Numbers 23 and 27**

Type of Holder: Nostro account

The controlling shareholders of companies in the Harel Insurance Investments & Financial Services Ltd. Group are Yair Hamburger (ID No. 007048671), Gidon Hamburger (ID No. 007048663) and Nurit Manor (ID. No. 051171312). The controlling shareholders listed in the paragraph hold some of their holdings directly, and most of their holdings through G.Y.N. Financial Consulting and Management Ltd., Private Company No. 51-017944-3, which is wholly controlled by them.

See the Bank's Immediate Report dated 5 January 2014 regarding an entity becoming an interested party in the corporation by virtue of its holdings. (Reference No. 2014-01-004171).

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	20,722,695	4.03
Leumi Finance Debentures (Series 176)	7410087	13,130,194	1.80
Leumi Finance Subordinated Notes (Series G)	7410152	516,216	0.04
Leumi Finance Subordinated Notes (Series H)	7410160	6,259,604	0.32
Leumi Finance Subordinated Notes (Series J)	7410186	21,228,463	1.06
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	10,000	0.00
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	185,770	0.02
Leumi Finance Subordinated Notes (Series L)	7410228	30,963,048	0.95
Leumi Finance Subordinated Notes (Series N)	7410244	57,498,086	3.07

15. **Companies in the Harel Insurance Investments & Financial Services Ltd. Group – Provident funds** – Holder Numbers 24, 28 and 31

Type of Holder: Provident funds and provident fund management companies

The controlling shareholders of companies in the Harel Insurance Investments & Financial Services Ltd. Group are Yair Hamburger (ID No. 007048671), Gidon Hamburger (ID No. 007048663) and Nurit Manor (ID. No. 051171312). The controlling shareholders listed in the paragraph hold some of their holdings directly, and most of their holdings through G.Y.N. Financial

Consulting and Management Ltd., Private Company No. 51-017944-3, which is wholly controlled by them.

See the Bank's Immediate Report dated 5 January 2014 regarding an entity becoming an interested party in the corporation by virtue of its holdings. (Reference No. 2014-01-004171).

Holdings of provident funds and provident 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	28,666,761	5.58
Leumi Finance Debentures (Series 176)	7410087	25,814,279	3.53
Leumi Finance Subordinated Notes (Series G)	7410152	54,861,530	4.11
Leumi Finance Subordinated Notes (Series H)	7410160	93,005,528	4.82
Leumi Finance Subordinated Notes (Series J)	7410186	148,247,933	7.41
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	692,319	0.07
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	17,240,902	1.72
Leumi Finance Subordinated Notes (Series L)	7410228	45,615,103	1.39
Leumi Finance Subordinated Notes (Series M)	7410236	674,145	0.03

17. **Companies in the Harel Insurance Investments & Financial Services Ltd. Group – Mutual funds** – Holder Numbers 25, 29 and 32

Type of Holder: Mutual fund management companies

The controlling shareholders of companies in the Harel Insurance Investments & Financial Services Ltd. Group are Yair Hamburger (ID No. 007048671), Gidon Hamburger (ID No. 007048663) and Nurit Manor (ID. No.

051171312). The controlling shareholders listed in the paragraph hold some of their holdings directly, and most of their holdings through G.Y.N. Financial Consulting and Management Ltd., Private Company No. 51-017944-3, which is wholly controlled by them.

See the Bank's Immediate Report dated 5 January 2014 regarding an entity becoming an interested party in the corporation by virtue of its holdings. (Reference No. 2014-01-004171).

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	14,856,497	2.89
Leumi Finance Debentures (Series 176)	7410087	6,669,987	0.91
Leumi Finance Subordinated Notes (Series G)	7410152	38,841,933	2.91
Leumi Finance Subordinated Notes (Series H)	7410160	55,569,661	2.88
Leumi Finance Subordinated Notes (Series J)	7410186	44,181,260	2.21
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	10,281,506	1.03
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	20,984,173	2.10
Leumi Finance Subordinated Notes (Series L)	7410228	80,378,300	2.46
Leumi Finance Subordinated Notes (Series M)	7410236	46,741,327	2.12
Leumi Finance Subordinated Notes (Series N)	7410244	5,334,950	0.29

18. **Companies in the Harel Insurance Investments & Financial Services Ltd. Group – ETF's – Holder Numbers 26 and 30**

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

The controlling shareholders of companies in the Harel Insurance Investments & Financial Services Ltd. Group are Yair Hamburger (ID No. 007048671), Gidon Hamburger (ID No. 007048663) and Nurit Manor (ID. No. 051171312). The controlling shareholders listed in the paragraph hold some of their holdings directly, and most of their holdings through G.Y.N. Financial Consulting and Management Ltd., Private Company No. 51-017944-3, which is wholly controlled by them.

See the Bank's Immediate Report dated 5 January 2014 regarding an entity becoming an interested party in the corporation by virtue of its holdings. (Reference No. 2014-01-004171).

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	3,180,269	0.62
Leumi Finance Debentures (Series 176)	7410087	4,052,410	0.55
Leumi Finance Subordinated Notes (Series G)	7410152	13,155,486	0.99
Leumi Finance Subordinated Notes (Series H)	7410160	28,998,073	1.50
Leumi Finance Subordinated Notes (Series J)	7410186	19,128,109	0.96
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	5,156,680	0.52
Leumi Finance Subordinated Notes (Series L)	7410228	48,441,620	1.48
Leumi Finance Subordinated Notes (Series M)	7410236	19,278,507	0.87

Leumi Finance Subordinated Notes (Series N)	7410244	17,956,391	0.96
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19. **Companies in the Phoenix Holdings Ltd. Group – provident funds and provident funds management companies** – Holder Numbers 33 and 36

Type of Holder: Provident funds and provident funds management companies

1. Because of an error in the Status Report for 8 May 2014 (Reference No. 2014-01-059571), the holdings of TA 100 in the shares of Leumi was included under the name of the holder “The Phoenix – Profit Sharing Life Insurance” instead of under the name of the holder “The Phoenix – Provident Funds”.
De facto, the holdings of “The Phoenix – Provident Funds” increased by 1,835 shares during May of 2014.
2. The Phoenix Holdings Ltd. (Public Company No. 520017450) is the controlling shareholder of Excellence Investments Ltd. (Public Company No. 520041989). The controlling shareholder of the Phoenix Holdings Ltd. is the Delek Group Ltd. (Public Company No. 520044322). Yitzhak Sharon (Tshuva) (ID Number 043480003) is the controlling shareholder of the Delek Group (through subsidiaries).

Holdings of provident funds and provident funds 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	4,337,383	0.84
Leumi Finance Debentures (Series 176)	7410087	26,501,726	3.62
Leumi Finance Subordinated Notes (Series G)	7410152	3,876,918	0.29
Leumi Finance Subordinated Notes (Series H)	7410160	31,183,623	1.62
Leumi Finance Subordinated Notes (Series J)	7410186	12,369,837	0.62
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	411,738	0.04

Leumi Finance Subordinated Capital Notes (Series 301)	7410210	3,580	0.00
Leumi Finance Subordinated Notes (Series L)	7410228	42,955,791	1.31
Leumi Finance Subordinated Notes (Series M)	7410236	11,453,888	0.52
Leumi Finance Subordinated Notes (Series N)	7410244	260,763	0.01

20. Companies in the Phoenix Holdings Ltd. Group – profit-sharing life insurance accounts – Holder Numbers 34, 37 and 38

Type of Holder: Profit-sharing life insurance accounts

1. Because of an error in the Status Report for 8 May 2014 (Reference No. 2014-01-059571), the holdings of TA 100 in the shares of Leumi was included under the name of the holder “The Phoenix – Profit Sharing Life Insurance” instead of under the name of the holder “The Phoenix – Provident Funds”.
De facto, the holdings of “Profit Sharing Life Insurance” decreased by 5,325 shares during May of 2014.
2. The Phoenix Holdings Ltd. (Public Company No. 520017450) is the controlling shareholder of Excellence Investments Ltd. (Public Company No. 520041989). The controlling shareholder of the Phoenix Holdings Ltd. is the Delek Group Ltd. (Public Company No. 520044322). Yitzhak Sharon (Tshuva) (ID Number 043480003) is the controlling shareholder of the Delek Group (through subsidiaries).

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	13,946,342	2.71
Leumi Finance Debentures (Series 176)	7410087	57,447,182	7.86
Leumi Finance Subordinated Notes (Series G)	7410152	14,454,881	1.08

Leumi Finance Subordinated Notes (Series H)	7410160	36,145,408	1.87
Leumi Finance Subordinated Notes (Series J)	7410186	44,503,725	2.23
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	1,095,885	0.11
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	1,488,700	0.15
Leumi Finance Subordinated Notes (Series L)	7410228	26,666,747	0.82
Leumi Finance Subordinated Notes (Series M)	7410236	2,850,785	0.13
Leumi Finance Subordinated Notes (Series N)	7410244	680,057	0.04

22. **Companies in the Phoenix Holdings Ltd. Group – nostro account – Holder Number 35**

Type of Holder: Nostro account

The Phoenix Holdings Ltd. (Public Company No. 520017450) is the controlling shareholder of Excellence Investments Ltd. (Public Company No. 520041989). The controlling shareholder of the Phoenix Holdings Ltd. is the Delek Group Ltd. (Public Company No. 520044322). Yitzhak Sharon (Tshuva) (ID Number 043480003) is the controlling shareholder of the Delek Group (through subsidiaries).

Holdings of 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	39,286,929	7.64
Leumi Finance Subordinated Notes (Series G)	7410152	13,036,673	0.98
Leumi Finance Subordinated Notes (Series H)	7410160	48,959,498	2.54

Leumi Finance Subordinated Notes (Series J)	7410186	1,576,939	0.08
Leumi Finance Subordinated Notes (Series L)	7410228	63,580,030	1.94
Leumi Finance Subordinated Notes (Series N)	7410244	945,547	0.05

23. **Companies in the Excellence Investments Ltd. Group – mutual fund management companies** – Holder Numbers 39, 42 and 45

Type of Holder: Mutual fund management companies

The Phoenix Holdings Ltd. (Public Company No. 520017450) is the controlling shareholder of Excellence Investments Ltd. (Public Company No. 520041989). The controlling shareholder of the Phoenix Holdings Ltd. is the Delek Group Ltd. (Public Company No. 520044322). Yitzhak Sharon (Tshuva) (ID Number 043480003) is the controlling shareholder of the Delek Group Ltd. (Public Company No. 520044322) (through subsidiaries). 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	13,920,715	2.71
Leumi Finance Debentures (Series 176)	7410087	2,211,343	0.30
Leumi Finance Subordinated Notes (Series G)	7410152	51,672,695	3.88
Leumi Finance Subordinated Notes (Series H)	7410160	35,640,930	1.85
Leumi Finance Subordinated Notes (Series J)	7410186	61,630,880	3.08
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	3,016,183	0.30
Leumi Finance Subordinated Capital Notes (Series 301)	7410210	14,669,303	1.47

Leumi Finance Subordinated Notes (Series L)	7410228	27,899,686	0.85
Leumi Finance Subordinated Notes (Series M)	7410236	20,596,693	0.93
Leumi Finance Subordinated Notes (Series N)	7410244	3,692,324	0.20

24. **Companies in the Excellence Investments Ltd. Group – provident funds and provident funds management companies** – Holder Numbers 40, 43 and 46

Type of Holder: Provident funds and provident funds management companies

The Phoenix Holdings Ltd. (Public Company No. 520017450) is the controlling shareholder of Excellence Investments Ltd. (Public Company No. 520041989). The controlling shareholder of the Phoenix Holdings Ltd. is the Delek Group Ltd. (Public Company No. 520044322). Yitzhak Sharon (Tshuva) (ID Number 043480003) is the controlling shareholder of the Delek Group Ltd. (Public Company No. 520044322) (through subsidiaries).

Holdings of provident funds and provident funds 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	413,725	0.08
Leumi Finance Debentures (Series 176)	7410087	225,000	0.03
Leumi Finance Subordinated Notes (Series G)	7410152	16,804,022	1.26
Leumi Finance Subordinated Notes (Series H)	7410160	10,200,124	0.53
Leumi Finance Subordinated Notes (Series J)	7410186	23,315,442	1.22
Leumi Finance Subordinated Capital Notes (Series 300)	7410202	6,538,090	0.65

Leumi Finance Subordinated Capital Notes (Series 301)	7410210	467,163	0.05
Leumi Finance Subordinated Notes (Series L)	7410228	37,138,340	1.14
Leumi Finance Subordinated Notes (Series M)	7410236	3,649,765	0.17
Leumi Finance Subordinated Notes (Series N)	7410244	6,981,031	0.37

25. **Companies in the Excellence Investments Ltd. Group – ETF's - Holder Numbers 41**

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

The Phoenix Holdings Ltd. (Public Company No. 520017450) is the controlling shareholder of Excellence Investments Ltd. (Public Company No. 520041989). The controlling shareholder of the Phoenix Holdings Ltd. is the Delek Group Ltd. (Public Company No. 520044322). Yitzhak Sharon (Tshuva) (ID Number 043480003) is the controlling shareholder of the Delek Group Ltd. (Public Company No. 520044322) (through subsidiaries).

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	5,198,659	1.01
Leumi Finance Debentures (Series 176)	7410087	6,424,061	0.88
Leumi Finance Subordinated Notes (Series G)	7410152	18,510,644	1.39
Leumi Finance Subordinated Notes (Series H)	7410160	55,656,204	2.89
Leumi Finance Subordinated Notes (Series J)	7410186	26,521,493	1.33

Leumi Finance Subordinated Capital Notes (Series 300)	7410202	7,949,222	0.79
Leumi Finance Subordinated Notes (Series L)	7410228	92,783,531	2.84
Leumi Finance Subordinated Notes (Series M)	7410236	24,147,306	1.09
Leumi Finance Subordinated Notes (Series N)	7410244	24,955,992	1.33

Based on a report from The Phoenix, the balance of loans of Excellence EFTs in the "Leumi" security is - 133,215, in the "Leumi Finance Subordinated Capital Notes (Series 300)" security is - 16,370, in the "Leumi Finance Debentures (Series 176)" security is - 11,970, and in the "Leumi Finance Subordinated Notes (Series C) is - 8,420"26. **David Brodet** - Holder number 47 and 48:

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 J)	7410186	50,000	0.00

27. **Arieh Gans** - Holder number 49:

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

28. **Yoav Nardi** - 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 Capital Notes (Series 301)	7410210	98,000	0.01
Leumi Finance Subordinated Notes (Series M)	7410236	100,000	0.02

29. **Rami Avraham Guzman** – Holder numbers 51-52:

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 Debentures (Series 176)	7410087	14,591	0.00
Leumi Finance Subordinated Notes (Series J)	7410186	18,809	0.00
Leumi Finance Subordinated Notes (Series L)	7410244	16,825	0.00

30. **Shlomo Michael Goldfarb** – Holder numbers 57-58:

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

31. **Aboulafia Eyal Itzhak** - Holder number 63:

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

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. 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.

3. For the report on the holdings in a banking corporation without a controlling core, see the report dated 6 April 2014, Reference No. 2013-01-042378.
4. The holdings that appear in this Report under the name “Harel Insurance Investments & Financial Services Ltd. Group - Provident Funds” include holdings that are held directly by Harel provident funds and holdings that are held by one or more of the following partnerships: “Harel Amitim Israel Shares”; “Harel Amitim Linked Corporate Bonds” and “Harel Amitim Shekel Corporate Bonds”, to the extent there are such holdings.
5. The holdings appearing in this report under the title “The Phoenix Holdings Ltd. Group - Provident Funds” include the direct holdings of provident funds of the Phoenix Holdings Ltd., and the holdings of one or more of the following partnerships: “Tel Aviv 100”, “Tel Aviv 25”, “Tel Bond 20”, “Tel Bond Shekel” “Overseas Shares” “S&P 500”, “MSCI Emerging”, “J.P. Morgan” “Iboxx \$ Liquid”, “Euro Stoxx 50”, “Barclays Capital”, to the extent there are such holdings.
6. The Delek Group Ltd. does not hold the Bank shares directly (but only indirectly through corporations under its control as described above – Excellence Investments Ltd. and The Phoenix Holdings Ltd.). The Delek Group Ltd. has direct holdings of securities of the Leumi Finance Co. Ltd., whose activity is material to the Bank’s activity, as follows:

Name of security	Security number	Balance of holdings	Percentage of all securities
Leumi Finance Subordinated Notes (Series M)	7410236	217,527	0.01

7. Pursuant to the Immediate Report submitted by the Bank on 31 March 2014 regarding the Material Private Offering Report approved by the Bank’s Board of Directors on 30 March 2014 (Reference No. 2014-01-030870) (hereinafter: “the Private Offering Report”), the Bank, on 13 April 2014, allotted 657,869 PSU units and 81,414 RSU units (hereinafter, together: “the PSU units and the RSU units”) to the Trustee, ESOP Management and Trust Services Ltd., Private Company No. 51-369953-8, on behalf of the Offerees, as such are described in the Private Offering Report (hereinafter: “the Offerees”). The percentage of holdings, fully diluted, takes these units into consideration.
8. The number of shares that will be issued following the vesting of the PSU units and the RSU units that have been allotted is based on the assumption that all the PSU units and the RSU units that have been allotted pursuant to the Private Offering Report have vested, and on the assumption that the maximum possible number of shares are allotted, such that each PSU unit and each RSU unit vests into a single ordinary share of the Bank, with a nominal value of NIS 1.0 each. The vesting of the PSU units is subject to the conditions set out in section 1.3.4 of the Private Offering Report. Additionally, on each vesting date, assuming the conditions described in section 1.3.4 are met, as stated, the Offerees will be entitled to receive the shares that result from the vesting of the said tranche as described in section 1.3.5 of the Private Offering Report. The vesting of the RSU units is subject to the conditions set out in section 2.2.4 of the Private Offering Report. Additionally, on each vesting date, assuming the conditions described in section 2.2.4 are met, as stated, the Offerees will be

entitled to receive the shares that result from the vesting of the said tranche as described in section 2.2.5 of the Private Offering Report.

9. With regard to the holdings of Harel Insurance Investments and Financial Services Ltd.. – Nostro Account – Public Company 520033986, see the Immediate Report No. 2014-01-081678, dated 1 June 2014 and Immediate Report No. 2014-01-084369, dated 5 June 2014.

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

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.

Name of Electronic Reporter: David Raoul Sackstein, Position: Advocate, General Secretary
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