

## **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 651316

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Transmission Date: 12 March 2014

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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 Delek Group Ltd.
- Name of Corporation in English: Delek Group Ltd.
- Type of Identity Number: Registration number with the Israeli Registrar of Companies. Holder is a corporation
- Identity Number: 520044322
- Citizenship/Country of Incorporation or Registration: Israeli corporation
- Address: Giborei Yisrael 7, South Netanya 42504
- The Holder serves as the representative of other joint shareholders for reporting purposes.
- Name of controlling shareholder in the Interested Party: Yitzhak Sharon (Tshuva)
- Identification number of controlling shareholder in the Interested Party: 043480003

#### **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: 9 March 2014
- d. Nature of the Transaction: Increase following purchase on the stock exchange
- e. Number of securities involved in the transaction: 251,831
- f. Price of the transaction: 1,333 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	73,796,233	No	5.01	5.01	5.01	5.01
Leumi Subordinated Capital Notes Series 200	6040141	51,367,961	No	3.81	3.81	3.81	3.81
Leumi Subordinated Capital Notes 201	6040158	28,938,449	No	3.05	3.05	3.05	3.05

**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	784,661	No
Provident funds and provident fund management companies	Leumi	604611	10,679,876	No
Issuer of index-linked products and a corporation under its control	Leumi	604611	52,451,803	No
Profit-sharing life insurance accounts	Leumi	604611	9,555,893	No
Nostro account	Leumi	604611	324,000	No
Management companies of joint investment trust funds	Leumi Subordinated Capital Notes Series 200	6040141	11,300,543	No
Provident funds and provident fund management companies	Leumi Subordinated Capital Notes Series 200	6040141	16,625,034	No
Issuer of index-linked products and a corporation under its control	Leumi Subordinated Capital Notes Series 200	6040141	18,603,315	No

Profit-sharing life insurance accounts	Leumi Subordinated Capital Notes Series 200	6040141	4,839,069	No
Management companies of joint investment trust funds	Leumi Subordinated Capital Notes Series 201	6040158	23,803,099	No
Provident funds and provident fund management companies	Leumi Subordinated Capital Notes Series 201	6040158	3,040,750	No
Profit-sharing life insurance accounts	Leumi Subordinated Capital Notes Series 201	6040158	2,094,600	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: 67,932,917 Percentage held of this type of security: 13.21%

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: 91,203,241 Percentage held of this type of security: 12.47%

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: 163,958,333 Percentage held of this type of security: 8.2%

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: 213,251,009 Percentage held of this type of security: 11.05%

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: 132,551,032 Percentage held of this type of security: 6.63%

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: 18,075,999 Percentage held of this type of security:  
1.81%  
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: 20,072,049 Percentage held of this type of security:  
2.01%  
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: 252,590,271 Percentage held of this type of security:  
7.72%  
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: 66,146,929 Percentage held of this type of security:  
3.00%  
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: 39,596,844 Percentage held of this type of security: 2.12%

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

## 5. Additional details:

### Comments

1. Regarding the identity of the controlling shareholders of the interested party (as set out in para. 1 above): The Delek Group (Public Company No. 520044322) is the controlling shareholder of Phoenix Holdings Ltd. (Public Company No. 520017450), which is the controlling shareholder of Excellence Investments Ltd. (Public Company No. 520041981), and the holdings described in this report relate to the above-mentioned three companies in the Delek Group Ltd.
2. In light of the Stock Exchange's requirements, the holdings appearing in this report under the caption "Provident funds and provident fund management companies" (as specified in para. 3b above) include the direct holdings of provident funds of companies in the Delek Group Ltd., and the holdings of one or more of the following partnerships: "Tel Aviv 100", "Tel Aviv 25", "Tel Bond 20", "Overseas Shares" "J.P. Morgan" "Iboxx \$ Liquid", "Euro Stoxx 50", "Barclays Capital", "S&P 500", "MSCI Emerging", to the extent there are such holdings.

Date and time at which the corporation first became aware of the matter being the subject of the report: 11 March 2014 Time: 10:40.

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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