

Translation of Immediate Report

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: Livnat.Ein-Shay@bll.co.il

8 April 2018
Reference: 2018-01- 035347

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

Immediate Report

Nature of Event: Holder of Substantial Means of Control of the Bank

See [Yelin Lapidot isa.pdf](#)

Date and time at which the corporation first became aware of the matter being the subject of the report: 8 April 2018 Time: 11:09.

The company is not an envelope company as that term is defined in the Stock Exchange bylaws.

The report was signed on behalf of the corporation, in accordance with regulation 5 of the Securities (Periodic and Immediate Reports), 1970, by Attorney Livnat Ein-Shay Wilder, Secretary of the Group and of the Bank.

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Name of Electronic Reporter: David Raoul Sackstein, Position: Advocate, General Secretary
Yehuda Halevi Street 34, Tel Aviv 6513616, Phone: 076-8857984, Facsimile: 076-8859732
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BANK LEUMI LE-ISRAEL B.M.

**Immediate Report on a Party that has become a Holder of Substantial Means of Control of a
Banking Corporation without a Controlling Core**

**Pursuant to Regulation 33(f) of the Securities Regulations (Periodic and Immediate Reports), 5730-
1970**

1. Holder's details

Corporation's name: Yelin Lapidot Holdings Ltd.

Corporation's name in English: Yelin Lapidot Holdings Management LTD

Type of Identification Number: Israel Companies Register Number

Identification Number: 51- 3167346

Country of Incorporation: Israel

Address: 50 Dizengoff Street, Tel Aviv 6433222

**Does the holder serve, for the purpose of reporting, as the representative of a number of
shareholders who hold the corporation's securities together with the holder:** No.

Name of the controlling shareholders of the holder:

According to the information that the holder provided to the Bank, the following are the
details of the controlling shareholders of the holder:

Name of the controlling shareholder of the holder: Yelin Lapidot Provident Fund
Management Ltd. (Private Company Number 513611509) and Yelin Lapidot Management
Fund Management Ltd. (Private Company Number 513846808). These are private
companies owned by Yelin Lapidot Holdings Ltd. (Private Company Number 513167346).
The shareholders of Yelin Lapidot Holdings Ltd. are Messieurs Yair Lapidot (ID Number
055342372) and Dov Yelin (ID Number 053584314), who each hold 24.38% of the rights
in the capital and 25% of the voting rights, and Etrao Capital Markets Ltd. (Private
Company Number 513773564) which holds 50% of the capital and voting rights through
the Etrao Financial Assets Management (2005) Ltd.

**2. Details of the transaction due to which the holder became a significant holder of the means
of control of the corporation**

a. **Substance of the transaction:** Increase due to stock exchange purchase

b. **Name of the security that was the subject of the transaction:** Leumi

c. **Number of the security that was the subject of the transaction:** 604611

d. **Date on which the transaction was carried out:** 1 January 2018

e. **Change carried out through a single transaction or through several transactions:**
Several transactions

f. **Number of securities held before the change:** 15,187,176

- g. **Percentage of all securities of this type held prior to the change:** 0.99%
- h. **Quantity of securities that were the subject of the transaction:** 158,000
- i. **Price at which the transaction was carried out:** 2,101.78 agurot
- j. **The shares were not dormant or convertible into dormant shares**
- k. **All the consideration was paid at the time of the change.**

3. **Holdings of the holder after the transaction (as of the end of trading on 1 January 2018)**

Name of security	Security's Stock Exchange number	Quantity of shares	Dormant	Percentage held		Percentage held after full dilution	
				Equity	Voting	Equity	Voting
Leumi	604611	15,345,176	No	1.01%	1.01%	1.01%	1.01%

The holder is a member of an institutional reporting group

Holder	Private Company Number	Name of security	Security's Stock Exchange number	Quantity of shares	Dormant
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi	604611	3,539,851	No
Yelin Lapidot Provident Fund Management, Ltd.	513611509	Leumi	604611	11,853,683	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Subordinated Capital Notes Series 200	6040141	45,813,045	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Subordinated Capital Notes Series 201	6040158	66,786,996	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Subordinated Capital Notes Series 300	6040257	20,268,091	No
Yelin Lapidot	51384608	Leumi Subordinated Capital Notes Series 301	6040265	59,218,900	No

Mutual Fund Management, Ltd.					
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Subordinated Debentures Series N	6040299	19,263,989	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Debentures Series 177	6040315	72,725,964	No
Yelin Lapidot Provident Fund Management, Ltd.	513611509	Leumi Debentures Series 177	6040315	38,540,436	No
Yelin Lapidot Provident Fund Management, Ltd.	51384608	Leumi Debentures Series 178	6040323	1,228,611	No
Yelin Lapidot Provident Fund Management, Ltd.	51384608	Leumi Subordinated Debentures 400	6040331	0	No

4. **Holdings of the holder as of the end of trading on 4 April 2018**

Name of security	Security's Stock Exchange number	Quantity of shares	Dormant	Percentage held		Percentage held after full dilution	
				Equity	Voting	Equity	Voting
Leumi	604611	16,666,572	No	1.09%	1.09%	1.09%	1.09%

Holder	Private Company Number	Name of security	Security's Stock Exchange number	Quantity of shares	Dormant
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi	604611	5,715,518	No

Yelin Lapidot Provident Fund Management, Ltd.	513611509	Leumi	604611	10,951,054	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Subordinated Capital Notes Series 200	6040141	47,867,096	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Subordinated Capital Notes Series 201	6040158	76,420,371	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Subordinated Capital Notes Series 300	6040257	23,803,076	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Subordinated Capital Notes Series 301	6040265	59,749,419	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Subordinated Debentures Series N	6040299	23,030,516	No
Yelin Lapidot Mutual Fund Management, Ltd.	51384608	Leumi Debentures Series 177	6040315	85,409,975	No
Yelin Lapidot Provident Fund Management, Ltd.	513611509	Leumi Debentures Series 177	6040315	39,669,392	No
Yelin Lapidot Provident Fund Management, Ltd.	51384608	Leumi Debentures Series 178	6040323	0	No
Yelin Lapidot Provident Fund Management, Ltd.	51384608	Leumi Subordinated Debentures 400	6040331	0	No