

## 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

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

Electronic Mail: Yaelru@bll.co.il

7 September 2014

Reference: 2014-01-152811

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 August 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                             | 40,380,166                   | 2.74      | 2.74            | 2.74                    | 2.74            |

|     |                                                                              |                                                       |             |      |      |      |      |
|-----|------------------------------------------------------------------------------|-------------------------------------------------------|-------------|------|------|------|------|
| 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                                                 | 23,809,803  | 1.62 | 1.62 | 1.62 | 1.62 |
| 5.  | Migdal Insurance and Financial Holdings Ltd. – mutual funds                  | Leumi                                                 | 6,028,601   | 0.41 | 0.41 | 0.41 | 0.41 |
| 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) | 43,489,900  | 0.00 | 0.00 | 0.00 | 0.00 |
| 9.  | Migdal Insurance and Financial Holdings Ltd. – mutual funds                  | Leumi Finance Subordinated Capital Notes (Series 200) | 20,026,206  | 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) | 39,281,973 | 0.00 | 0.00 | 0.00 | 0.00 |
| 13. | Migdal Insurance and Financial Holdings Ltd. – mutual funds    | Leumi Finance Subordinated Capital Notes (Series 201) | 1,198,248  | 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. | Brodet David                                                   | Leumi                                                 | 10,103     | 0.00 | 0.00 | 0.00 | 0.00 |
| 16. | Brodet David                                                   | PSU 2014                                              | 71,232     | 0.00 | 0.00 | 0.00 | 0.00 |
| 17. | Gans Arieh                                                     | Leumi                                                 | 0          | 0.00 | 0.00 | 0.00 | 0.00 |
| 18. | Nardi Yoav                                                     | Leumi                                                 | 0          | 0.00 | 0.00 | 0.00 | 0.00 |
| 19. | Guzman Rami                                                    | Leumi                                                 | 67,850     | 0.00 | 0.00 | 0.00 | 0.00 |
| 20. | Guzman Rami                                                    | Leumi Finance Subordinated Capital Notes (Series 201) | 28,452     | 0.00 | 0.00 | 0.00 | 0.00 |
| 21. | Russak-Aminoach Rakefet                                        | Leumi                                                 | 47,123     | 0.00 | 0.00 | 0.00 | 0.00 |
| 22. | 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 |
| 13.73         | 11.38           | 13.73                         | 11.38           |

- 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 (Fully Diluted) |                 |           |                 |
|-----|----------------|-----------------------------------|------------------------------|-------------------------|-----------------|-----------|-----------------|
|     |                |                                   |                              | % Capital               | % Voting Rights | % Capital | % Voting Rights |
| 23  | Shlomo Michael | Leumi                             | 75,481                       | 0.01                    | 0.01            | 0.01      | 0.01            |

|    |                           |          |        |      |      |      |      |
|----|---------------------------|----------|--------|------|------|------|------|
|    | Goldfarb                  |          |        |      |      |      |      |
| 24 | Shlomo Michael Goldfarb   | PSU 2014 | 18,933 | 0.00 | 0.00 | 0.00 | 0.00 |
| 25 | Nomi Sandhaus             | Leumi    | 3,805  | 0.00 | 0.00 | 0.00 | 0.00 |
| 26 | Nomi Sandhaus             | PSU 2014 | 24,836 | 0.00 | 0.00 | 0.00 | 0.00 |
| 27 | Tsiddon Daniel            | Leumi    | 5,728  | 0.00 | 0.00 | 0.00 | 0.00 |
| 28 | Tsiddon Daniel            | PSU 2014 | 49,491 | 0.00 | 0.00 | 0.00 | 0.00 |
| 29 | Ber Hedva                 | Leumi    | 3,780  | 0.00 | 0.00 | 0.00 | 0.00 |
| 30 | Ber Hedva                 | PSU 2014 | 26,728 | 0.00 | 0.00 | 0.00 | 0.00 |
| 31 | Haber Yaakov              | Leumi    | 5,086  | 0.00 | 0.00 | 0.00 | 0.00 |
| 32 | Haber Yaakov              | PSU 2014 | 44,028 | 0.00 | 0.00 | 0.00 | 0.00 |
| 33 | Minz Yoel                 | Leumi    | 35,311 | 0.00 | 0.00 | 0.00 | 0.00 |
| 34 | Minz Yoel                 | PSU 2014 | 38,732 | 0.00 | 0.00 | 0.00 | 0.00 |
| 35 | Cohen Dan                 | Leumi    | 11,759 | 0.00 | 0.00 | 0.00 | 0.00 |
| 36 | Cohen Dan                 | PSU 2014 | 38,732 | 0.00 | 0.00 | 0.00 | 0.00 |
| 37 | Rudnicki Yael (Ben-Moshe) | Leumi    | 22,316 | 0.00 | 0.00 | 0.00 | 0.00 |
| 38 | Rudnicki Yael (Ben-Moshe) | PSU 2014 | 11,549 | 0.00 | 0.00 | 0.00 | 0.00 |
| 39 | Mordechay Sasson          | Leumi    | 38,450 | 0.00 | 0.00 | 0.00 | 0.00 |
| 40 | Mordechay Sasson          | PSU 2014 | 25,833 | 0.00 | 0.00 | 0.00 | 0.00 |
| 41 | Ron Fainard               | Leumi    | 679    | 0.00 | 0.00 | 0.00 | 0.00 |
| 42 | Ron Fainard               | PSU 2014 | 38,732 | 0.00 | 0.00 | 0.00 | 0.00 |
| 43 | Ron Fainard               | RSU 2014 | 25,151 | 0.00 | 0.00 | 0.00 | 0.00 |
| 44 | Tamar Yassur              | Leumi    | 4,115  | 0.00 | 0.00 | 0.00 | 0.00 |
| 45 | Tamar Yassur              | PSU 2014 | 35,469 | 0.00 | 0.00 | 0.00 | 0.00 |
| 46 | Zeev Morag                | Leumi    | 2,609  | 0.00 | 0.00 | 0.00 | 0.00 |
| 47 | Itai Ben Zeev             | PSU 2014 | 25,878 | 0.00 | 0.00 | 0.00 | 0.00 |

|    |                  |          |         |      |      |      |      |
|----|------------------|----------|---------|------|------|------|------|
| 48 | Dan Yerushalmi   | PSU 2014 | 36,102  | 0.00 | 0.00 | 0.00 | 0.00 |
| 49 | Dan Yerushalmi   | RSU 2014 | 56,263  | 0.00 | 0.00 | 0.00 | 0.00 |
| 50 | Yishak Naor      | PSU 2014 | 12,659  | 0.00 | 0.00 | 0.00 | 0.00 |
| 51 | Shlomo Pergament | Leumi    | 101,926 | 0.01 | 0.01 | 0.01 | 0.01 |

| Total Holding |                 | Total Holding (Fully Diluted) |                 |
|---------------|-----------------|-------------------------------|-----------------|
| % Capital     | % Voting Rights | % Capital                     | % Voting Rights |
| 0.02          | 0.02            | 0.02                          | 0.02            |

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         | 53,550              | 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         | 13,204,225          | 0.66                         |
| 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         | 19,540,900          | 1.04                         |

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         | 26,583,726          | 1.99                         |
| Leumi Finance Subordinated Notes (Series H)           | 7410160         | 95,467,685          | 4.95                         |
| 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         | 16,005,048          | 0.49                         |
| Leumi Finance Subordinated Notes (Series M)           | 7410236         | 15,734,675          | 0.71                         |
| Leumi Finance Subordinated Notes (Series N)           | 7410244         | 14,338,903          | 0.77                         |

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         | 1,268,619           | 0.26                         |
| Leumi Finance Subordinated Notes (Series G)           | 7410152         | 18,449,598          | 1.38                         |
| Leumi Finance Subordinated Notes (Series H)           | 7410160         | 81,274,165          | 4.21                         |
| Leumi Finance Subordinated Notes (Series J)           | 7410186         | 8,344,821           | 0.42                         |
| Leumi Finance Subordinated Capital Notes (Series 300) | 7410202         | 61,133,506          | 6.11                         |
| Leumi Finance Subordinated Capital Notes (Series 301) | 7410210         | 2,442,372           | 0.24                         |
| Leumi Finance Subordinated Notes (Series L)           | 7410228         | 72,573,897          | 2.22                         |
| Leumi Finance Subordinated Notes (Series M)           | 7410236         | 34,055,388          | 1.54                         |
| 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         | 10,692,616          | 2.08                         |
| Leumi Finance Debentures (Series 176)                 | 7410087         | 9,481,168           | 1.94                         |
| Leumi Finance Subordinated Notes (Series G)           | 7410152         | 23,282,469          | 1.75                         |
| Leumi Finance Subordinated Notes (Series H)           | 7410160         | 61,791,481          | 3.20                         |
| Leumi Finance Subordinated Notes (Series J)           | 7410186         | 51,645,593          | 2.58                         |
| Leumi Finance Subordinated Capital Notes (Series 300) | 7410202         | 13,657,857          | 1.37                         |
| Leumi Finance Subordinated Capital Notes (Series 301) | 7410210         | 1,473,566           | 0.15                         |
| Leumi Finance Subordinated Notes (Series L)           | 7410228         | 113,700,574         | 3.48                         |
| Leumi Finance Subordinated Notes (Series M)           | 7410236         | 78,565,721          | 3.56                         |
| Leumi Finance Subordinated Notes (Series N)           | 7410244         | 22,085,829          | 1.18                         |

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

Type of Holder: Profit sharing life insurance accounts

- 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).
- 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).

c.

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. **David Brodet** - Holder number 15 and 16:

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                         |

12. **Arieh Gans** - Holder number 17:

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                         |

13. **Yoav Nardi** - Holder number 18:

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                         |

14. **Rami Avraham Guzman** – Holder numbers 19-20:

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 J) | 7410186         | 18,809              | 0.00                         |
| Leumi Finance Subordinated Notes (Series L) | 7410244         | 16,825              | 0.00                         |

15. **Shlomo Michael Goldfarb** – Holder numbers 23-24:

| 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                         |

16. **Shlomo Pergament** – Holder number 51:

| Name of security                            | Security number | Balance of holdings | Percentage of all securities |
|---------------------------------------------|-----------------|---------------------|------------------------------|
| Leumi Finance Subordinated Notes (Series H) | 7410160         | 125,219             | 0.01                         |
| Leumi Finance Subordinated Notes (Series L) | 7410228         | 166,000             | 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 8 April 2014, Reference No. 2013-01-042378.
4. 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.
5. 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.
6. On 31 August 2014, Attorney Naomi Sandhaus ceased to serve as a Member of Management, Chief Legal Advisor, Head of Legal Counsel Department and Manager of Legal Risks and she now serves as a corporate officer subject to the Chief Executive Officer until going on leave in anticipation of retirement. Regarding this manner, see the Immediate Report dated 21 August 2014, Reference No. 2014-01-138861. On 1 September 2014, Attorney Hanan Friedman began to serve as a Member of Management, Chief Legal Advisor, Head of Legal Counsel Department and Manager of Legal Risks. Regarding this manner, see the Immediate Report dated 21 August 2014, Reference No. 2014-01-138891.

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.

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***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.***