

# **BANK LEUMI LE-ISRAEL B.M.**

Registrar Number: **520018078**

To: Israel Securities  
Authority  
[www.isa.gov.il](http://www.isa.gov.il)

To: Tel Aviv Stock Exchange T121 (Public)  
Ltd.  
[www.tase.co.il](http://www.tase.co.il)

Transmitted on Magna:  
31/05/2018  
Reference: 2018-01-046119

## **IMMEDIATE REPORT**

**Explanation: Do not use this form when there is a customized form for the reported event**

**Offering results should be reported on T20 and not on this form.**

**Reporting of rating of debentures or rating of corporation must be submitted using form T125**

**Nature of the event: Possible offering and deeds of trust**

Reference numbers of previous reports pertaining to the matter: \_\_\_\_\_

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File attachment [immediate report offering and deeds of trust pdf.isa](#)

The date when the corporation first learned of the event: 31/05/2018 at: 15:26

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Reference numbers of previous documents pertaining to the matter (the citation does not constitute incorporation by way of reference):

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The corporation's securities are listed for trade on the Tel Aviv Stock Exchange

Form structure revision date: 01/05/2018

Abbreviated name: Leumi

Address: 34 Yehuda Halevi, Leumi House, Tel Aviv 6513616 Telephone: 076-8858111, 076-8859419 Fax: 076-8859732

E-mail: [Livnat.Ein-Shay@bll.co.il](mailto:Livnat.Ein-Shay@bll.co.il) Company website: [www.leumi.co.il](http://www.leumi.co.il)

Previous names of reporting entity:

Name of electronic reporter: David Sackstein Raoul, Position: Adv., General Secretary, Name of employing company:

Address: 34 Yehuda Halevi, Tel Aviv 6513616 Telephone: 076-8857984 Fax: 076-8859732 E-mail:

[David.sackstein@bankleumi.co.il](mailto:David.sackstein@bankleumi.co.il)



May \_\_\_\_, 2018

To

The Stock Exchange  
2 Ahuzat Bayit Street  
Tel-Aviv 6525216

To

Israel Securities Authority  
22 Kanfei Nesharim Street  
Jerusalem 95464

Dear Sir or Madam,

**IN RE: POSSIBLE OFFERING OF DEBENTURES AND SUBORDINATED NOTES**

Bank Leumi Le-Israel B.M. (hereinafter: "**the Bank**") respectfully reports as follows:

1. The Bank is exploring the possibility of executing a public offering by the Bank of subordinated notes with a mechanism for absorbing principal losses by forced conversion to ordinary shares of the Bank, in accordance with the provisions of Proper Conduct of Banking Business Directive 202 (hereinafter: "**the subordinated notes**"), and listing them for trade on the Tel-Aviv Stock Exchange Ltd. (hereinafter: "**the Stock Exchange**"), as well as the possibility of executing a public offering of debentures and listing them for trade on the Stock Exchange. Attached herewith is a draft of the deeds of trust for the debentures and subordinated notes series and a summary of the offering stipulations. It should be clarified that the texts of the attached deeds are only drafts and that the binding texts of the offering documents shall be the texts that shall be included in the shelf offering report, if and insofar as one is published.
2. The offering of the debentures and the subordinated notes by the Bank, as stated, shall be carried out, insofar as it is carried out, pursuant to a shelf offering report that the Bank shall publish by virtue of the Bank's shelf prospectus.
3. It shall be further emphasized that neither the execution of the offering, the structure of the offering, its scope, terms nor timing have yet been prescribed and they are subject to the Bank's discretion.

4. Nothing stated in this report creates any undertaking on the part of the Bank to execute an offering of debentures and/or subordinated notes.
5. The publication of a shelf offering report and execution of the offering of the debentures and/or the subordinated notes, if and insofar as it is executed, including the structure, timing and scope of the offering, are subject to obtaining all the approvals required by law, including a resolution by the Bank's board of directors, and obtaining approval of the Stock Exchange for listing the debentures and the subordinated notes for trade, as well as to appropriate market conditions. It is to be clarified that none of the aforementioned approvals have yet been obtained.
6. Nothing stated in this report constitutes a public offering and/or an invitation to purchase securities of the Bank.

Sincerely,

Bank Leumi Le-Israel B.M.

By: Omer Ziv, Head of Finance Division

Ronen Agassi, Head of Capital Markets Division