

Translation of Immediate Report

T87
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: Livnat.EinShay@bll.co.il

Transmission Date: November 11 2020

Reference: 2020-01-112624

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

Status of Capital, Award of Rights to Purchase Shares and Registers of the Corporation's Securities and Changes therein

Regulation 31(e) of the Securities Regulations (Periodic and Immediate Reports), 1970

Regulation 31(a) of the Securities Regulations (Periodic and Immediate Reports), 1970

Regulation 31(b1) of the Securities Regulations (Periodic and Immediate Reports), 1970

Regulation 32 of the Securities Regulations (Periodic and Immediate Reports), 1970

Nature of the change: *Redemption of Leumi Series N Subordinated Bonds*

Explanation: please provide a short description of the nature of the change

Reference numbers of previous reports on the subject: _____, _____.

1. Status of the Corporation's Securities after the Change:

Type and Name of Security	Tel Aviv Stock Exchange Registration No.	Quantity in Registered Capital	Issued and Paid-up Capital		Quantity Registered in name of Nominee Company
			Quantity in Previous Report	Current Quantity	
Leumi	604611	3,215,000,000	1,524,720,264	1,524,720,264	1,524,701,345
Leumi Subordinated Capital Notes (Series 200)	6040141	0	1,349,998,000	1,349,998,000	1,349,998,000

Leumi Subordinated Capital Notes (Series 201)	6040158	0	810,145,182	810,145,182	810,145,182
Leumi Subordinated Bonds (Series N)	6040299	0	893,843,900	0	0
Leumi Bonds (Series 178)	6040323	0	1,150,000,000	1,150,000,000	1,150,000,000
Leumi Subordinated Bonds (Series 400)	6040331	0	925,750,000	925,750,000	925,750,000
Leumi Bonds (Series 179)	6040372	0	1,285,970,000	1,285,970,000	1,285,970,000
Leumi Subordinated Bonds (Series 401)	6040380	0	613,800,000	613,800,000	613,800,000
Leumi Subordinated Bonds (Series 402)	6040398	0	209,100,000	209,100,000	209,100,000
Leumi Bonds (Series 180)	6040422	0	1,689,677,000	1,689,677,000	1,689,677,000
Leumi Subordinated Bonds (Series 403)	6040430	0	1,441,150,000	1,441,150,000	1,441,150,000
Leumi Subordinated Bonds (Series 404)	6040471	0	1,240,950,000	1,240,950,000	1,240,950,000
Leumi Dollar 2031-I	6040489	0	750,000,000	750,000,000	750,000,000
Leumi Bonds (Series 181)	6040505	0	2,318,242,000	2,318,242,000	2,318,242,000

Explanation: Please list all of the Company's securities, including unlisted securities.

2. The corporation announces that on
November 10 2020

Changes were made only to the corporation's register of shareholders (including rights to purchase shares) of the corporation as a result of:

Description of the nature of the change: *Redemption of Leumi Series N Subordinated Bonds*

Explanation: please describe all details of the transaction or actions that triggered the change in the register of shareholders.

1. Name of the registered holder regarding whom the change has taken place: *Bank Leumi Nominee Company Ltd.*

Identification Number Type: Number with the Israel Registrar of Companies:
510098064

Nature of change: Redemption _____

Date of Change: *November 10 2020*

Executed through the Stock Exchange's clearing house: *Yes*

Type and name of the security in which the change has taken place: *Leumi Series N Subordinated Bonds*

Tel Aviv Stock Exchange Security No.: *6040299*

Balance of this security held by this holder as of the last report: *893,843,900*

Balance of this security, held by this holder after the change: *0*

Increase/decrease (quantity of change in number of securities): *893,843,900*

Does this involve the award of rights to purchase shares *No*

Total consideration for allocated securities: _____

Number with the Stock Exchange of the share that will arise from the exercise of securities: _____

Number of shares to arise from full exercise/conversion of securities: _____

Total exercise price received from full exercise/conversion of securities into shares: _____

The period during which the securities can be exercised: _____

From _____ to _____

The allocated securities will be listed: _____

Allocation of the said securities is further to _____ published on _____, whose reference number is _____

The security was fully repaid and full consideration was received

- The security was fully repaid, but full consideration was not received
- Issued for the purpose of ATM
- Other

Explanations:

1. If the change affects more than one security, the effect of the change should be specified in a separate line for each security.
2. Date of change – all changes of the same type, in the same security, made on a single day, shall be summarized in a single line. In this context, changes which were made through the Stock Exchange Clearing House and changes made directly in the Company’s books should be separated.
3. The change – for a decrease, use the “-“ sign.
4. In all quantity fields, fill out the quantity of securities rather than in NIS par value.

There was a change only in the corporation’s securities register (**with no change in the quantity of the corporation’s securities**) as a result of:

Description of the nature of the change: _____

Explanation: Describe the entire details of the transaction for which a change was made to the register

1 Name of registered holder for which there was a change: _____

Type of I.D. No.: _____ I.D. No. _____

Date of change: _____ Performed through the Stock Exchange Clearing House: _____

Type and name of security in which there was a change: _____

No. of security on the Stock Exchange: _____

Change quantity: _____

Balance of the security holder following the change: _____

3. Principal data of the shareholders’ register as of report’s date are as follows:

No.	Name of registered shareholder	ID type	ID number	Security’s number with the Stock Exchange	Shares type and par value	Number of shares	Holder holds the shares as a trustee
1	_____	_____	_____	_____	_____	_____	_____

4. Attached is a file containing the register of shareholders in accordance with the provisions of Section 130 of the Companies Law, 1999 Updated Register of Shareholders_101120 isa.pdf

5. Attached is an updated file containing the corporation's securities register, including the register of option holders and the register of bond holders
[Updated Register of Securities 101120 pdf isa.](#)

Details of signatories authorized to sign on behalf of the corporation:

	Name of signatory	Title
1	<i>Livnat Ein-Shay Wilder</i>	Other <i>Secretary of the Group and the Bank</i>
2	<i>Omer Ziv</i>	<i>Head of the Finance Division</i>

In accordance with Regulation 5 of the Securities Regulations (Periodic and Immediate Reports), 1970, a report filed pursuant to these regulations shall be signed by the corporation's authorized signatories. For a staff position of this matter, see the Authority's website: [click here](#).

1. NIS 925,750,000 par value Subordinated Bonds (Series 400) are convertible, under certain circumstances, into up to 152,353,736 ordinary shares of the Bank, as of November 10 2020. For further details regarding the conversion of the Subordinated Bonds (Series 400) into Bank shares, see the Deed of Trust for the Subordinated Bonds (Series 400) which constitutes an appendix to the Shelf Offering Report published on January 20 2016 (Reference No. 2016-01-014872).
2. NIS 613,800,000 par value of Subordinated Bonds (Series 401) and NIS 209,100,000 par value of Subordinated Bonds (Series 402) are convertible, under certain circumstances, into 60,376,986 and 20,568,308 ordinary Bank shares, respectively, as of November 10 2020. For further details regarding the conversion of the Series 401 and Series 402 Subordinated Bonds into Bank's shares, see the Shelf Offering Report published on July 5 2018 (Reference No. 2018-01-060390).
3. NIS 1,441,150,000 par value Subordinated Bonds (Series 403) were issued by the Bank and are convertible, under certain circumstances, into 131,371,626 ordinary Bank shares as of November 10 2020. For further details in connection with the conversion of the Series 403 Subordinated Bonds into Bank's shares, see the Deed of Trust attached as Appendix A to the Shelf Offering Report published on January 30 2019 (Reference No. 2019-01-010896).
4. NIS 1,240,950,000 par value Subordinated Bonds (Series 404) are convertible, under certain circumstances, into up to 103,558,242 ordinary Bank shares as of November 10 2020. For further details regarding the conversion of the Series 404 Subordinated Bonds into Bank's shares, see the Deed of Trust attached as Appendix A to the Shelf Offering Report published on July 9 2019 (Reference No. 2019-01-070048)
5. USD 750,000,000 par value subordinated bonds (Leumi Dollar 2031-I) are convertible under special circumstances into up to 208,055,925 ordinary Bank shares as of November 10 2020. For further details, see the Bank's immediate reports of January 13, 23 and 29 2020 (Reference Nos.: 2020-01-005175, 2020-01-008041 and 2020-01-011058, respectively).

Reference numbers of previous reports on the matter (does not constitute inclusion by way of reference):

The securities of the corporation are listed for trading on the Tel Aviv Stock Exchange

Ticker: Leumi

Address: Yehuda Halevi Street 34, Tel Aviv 6513616, Tel: 076-8858111, Facsimile: 076-8859732 Electronic Mail: Livnat.Ein-Shay@bll.co.il company's website: www.leumi.co.il

Previous names of the reporting entity:

Name of Electronic Reporter: Livnat Libby Wilder, Position: Secretary of the Bank
34 Yehuda Halevi Street, Tel Aviv 6513616, Phone: 076-8857984, Facsimile: 076-8859732 Electronic Mail: Livnat.Ein-Shay@bll.co.il

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/>