

Translation of Immediate Report

T121
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: David_S@bll.co.il

December 8 2021
Reference: 2021-01-177780

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

Immediate Report

Explanation: This form should not be used where there is a specific form for the reported event
Issuance results should be reported using T20 form and not this form.
Report on the rating of bonds or a corporation should be filed using a T125 form

Nature of Event: *Submission of a lawsuit*

Reference number of previous reports on the matter: 2021-01-138864, 2021-01-143607,
_____.

Attached please find file [Immediatereport81221 isa.pdf](#)

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

Date and time at which the corporation first became aware of the event or matter:
December 08 2021, at 00:00.

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

Name of signatory	Title	other
<i>Adv. Mor Fingerer</i>	<i>Chief Legal Counsel</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](#).

Reference number 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, 076-8859419

Facsimile: 076-8859732 Electronic Mail: David_S@bll.co.il

company's website: www.leumi.co.il

Previous names of the reporting entity:

Name of Electronic Reporter: David Raoul Sackstein, Position: Advocate, General Secretary,
34 Yehuda Halevi Street, Tel Aviv 6513616, Phone: 076-8857984, Facsimile: 076-8859732
Electronic Mail: David.sackstein@bankleumi.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/>



December 8 2021

To
The Tel Aviv Stock Exchange Ltd.
2 Ahuzat Bayit St.
Tel Aviv 6525216

To
The Israel Securities Authority
2 Kanfei Nesharim St.
Jerusalem 95464

Dear Sir/Madam,

Bank Leumi le-Israel B.M. (hereafter – the “**Bank**”) hereby reports as follows:

1. On September 23 2021, the Bank reported that Bank Leumi Corporation (hereinafter: “**BLC**”), a US corporation (85% held by the Bank) which fully controls BLUSA, entered into a merger agreement with Valley National Bancorp (hereinafter: “**Valley**”) (hereinafter: the “**Transaction**”).
2. The was informed that on December 6 2021, a Valley shareholder submitted a lawsuit against Valley, and its CEO and Directors, claiming that the defendants breached their fiduciary duty and their duty of care by approving the Transaction; the alleged breaches pertain to the approval and value of the Transaction; therefore, the claimant asks the court to grant a number of remedies, including suspending the convening of Valley’s General Meeting until the trial is concluded. BLC was added as a defendant to the legal proceeding.
3. It should be noted that in accordance with legal advice received by the Bank, lawsuits pertaining to merger transactions, such as the one described above, are quite common in the USA; therefore, at this stage, it is not expected that the lawsuit will delay the transaction or put it at risk.

Sincerely,

Bank Leumi le-Israel B.M.

By:

Adv. Mor Fingerer
Chief Legal Counsel