

The following is an unofficial translation of the Hebrew report and has been prepared for convenience only.
In case of any discrepancy, the Hebrew version prevails.

בנק הפועלים בע"מ

Bank Hapoalim B.M.

Registrar number: 520000118

To: Israel Securities Authority
www.isa.gov.il

To: Tel Aviv Stock Exchange Ltd.
www.tase.co.il

Tav 049
(Public)

Transmitted via Magna: Oct. 21, 2021
Reference: 2021-01-158823

Immediate Report on the Results of a Meeting

Regulation 36D of the Securities Regulations (Periodic and Immediate Reports), 5730-1970

Regulation 13 of the Securities Regulations (Transaction between a Company and a Controlling Shareholder thereof), 5761-2001

Regulation 22 of the Securities Regulations (Private Placement of Securities in a Listed Company), 5760-2000

Explanation: This form is used to report all types of meetings.

Clarification: This form should be completed for each type of security regarding which an announcement of a call to meeting (Tav-460) has been published.

1. Meeting identification number: 2021-01-077032

Number of security on the stock exchange entitling the holder to participate in the meeting: 662577

Name of the entitling security on the stock exchange: *Bank Hapoalim OS NIS 1*

2. At the meeting: *general meeting*, convened on *October 21, 2021*, the announcement of the summons to which was published on a form with the reference number 2021-01-077032, the items and resolutions on the agenda of which were:

Explanation: The items shall be entered in the order of their appearance on the most recent Form Tav 460 published in connection with the aforesaid meeting.

Serial number	Item number on the agenda (according to Tav 460 meeting summons report)	Details of the item	Summary of resolution	Resolved by the meeting
1	Item 1	<p>Item summary: <i>Discussion of the audited annual financial statements of the company as at December 31, 2020, and the reports of the board of directors and board of management for the year ended on that date.</i></p> <p>Type of majority required for approval: ____</p> <p>Classification of the resolution by sections of the Companies Law (excluding Sections 275 and 320(f) of the Companies Law): <i>No matching classification field</i></p> <p><i>Not</i> a transaction between the company and a controlling shareholder thereof, as stated in Sections 275 and 320(f) of the Companies Law.</p>	<i>Discussion of the audited annual financial statements of the company as at December 31, 2020, and the reports of the board of directors and board of management for the year ended on that date.</i>	<i>To report only.</i>

		Type of transaction/matter for the vote : <hr/>		
2	Item 2	<p>Item summary: <i>Approval of reappointment of the external auditors of the bank.</i></p> <p>Type of majority required for approval: <i>Simple majority</i></p> <p>Classification of the resolution by sections of the Companies Law (excluding Sections 275 and 320(f) of the Companies Law): <i>No matching classification field</i></p> <p><i>Not</i> a transaction between the company and a controlling shareholder thereof, as stated in Sections 275 and 320(f) of the Companies Law.</p> <p>Type of transaction/matter for the vote : <hr/></p>	<i>To approve the reappointment of Somekh Chaikin (KPMG), Certified Public Accountants, and Ziv Haft (BDO), Certified Public Accountants, as the joint auditors of the bank, until the end of the next annual general meeting of the bank.</i>	<i>To approve.</i>
3	Item 3	<p>Item summary: <i>Appointment of 301 external director – Mr. Yoel Mintz.</i></p> <p>Type of majority required for approval: <i>Simple majority</i></p> <p>Classification of the resolution by sections of the Companies Law (excluding Sections 275 and 320(f) of the Companies Law): <i>Appointment or dismissal of a director, as stated in Sections 59 and 230 of the Companies Law</i></p> <p><i>Not</i> a transaction between the company and a controlling shareholder thereof, as stated in Sections 275 and 320(f) of the Companies Law.</p> <p>Type of transaction/matter for the vote : <hr/></p>	<i>To approve the appointment of Mr. Yoel Mintz to the office of an external director pursuant to Directive 301 of the bank, for a period of three years, as detailed in the report.</i>	<i>To approve.</i>
4	Item 4	<p>Item summary: <i>Appointment of 301 external director – Mr. Ron Hadassi.</i></p> <p>Type of majority required for approval: <i>Simple majority</i></p> <p>Classification of the resolution by sections of the Companies Law (excluding Sections 275 and 320(f) of the Companies Law): <i>Appointment or dismissal of a director, as stated in Sections 59 and 230 of the Companies Law</i></p>	<i>To approve the appointment of Mr. Ron Hadassi to the office of an external director pursuant to Directive 301 of the bank, for a period of three years, as detailed in the report.</i>	<i>Not to approve.</i>

		<p><i>Not</i> a transaction between the company and a controlling shareholder thereof, as stated in Sections 275 and 320(f) of the Companies Law.</p> <p>Type of transaction/matter for the vote : _____</p>		
5	Item 5	<p>Item summary: <i>Appointment of 301 external director – Mr. Ruben Krupik.</i></p> <p>Type of majority required for approval: <i>Simple majority</i></p> <p>Classification of the resolution by sections of the Companies Law (excluding Sections 275 and 320(f) of the Companies Law): <i>Appointment or dismissal of a director, as stated in Sections 59 and 230 of the Companies Law</i></p> <p><i>Not</i> a transaction between the company and a controlling shareholder thereof, as stated in Sections 275 and 320(f) of the Companies Law.</p> <p>Type of transaction/matter for the vote : _____</p>	<i>To approve the appointment of Mr. Ruben Krupik for an additional term of office as an external director pursuant to Directive 301 of the bank, for a period of three years, as detailed in the report.</i>	<i>To approve.</i>
6	Item 6	<p>Item summary: <i>Appointment of other (non-external) director – Ms. Odelia Levanon.</i></p> <p>Type of majority required for approval: <i>Simple majority</i></p> <p>Classification of the resolution by sections of the Companies Law (excluding Sections 275 and 320(f) of the Companies Law): <i>Appointment or dismissal of a director, as stated in Sections 59 and 230 of the Companies Law</i></p> <p><i>Not</i> a transaction between the company and a controlling shareholder thereof, as stated in Sections 275 and 320(f) of the Companies Law.</p> <p>Type of transaction/matter for the vote : _____</p>	<i>To approve the appointment of Ms. Odelia Levanon to the office of other (non-external) director of the bank, for a period of three years, as detailed in the report.</i>	<i>Not to approve.</i>
7	Item 7	<p>Item summary: <i>Appointment of other (non-external) director – Ms. Ronit Schwartz.</i></p> <p>Type of majority required for approval: <i>Simple majority</i></p>	<i>To approve the appointment of Ms. Ronit Schwartz to the office of other (non-external) director of the bank, for a period of three</i>	<i>To approve.</i>

	<p>Classification of the resolution by sections of the Companies Law (excluding Sections 275 and 320(f) of the Companies Law): <i>Appointment or dismissal of a director, as stated in Sections 59 and 230 of the Companies Law</i></p> <p><i>Not</i> a transaction between the company and a controlling shareholder thereof, as stated in Sections 275 and 320(f) of the Companies Law.</p> <p>Type of transaction/matter for the vote : _____</p>	<i>years, as detailed in the report.</i>	
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List of votes on resolutions wherein the required majority for approval is not a simple majority:

- 1 A. Item summary: *Discussion of the audited annual financial statements of the company as at December 31, 2020, and the reports of the board of directors and board of management for the year ended on that date.*
- B. Resolved by the meeting: *To report only.*
- C. The resolution concerns the matter of: _____

	Quantity	Votes for	Votes against
Total voting rights	_____		
Shares/securities participating in the vote	_____		
Shares/securities included in the count of votes	_____	Quantity: _____ Percentage of quantity: _____%	Quantity: _____ Percentage of quantity: _____%
Shares/securities participating in the vote not classified as having a personal interest ⁽¹⁾	_____	Quantity: _____ Percentage: ⁽²⁾ _____%	Quantity: _____ Percentage: ⁽²⁾ _____%

General note: The percentage of the quantity is always in reference to the "quantity" column in the same row.

- (1) The quantity of shares/securities participating in the vote and not classified as shares the owners of which have a personal interest or as shares held by the controlling shareholder, and, with regard to the appointment of external directors, other than a personal interest not as a result of a relationship with the controlling shareholder.
- (2) The percentage of votes for/against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties with a personal interest in the approval of the appointment, other than a personal interest not as a result of a relationship with the controlling shareholder.

Percentage of votes for approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in approval of the resolution: ____%

Percentage of voters against, of total voting rights in the company: ____%

Explanation: Add explanation if the quantity of shares participating in the vote is greater than the quantity of shares included in the count of votes.

_____ The company classified a shareholder who voted against the transaction as having a personal interest.

_____ The company classified a shareholder other than according to the shareholder's self-classification.

- 2 A. Item summary: *Approval of reappointment of the external auditors of the bank.*
 B. Resolved by the meeting: *To approve.*
 C. The resolution concerns the matter of: _____

	Quantity	Votes for	Votes against
Total voting rights	_____		
Shares/securities participating in the vote	_____		
Shares/securities included in the count of votes	_____	Quantity: _____ Percentage of quantity: _____%	Quantity: _____ Percentage of quantity: _____%
Shares/securities participating in the vote not classified as having a personal interest ⁽¹⁾	_____	Quantity: _____ Percentage: ⁽²⁾ _____%	Quantity: _____ Percentage: ⁽²⁾ _____%

General note: The percentage of the quantity is always in reference to the “quantity” column in the same row.

- (1) The quantity of shares/securities participating in the vote and not classified as shares the owners of which have a personal interest or as shares held by the controlling shareholder, and, with regard to the appointment of external directors, other than a personal interest not as a result of a relationship with the controlling shareholder.
- (2) The percentage of votes for/against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties with a personal interest in the approval of the appointment, other than a personal interest not as a result of a relationship with the controlling shareholder.

Percentage of votes for approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in approval of the resolution: ____%

Percentage of voters against, of total voting rights in the company: ____%

Explanation: Add explanation if the quantity of shares participating in the vote is greater than the quantity of shares included in the count of votes.

_____ The company classified a shareholder who voted against the transaction as having a personal interest.

_____ The company classified a shareholder other than according to the shareholder’s self-classification.

- 3 A. Item summary: *Appointment of 301 external director – Mr. Yoel Mintz.*
 B. Resolved by the meeting: *To approve.*
 C. The resolution concerns the matter of: _____

	Quantity	Votes for	Votes against
Total voting rights	_____		
Shares/securities participating in the vote	_____		
Shares/securities included in the count of votes	_____	Quantity: _____ Percentage of quantity: _____%	Quantity: _____ Percentage of quantity: _____%
Shares/securities participating in the vote not classified as having a personal interest ⁽¹⁾	_____	Quantity: _____ Percentage: ⁽²⁾ _____%	Quantity: _____ Percentage: ⁽²⁾ _____%

General note: The percentage of the quantity is always in reference to the “quantity” column in the same row.

- (1) The quantity of shares/securities participating in the vote and not classified as shares the owners of which have a personal interest or as shares held by the controlling shareholder, and, with regard to the appointment of external directors, other than a personal interest not as a result of a relationship with the controlling shareholder.

(2) The percentage of votes for/against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties with a personal interest in the approval of the appointment, other than a personal interest not as a result of a relationship with the controlling shareholder.

Percentage of votes for approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in approval of the resolution: ____%

Percentage of voters against, of total voting rights in the company: ____%

Explanation: Add explanation if the quantity of shares participating in the vote is greater than the quantity of shares included in the count of votes.

_____ The company classified a shareholder who voted against the transaction as having a personal interest.

_____ The company classified a shareholder other than according to the shareholder’s self-classification.

- 4 A. Item summary: *Appointment of 301 external director – Mr. Ron Hadassi.*
- B. Resolved by the meeting: *Not to approve.*
- C. The resolution concerns the matter of: _____

	Quantity	Votes for	Votes against
Total voting rights	_____		
Shares/securities participating in the vote	_____		
Shares/securities included in the count of votes	_____	Quantity: _____ Percentage of quantity: _____%	Quantity: _____ Percentage of quantity: _____%
Shares/securities participating in the vote not classified as having a personal interest ⁽¹⁾	_____	Quantity: _____ Percentage: ⁽²⁾ _____%	Quantity: _____ Percentage: ⁽²⁾ _____%

General note: The percentage of the quantity is always in reference to the “quantity” column in the same row.

(1) The quantity of shares/securities participating in the vote and not classified as shares the owners of which have a personal interest or as shares held by the controlling shareholder, and, with regard to the appointment of external directors, other than a personal interest not as a result of a relationship with the controlling shareholder.

(2) The percentage of votes for/against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties with a personal interest in the approval of the appointment, other than a personal interest not as a result of a relationship with the controlling shareholder.

Percentage of votes for approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in approval of the resolution: ____%

Percentage of voters against, of total voting rights in the company: ____%

Explanation: Add explanation if the quantity of shares participating in the vote is greater than the quantity of shares included in the count of votes.

_____ The company classified a shareholder who voted against the transaction as having a personal interest.

_____ The company classified a shareholder other than according to the shareholder’s self-classification.

- 5 A. Item summary: *Appointment of 301 external director – Mr. Ruben Krupik.*
 B. Resolved by the meeting: *To approve.*
 C. The resolution concerns the matter of: _____

	Quantity	Votes for	Votes against
Total voting rights	_____		
Shares/securities participating in the vote	_____		
Shares/securities included in the count of votes	_____	Quantity: _____ Percentage of quantity: _____%	Quantity: _____ Percentage of quantity: _____%
Shares/securities participating in the vote not classified as having a personal interest ⁽¹⁾	_____	Quantity: _____ Percentage: ⁽²⁾ _____%	Quantity: _____ Percentage: ⁽²⁾ _____%

General note: The percentage of the quantity is always in reference to the “quantity” column in the same row.

- (1) The quantity of shares/securities participating in the vote and not classified as shares the owners of which have a personal interest or as shares held by the controlling shareholder, and, with regard to the appointment of external directors, other than a personal interest not as a result of a relationship with the controlling shareholder.
- (2) The percentage of votes for/against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties with a personal interest in the approval of the appointment, other than a personal interest not as a result of a relationship with the controlling shareholder.

Percentage of votes for approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in approval of the resolution: ____%

Percentage of voters against, of total voting rights in the company: ____%

Explanation: Add explanation if the quantity of shares participating in the vote is greater than the quantity of shares included in the count of votes.

_____ The company classified a shareholder who voted against the transaction as having a personal interest.

_____ The company classified a shareholder other than according to the shareholder’s self-classification.

- 6 A. Item summary: *Appointment of other (non-external) director – Ms. Odelia Levanon.*
 B. Resolved by the meeting: *Not to approve.*
 C. The resolution concerns the matter of: _____

	Quantity	Votes for	Votes against
Total voting rights	_____		
Shares/securities participating in the vote	_____		
Shares/securities included in the count of votes	_____	Quantity: _____ Percentage of quantity: _____%	Quantity: _____ Percentage of quantity: _____%
Shares/securities participating in the vote not classified as having a personal interest ⁽¹⁾	_____	Quantity: _____ Percentage: ⁽²⁾ _____%	Quantity: _____ Percentage: ⁽²⁾ _____%

General note: The percentage of the quantity is always in reference to the “quantity” column in the same row.

- (1) The quantity of shares/securities participating in the vote and not classified as shares the owners of which have a personal interest or as shares held by the controlling shareholder, and, with regard to the appointment of external directors, other than a personal interest not as a result of a relationship with the controlling shareholder.

- (2) The percentage of votes for/against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties with a personal interest in the approval of the appointment, other than a personal interest not as a result of a relationship with the controlling shareholder.

Percentage of votes for approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in approval of the resolution: ____%

Percentage of voters against, of total voting rights in the company: ____%

Explanation: Add explanation if the quantity of shares participating in the vote is greater than the quantity of shares included in the count of votes.

_____ The company classified a shareholder who voted against the transaction as having a personal interest.

_____ The company classified a shareholder other than according to the shareholder's self-classification.

- 7 A. Item summary: *Appointment of other (non-external) director – Ms. Ronit Schwartz.*
 B. Resolved by the meeting: *To approve.*
 C. The resolution concerns the matter of: _____

	Quantity	Votes for	Votes against
Total voting rights	_____		
Shares/securities participating in the vote	_____		
Shares/securities included in the count of votes	_____	Quantity: _____ Percentage of quantity: _____%	Quantity: _____ Percentage of quantity: _____%
Shares/securities participating in the vote not classified as having a personal interest ⁽¹⁾	_____	Quantity: _____ Percentage: ⁽²⁾ _____%	Quantity: _____ Percentage: ⁽²⁾ _____%

General note: The percentage of the quantity is always in reference to the "quantity" column in the same row.

- (1) The quantity of shares/securities participating in the vote and not classified as shares the owners of which have a personal interest or as shares held by the controlling shareholder, and, with regard to the appointment of external directors, other than a personal interest not as a result of a relationship with the controlling shareholder.
- (2) The percentage of votes for/against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties with a personal interest in the approval of the appointment, other than a personal interest not as a result of a relationship with the controlling shareholder.

Percentage of votes for approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in approval of the resolution: ____%

Percentage of voters against, of total voting rights in the company: ____%

Explanation: Add explanation if the quantity of shares participating in the vote is greater than the quantity of shares included in the count of votes.

_____ The company classified a shareholder who voted against the transaction as having a personal interest.

_____ The company classified a shareholder other than according to the shareholder's self-classification.

3. List of voters at the meeting who are institutional, interested parties, or senior office holders:

Note that clicking the button twice will cancel the selection to add a file or complete the table.

PDF file _____. The file must include the information required in this form with regard to each voter.

TXT file _____.

Note: Further to the [notice to corporations](#), the “voting results processing” accessory can be used to assist in production of the information required for the report. Responsibility for the correctness and completeness of the information in accordance with the law rests solely with the reporting corporation. After a trial period of several months, the option of reporting voting information of institutional entities in PDF format will be eliminated, and reports will be submitted only on forms in the established uniform TXT format.

The “voting results processing” accessory can be downloaded from the ISA website: [here](#).

Details of the vote according to the numbered list of items in Section 1 above:

Serial number	Item number on the agenda	Last name of shareholder or securities holder / corporation name (Hebrew) ⁽¹⁾	First name of shareholder or securities holder	Quantity of securities	Personal interest ⁽²⁾	Vote	Poll card / proxy
1	Item ____	_____	_____	_____	_____	_____	_____

The form can contain up to 40 lines (with information regarding one securities holder who voted at the meeting in each line). If there are more than 40 voters on the list, enter the information regarding the additional voters on an additional form.

Explanations:

- (1) Enter the full name, as registered with the Registrar of Companies or in the identification certificate.
- (2) Regardless of whether the personal interest is of the shareholder or the securities holder, or the personal interest is of the proxy.

Enter the information in this column of the table according to the following specifications:

- With respect to approval of a dual office-holding as CEO and Chairman (according to Section 121(c) of the Companies Law) – indicate "Yes" for a voter who is a controlling shareholder or a person who holds a personal interest in the approval of the resolution;
- With respect to the appointment of an external director (according to Section 239(b) of the Companies Law) – indicate "Yes" for a voter who is a controlling shareholder or holds a personal interest in the approval of the appointment, other than a personal interest which does not result from a relationship with the controlling shareholder;
- With respect to an unusual transaction with a controlling shareholder or in which the controlling shareholder has a personal interest (according to Section 275 of the Companies Law) – indicate "Yes" for a voter who holds a personal interest in the approval of the transaction;
- With respect to a resolution according to Section 350 of the Companies Law, or a resolution to change an indenture in a meeting of holders of certificates of indebtedness – indicate "Yes" for a voter who holds a personal interest, in accordance with the resolution.

1 Last name of shareholder or securities holder (Hebrew) / Name of corporation (Hebrew): _____
 First name of shareholder or securities holder (Hebrew): _____
 Last name of shareholder or securities holder / corporation name (English): _____
 First name of shareholder or securities holder (English): _____

Type of identification number: _____

Identification number: _____

Participation in the meeting is by virtue of holding security number: _____

Place of incorporation of the shareholder or securities holder / country of passport:

Name of proxy: _____

Type of identification number of proxy: _____

Identification number of proxy: _____

Country of passport: _____

If the company is aware of any relationship between the voter (who does not hold a personal interest) and the company or any of the controlling shareholders thereof, including employment relations, business relations, etc. – specification of the nature of such relationship: _____.

4. This report is submitted further to the following report/s:

Report	Date of release	Reference number
_____	_____	_____

Details of signatories authorized to sign on behalf of the corporation

	Name of signatory	Position
1	<i>Gilad Bloch</i>	<i>Other Corporate Secretary</i>
2	<i>Amit Levy</i>	<i>Other Legal Counsel to the Board of Directors</i>

Explanation: According to Regulation 5 of the Periodic and Immediate Reports Regulations, 5730-1970, a report filed pursuant to these Regulations should be signed by the persons authorized to sign on behalf of the corporation. The ISA staff position on this subject can be found on the ISA website: [Click here](#).

As stated in the meeting summons report, the service of the candidates elected as directors is subject to receipt of the consent or non-objection of the Supervisor of Banks to each of the appointments.

The inception dates of the appointments of the directors are specified in the summons report, and, as noted therein, will also be influenced by the date of receipt of the consent or non-objection of the Supervisor of Banks for each appointment.

Signed on (date): October 21, 2021

Reference numbers of previous documents on this subject (citation does not constitute inclusion by reference):
2021-01-077032

Securities of the corporation are listed for trading on the Tel Aviv Stock Exchange.

Date of update of form structure: October 19, 2021

Abbreviated name: Poalim

Address: POB 27, Tel Aviv 6100001

Telephone: 03-567-3800, 03-567-3333

Fax: 03-567-4576

Email: gilad.bloch@poalim.co.il

Company website: <http://www.bankhapoalim.co.il>

Previous names of reporting entity:

Name of electronic reporter: Bloch Gilad

Position: Corporate Secretary

Name of employing company:

Address: Yehuda Halevi 63, Tel Aviv Jaffa 6578109

Telephone: 03-567-3800

Fax: 03-567-4576

Email: gilad.bloch@poalim.co.il