

*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.**

Number with the Registrar: 520000118

Israel Securities Authority    Tel Aviv Stock Exchange Ltd.    Tav 460    Transmitted via Magna: July 24, 2022  
[www.isa.gov.il](http://www.isa.gov.il)    [www.tase.co.il](http://www.tase.co.il)    (Public)    Ref.: 2022-01-094150

**Report supplementing a report submitted on July 21, 2022, reference no. 2022-01-093547**

Main particulars added/supplemented: *Addition of notification of the response of the board of directors of the Bank to the position notice sent to the Bank in connection with the coming general meeting by a shareholder of the Bank, Mr. Harel Primack. The position notices have been attached to the voting card.*

*In addition, in the summons report, a clerical error was corrected in Section 1.3.4 concerning the date of the previous approval of the terms of service of the chairman.*

**Immediate Report on a Meeting**

Regulation 36B (a) and (d), and Regulation 36C of the Securities Regulations  
(Periodic and Immediate Reports), 5730-1970

**Explanation:** If one of the items on the agenda of the meeting is the approval of a transaction with a controlling party or the approval of an exceptional proposal, Form Tav 133 or Tav 138, respectively, should be filled in first, and a report on this form is then also required.

Is it possible to vote by means of the electronic voting system? *Yes*

**Note:** This field may be selected only by foreign corporations (not registered in Israel) and by corporations whose securities are not listed for trading. Use of the voting system obligates the corporation to process all votes received through this system.

Link to the electronic voting system where votes can be cast: *Voting system*

**Explanation:** Those eligible to vote on the system will receive system access details from the TASE members.

The corporation gives notice of: *Convening a meeting*

**Note:** In the event of a change in the date of the meeting (postponement or advancement), "postponement of meeting" or "postponement by the court" or "postponement *sine die*" should be selected.

The reference number of the last notice about the meeting is 2022-01-093547, which was called for August 11, 2022

Reason for postponement or cancellation: \_\_\_\_\_

**Explanation:** Reference should be made to the reference number of the last notice convening or postponing the meeting.

1. Category of security: *Share*

Name of the entitling security: *Bank Hapoalim O.S. NIS 1*

Number of the security on the stock exchange which entitles the holder thereof to participate in the meeting:  
*662577*

Record date for eligibility to participate and vote at the meeting: *July 11, 2022*

**Explanation: If a meeting is required in respect of more than one security number, a Tav 460 report should be filed separately for each additional security. Reports noting additional security numbers will require an amending report to be sent.**

2. On the date: *July 3, 2022,*

it was resolved to *convene an annual general meeting \_\_\_\_\_,*

which will convene on: *Thursday, on the date: August 11, 2022, at the time: 4:00 p.m.,*

at the address: *the offices of the Bank, 63 Yehuda Halevi Street, Tel Aviv (Level 6, Room 608).*

3. On the agenda:

**Explanation: The numbering of the items on the agenda shall be in the same order as they appear in the meeting summons report, if it is attached as a file.**

Items/resolutions to be raised at the meeting:

**1**

The item / the resolution and the particulars thereof:

*Discussion of the audited annual financial statements of the Company as at December 31, 2021, and the reports of the Board of Directors and the Board of Management for the year ended on that date.*

*Declaration: No field matching the classification exists.*

**Please note: The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).**

Reference number of the last report on the subject of approval of a private offer (Tav 138):

\_\_\_\_\_

*Not a transaction between the company and a controlling party thereof as provided in Sections 275 and 320(f) of the Companies Law.*

Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: *Section 60(b) of the Companies Law*

**Explanation: For a transaction with a controlling party that does not conform to any of the fields in the table of the sections of the law, select the field "Declaration: No field matching the classification exists" and select "Yes" for a transaction with a controlling party.**

**Only in the case of a bond meeting, or when a transaction with a controlling party is not involved, if there is no appropriate field in the table, the relevant sections of the law on the strength of which the resolution is required should be explained and specified.**

Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote? *No*

Please note: These values can be selected only when “Declaration: No field matching the classification exists” is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.

\_\_\_\_\_

**In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter

\_\_\_\_\_

Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda, and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".

**Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):

\_\_\_\_\_

Please note: This field determines the text of the requirement for further particulars to be included in the online voting system. The voter will be able to add particulars in a text field.

- Amendment of disclosure
- A negligible change or a change which can only favor the company in comparison to the form of the resolution specified in the last report
- No longer on the agenda
- The item was discussed at a previous meeting
- An item was changed / a new item was added to the agenda by order of the court
- An item was changed / a new item was added to the agenda pursuant to Regulation 5B of the Companies Regulations (Notice and Advertisement of a General Meeting and a Class Meeting of a Public Company and the Addition of a Subject to the Agenda), 5760-2000
- A new item was added to the agenda after the record date due to a technical error, as specified:  
\_\_\_\_\_

Explanation: After the record date, no amendment can be made to the resolution, except for an amendment to the terms of the transaction that benefits the company or a negligible change. Also, after the record date new items may not be added to the agenda unless ordered by the court or in accordance with Regulation 5B of the Notice and Advertisement Regulations.

The resolution on the agenda is presented *for reporting only*

The type of majority required for approval \_\_\_\_\_

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? \_\_\_\_\_

2

The item / the resolution and the particulars thereof:

*To approve the reappointment of Somekh Chaikin (KPMG), Certified Public Accountants, and Ziv Haft (BDO), Certified Public Accountants, as joint auditors of the Bank until the end of the next annual general meeting of the Bank.*

*Declaration: No field matching the classification exists.*

**Please note: The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).**

Reference number of the last report on the subject of approval of a private offer (Tav 138):

\_\_\_\_\_

*Not a transaction between the company and a controlling party thereof as provided in Sections 275 and 320(f) of the Companies Law.*

Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: *Section 60(b) of the Companies Law*

**Explanation: For a transaction with a controlling party that does not conform to any of the fields in the table of the sections of the law, select the field "Declaration: No field matching the classification exists" and select "Yes" for a transaction with a controlling party.**

**Only in the case of a bond meeting, or when a transaction with a controlling party is not involved, if there is no appropriate field in the table, the relevant sections of the law on the strength of which the resolution is required should be explained and specified.**

Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote? *No*

**Please note: These values can be selected only when "Declaration: No field matching the classification exists" is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.**

\_\_\_\_\_

### **In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter

\_\_\_\_\_

**Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".**

### **Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):

\_\_\_\_\_

Please note: This field determines the text of the requirement for further particulars to be included in the online voting system. The voter will be able to add particulars in a text field.

- Amendment of disclosure
- A negligible change or a change which can only favor the company in comparison to the form of the resolution specified in the last report
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- A new item was added to the agenda after the record date due to a technical error, as specified:  
\_\_\_\_\_

Explanation: After the record date, no amendment can be made to the resolution, except for an amendment to the terms of the transaction that benefits the company or a negligible change. Also, after the record date new items may not be added to the agenda unless ordered by the court or in accordance with Regulation 5B of the Notice and Advertisement Regulations.

The resolution on the agenda is presented *for a vote*

The type of majority required for approval is *a simple majority* \_\_\_\_\_

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? *No*

### 3

The item / the resolution and the particulars thereof:

*To approve the updated terms of service of the Chairman of the Board of Directors, Mr. Ruben Krupik, as detailed in Section 1.3.3 of the Report, and the corresponding amendment of the officer remuneration policy of the Bank, as stated in Section 1.3.4 of the Report.*

*Approval of a remuneration policy, as provided in Section 267A(a) of the Companies Law*

Please note: The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).

Reference number of the last report on the subject of approval of a private offer (Tav 138):

\_\_\_\_\_

*Not a transaction between the company and a controlling party thereof as provided in Sections 275 and 320(f) of the Companies Law.*

Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: \_\_\_\_\_

Explanation: For a transaction with a controlling party that does not conform to any of the fields in the table of the sections of the law, select the field “Declaration: No field matching the classification exists” and select “Yes” for a transaction with a controlling party.

Only in the case of a bond meeting, or when a transaction with a controlling party is not involved, if there is no appropriate field in the table, the relevant sections of the law on the strength of which the resolution is required should be explained and specified.

Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote?  
\_\_\_\_\_

Please note: These values can be selected only when “Declaration: No field matching the classification exists” is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.  
\_\_\_\_\_

**In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter  
\_\_\_\_\_

Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".

**Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):  
\_\_\_\_\_

Please note: This field determines the text of the requirement for further particulars to be included in the online voting system. The voter will be able to add particulars in a text field.

- Amendment of disclosure
- A negligible change or a change which can only favor the company in comparison to the form of the resolution specified in the last report
- No longer on the agenda
- The item was discussed at a previous meeting
- An item was changed / a new item was added to the agenda by order of the court
- An item was changed / a new item was added to the agenda pursuant to Regulation 5B of the Companies Regulations (Notice and Advertisement of a General Meeting and a Class Meeting of a Public Company and the Addition of a Subject to the Agenda), 5760-2000

□ A new item was added to the agenda after the record date due to a technical error, as specified:

**Explanation:** After the record date, no amendment can be made to the resolution, except for an amendment to the terms of the transaction which benefits the company or a negligible change. Also, after the record date new items may not be added to the agenda unless ordered by the court or in accordance with Regulation 5B of the Notice and Advertisement Regulations.

The resolution on the agenda is presented *for a vote*

The type of majority required for approval is *not simple majority*

*Pursuant to the provisions of Section 2(A) of the Financial Corporations Officer Remuneration Law (Special Approval and Non-Deduction of Expenses for Tax Purposes due to Exceptional Remuneration), 2016, and Section 267(B) of the Companies Law, and taking into consideration the fact that the Bank is a banking corporation without a controlling core, the required majority is a simple majority of the votes of the shareholders who participate in the vote, provided that one of the following applies: (1) the count of the majority vote includes at least a majority of all of the votes of shareholders who are not controlling shareholders of the Bank or shareholders with a personal interest in the approval of the terms of service / remuneration policy participating in the vote, and abstaining votes are not taken into account in the count of total votes of the aforesaid shareholders; (2) the total dissenting votes among the shareholders noted in subsection (1) do not exceed two percent of the total voting rights at the Bank.*

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? *No*

**4**

The item / the resolution and the particulars thereof:

*To approve the appointment of Mr. David Avner for an additional term of office as an external director pursuant to the Companies Law of the Bank for a period of three years, as detailed in the Report.*

*Appointment / extension of the term of office of an external director, as provided in Sections 239(b) or 245 of the Companies Law*

**Please note:** The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).

Reference number of the last report on the subject of approval of a private offer (Tav 138):

*Not a transaction between the company and a controlling party thereof as provided in Sections 275 and 320(f) of the Companies Law.*

Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: \_\_\_\_\_

**Explanation:** For a transaction with a controlling party that does not conform to any of the fields in the table of the sections of the law, select the field "Declaration: No field matching the classification exists" and select "Yes" for a transaction with a controlling party.

Only in the case of a bond meeting, or when a transaction with a controlling party is not involved, if there is no appropriate field in the table, the relevant sections of the law on the strength of which the resolution is required should be explained and specified.

Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote?

\_\_\_\_\_

Please note: These values can be selected only when “Declaration: No field matching the classification exists” is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.

\_\_\_\_\_

**In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter

\_\_\_\_\_

Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".

**Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):

\_\_\_\_\_

Please note: This field determines the text of the requirement for further particulars to be included in the online voting system. The voter will be able to add particulars in a text field.

- Amendment of disclosure
- A negligible change or a change which can only favor the company in comparison to the form of the resolution specified in the last report
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- The item was discussed at a previous meeting
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Explanation: After the record date, no amendment can be made to the resolution, except for an amendment to the terms of the transaction which benefits the company or a negligible change. Also, after the record date new items may not be added to the agenda unless ordered by the court or in accordance with Regulation 5B of the Notice and Advertisement Regulations.



The resolution on the agenda is presented *for a vote*

The type of majority required for approval is *not a simple majority*

*Pursuant to the provisions of Section 239(b) of the Companies Law, and taking into consideration the fact that the Bank is a banking corporation without a controlling core, the required majority is a simple majority of the votes of the shareholders who participate in the vote, provided that one of the following applies: (1) the count of the majority vote includes at least a majority of all of the votes of shareholders who are not controlling shareholders of the Bank or shareholders with a personal interest in the approval of the appointment, other than a personal interest not arising from a relationship with the controlling shareholder, participating in the vote, and abstaining votes are not taken into account in the count of total votes of the aforesaid shareholders; (2) the total dissenting votes among the shareholders noted in subsection (1) do not exceed two percent of the total voting rights at the Bank.*

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? *No*

5

The item / the resolution and the particulars thereof:

*To approve the appointment of Ms. Anat Peled for service as an external director pursuant to the Companies Law of the Bank for a period of three years, as detailed in the Report.*

*Appointment / extension of the term of office of an external director, as provided in Sections 239(b) or 245 of the Companies Law*

**Please note: The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).**

Reference number of the last report on the subject of approval of a private offer (Tav 138):

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*Not a transaction between the company and a controlling party thereof as provided in Sections 275 and 320(f) of the Companies Law.*

Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: \_\_\_\_\_

**Explanation: For a transaction with a controlling party that does not conform to any of the fields in the table of the sections of the law, select the field "Declaration: No field matching the classification exists" and select "Yes" for a transaction with a controlling party.**

**Only in the case of a bond meeting, or when a transaction with a controlling party is not involved, if there is no appropriate field in the table, the relevant sections of the law on the strength of which the resolution is required should be explained and specified.**

Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote?

\_\_\_\_\_

Please note: These values can be selected only when “Declaration: No field matching the classification exists” is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.

\_\_\_\_\_

**In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter

\_\_\_\_\_

Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".

**Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):

\_\_\_\_\_

Please note: This field determines the text of the requirement for further particulars to be included in the online voting system. The voter will be able to add particulars in a text field.

- Amendment of disclosure
- A negligible change or a change which can only favor the company in comparison to the form of the resolution specified in the last report
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- An item was changed / a new item was added to the agenda pursuant to Regulation 5B of the Companies Regulations (Notice and Advertisement of a General Meeting and a Class Meeting of a Public Company and the Addition of a Subject to the Agenda), 5760-2000
- A new item was added to the agenda after the record date due to a technical error, as specified:  
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**Explanation:** After the record date, no amendment can be made to the resolution, except for an amendment to the terms of the transaction which benefits the company or a negligible change. Also, after the record date new items may not be added to the agenda unless ordered by the court or in accordance with Regulation 5B of the Notice and Advertisement Regulations.

The resolution on the agenda is presented *for a vote*

The type of majority required for approval is *not a simple majority*

*Pursuant to the provisions of Section 239(b) of the Companies Law, and taking into consideration the fact that the Bank is a banking corporation without a controlling core, the required majority is a simple majority of the votes of the*

shareholders who participate in the vote, provided that one of the following applies: (1) the count of the majority vote includes at least a majority of all of the votes of shareholders who are not controlling shareholders of the Bank or shareholders with a personal interest in the approval of the appointment, other than a personal interest not arising from a relationship with the controlling shareholder, participating in the vote, and abstaining votes are not taken into account in the count of total votes of the aforesaid shareholders; (2) the total dissenting votes among the shareholders noted in subsection (1) do not exceed two percent of the total voting rights at the Bank.

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? *No*

**6**

The item / the resolution and the particulars thereof:

*To approve the appointment of Mr. Noam Hanegbi 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.*

*Appointment or dismissal of a director, as provided in Sections 59 and 230 of the Companies Law*

**Please note: The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).**

Reference number of the last report on the subject of approval of a private offer (Tav 138):  
\_\_\_\_\_

*Not a transaction between the company and a controlling party thereof as provided in Sections 275 and 320(f) of the Companies Law.*

Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: \_\_\_\_\_

**Explanation: For a transaction with a controlling party that does not conform to any of the fields in the table of the sections of the law, select the field "Declaration: No field matching the classification exists" and select "Yes" for a transaction with a controlling party.**

**Only in the case of a bond meeting, or when a transaction with a controlling party is not involved, if there is no appropriate field in the table, the relevant sections of the law on the strength of which the resolution is required should be explained and specified.**

Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote?  
\_\_\_\_\_

**Please note: These values can be selected only when "Declaration: No field matching the classification exists" is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.**

\_\_\_\_\_  
**In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter

\_\_\_\_\_

Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".

**Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):

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Please note: This field determines the text of the requirement for further particulars to be included in the online voting system. The voter will be able to add particulars in a text field.

- Amendment of disclosure
- A negligible change or a change which can only favor the company in comparison to the form of the resolution specified in the last report
- No longer on the agenda
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- A new item was added to the agenda after the record date due to a technical error, as specified:  
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Explanation: After the record date, no amendment can be made to the resolution, except for an amendment to the terms of the transaction which benefits the company or a negligible change. Also, after the record date new items may not be added to the agenda unless ordered by the court or in accordance with Regulation 5B of the Notice and Advertisement Regulations.

The resolution on the agenda is presented *for a vote*

The type of majority required for approval is *a simple majority* \_\_\_\_\_

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? *No*

**7**

The item / the resolution and the particulars thereof:

*To approve the appointment of Mr. Ron Shamir to the office of external director pursuant to Directive 301 of the Bank for a period of three years, as detailed in the Report.*

*Appointment or dismissal of a director, as provided in Sections 59 and 230 of the Companies Law*

Please note: The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).

Reference number of the last report on the subject of approval of a private offer (Tav 138): \_\_\_\_\_

*Not* a transaction between the company and a controlling party thereof as provided in Sections 275 and 320(f) of the Companies Law.

Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: \_\_\_\_\_

Explanation: For a transaction with a controlling party that does not conform to any of the fields in the table of the sections of the law, select the field "Declaration: No field matching the classification exists" and select "Yes" for a transaction with a controlling party.

Only in the case of a bond meeting, or when a transaction with a controlling party is not involved, if there is no appropriate field in the table, the relevant sections of the law on the strength of which the resolution is required should be explained and specified.

Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote?  
\_\_\_\_\_

Please note: These values can be selected only when "Declaration: No field matching the classification exists" is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.

**In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter  
\_\_\_\_\_

Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".

**Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):  
\_\_\_\_\_

Please note: This field determines the text of the requirement for further particulars to be included in the online voting system. The voter will be able to add particulars in a text field.

Amendment of disclosure

- A negligible change or a change which can only favor the company in comparison to the form of the resolution specified in the last report
- No longer on the agenda
- The item was discussed at a previous meeting
- An item was changed / a new item was added to the agenda by order of the court
- An item was changed / a new item was added to the agenda pursuant to Regulation 5B of the Companies Regulations (Notice and Advertisement of a General Meeting and a Class Meeting of a Public Company and the Addition of a Subject to the Agenda), 5760-2000
- A new item was added to the agenda after the record date due to a technical error, as specified:  
\_\_\_\_\_

**Explanation:** After the record date, no amendment can be made to the resolution, except for an amendment to the terms of the transaction which benefits the company or a negligible change. Also, after the record date new items may not be added to the agenda unless ordered by the court or in accordance with Regulation 5B of the Notice and Advertisement Regulations.

The resolution on the agenda is presented *for a vote*

The type of majority required for approval is *a simple majority* \_\_\_\_\_

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? *No*

## 8

The item / the resolution and the particulars thereof:

*To approve the appointment of Ms. Odelia Levanon to the office of other director (non-external director) of the Bank for a period of three years, as detailed in the Report.*

*Appointment or dismissal of a director, as provided in Sections 59 and 230 of the Companies Law*

**Please note:** The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).

Reference number of the last report on the subject of approval of a private offer (Tav 138):  
\_\_\_\_\_

*Not a transaction between the company and a controlling party thereof as provided in Sections 275 and 320(f) of the Companies Law.*

Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: \_\_\_\_\_

**Explanation:** For a transaction with a controlling party that does not conform to any of the fields in the table of the sections of the law, select the field "Declaration: No field matching the classification exists" and select "Yes" for a transaction with a controlling party.

**Only in the case of a bond meeting, or when a transaction with a controlling party is not involved, if there is no appropriate field in the table, the relevant sections of the law on the strength of which the resolution is required should be explained and specified.**

Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote?  
\_\_\_\_\_

Please note: These values can be selected only when “Declaration: No field matching the classification exists” is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.

\_\_\_\_\_

**In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter

\_\_\_\_\_

Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".

**Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):

\_\_\_\_\_

Please note: This field determines the text of the requirement for further particulars to be included in the online voting system. The voter will be able to add particulars in a text field.

- Amendment of disclosure
- A negligible change or a change which can only favor the company in comparison to the form of the resolution specified in the last report
- No longer on the agenda
- The item was discussed at a previous meeting
- An item was changed / a new item was added to the agenda by order of the court
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The resolution on the agenda is presented *for a vote*

The type of majority required for approval is *a simple majority* \_\_\_\_\_

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? *No*

9

The item / the resolution and the particulars thereof:

*To approve the appointment of Dr. David Zvilichovsky for an additional term of office as an other director (non-external director) of the Bank for a period of three years, as detailed in the Report.*

*Appointment or dismissal of a director, as provided in Sections 59 and 230 of the Companies Law*

Please note: The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).

Reference number of the last report on the subject of approval of a private offer (Tav 138):

\_\_\_\_\_

Not a transaction between the company and a controlling party thereof as provided in Sections 275 and 320(f) of the Companies Law.

Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: \_\_\_\_\_

Explanation: For a transaction with a controlling party that does not conform to any of the fields in the table of the sections of the law, select the field "Declaration: No field matching the classification exists" and select "Yes" for a transaction with a controlling party.

Only in the case of a bond meeting, or when a transaction with a controlling party is not involved, if there is no appropriate field in the table, the relevant sections of the law on the strength of which the resolution is required should be explained and specified.

Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote?

\_\_\_\_\_

Please note: These values can be selected only when "Declaration: No field matching the classification exists" is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.

\_\_\_\_\_

### **In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter

\_\_\_\_\_

Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".

### **Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):

\_\_\_\_\_



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The resolution on the agenda is presented *for a vote*

The type of majority required for approval is *a simple majority* \_\_\_\_\_

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? *No*

## 10

The item / the resolution and the particulars thereof:

*To approve the appointment of Mr. Ronen Lago to the office of other director (non-external director) of the Bank for a period of three years, as detailed in the Report.*

*Appointment or dismissal of a director, as provided in Sections 59 and 230 of the Companies Law*

Please note: The value from this table determines the form of the shareholder's declaration in the online voting system. For the conversion table, [click here](#).

Reference number of the last report on the subject of approval of a private offer (Tav 138):  
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Reference number of the last report on the subject (Tav 133): \_\_\_\_\_

Explanation of the section of the Companies Law or the Securities Law or any other law for the approval of the resolution: \_\_\_\_\_

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Does the subject require disclosure of affinity or another characteristic of the shareholder casting the vote?

\_\_\_\_\_

Please note: These values can be selected only when “Declaration: No field matching the classification exists” is marked in the previous table and a transaction between the company and the controlling party thereof is not involved.

\_\_\_\_\_

**In the case of a bond meeting**

It was resolved that there was another matter: \_\_\_\_\_

Particulars of the other matter

\_\_\_\_\_

Please note: Particulars of the other matter determine the text of the declaration to be included in the online voting system. A question should be formulated the answer to which is in the form "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have the option to choose "Yes"/"No", and the possibility of adding particulars if the answer is "Yes".

**Request for further particulars from the holders:**

It was resolved to require further particulars from the holders: *No*

Enumeration of the further particulars required of the holders or the manner of convening the meetings (in case of a meeting according to 350):

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Please note: This field determines the text of the requirement for further particulars to be included in the online voting system. The voter will be able to add particulars in a text field.

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The resolution on the agenda is presented *for a vote*

The type of majority required for approval is *a simple majority* \_\_\_\_\_

Does the rate of holdings of the controlling party in the shares of the corporation confer upon the controlling party the majority required to pass the proposed resolution on this subject? *No*

Attachment of the meeting summons report: [2022 Annual Meeting Summons Report – ISA.pdf](#)

#### 4. Attachments

4.1. Attachment of a file containing the form of the voting card / position statements: [Voting card position notice and response of the board of directors – ISA.pdf](#)

Yes Form of voting card

Yes Position statements

**Explanation:** If a voting card and/or a position statement is attached, it should be ascertained that they are prepared according to the Companies Regulations (Voting in Writing and Position Statements), 5766-2005. The company must aggregate all of the position statements (as defined in Section 88 of the Companies Law, in one file), noting the date of publication of the statement, from whom it was received, and referral to the relevant page of the consolidated file.

4.2. Attachment of a file containing declarations of candidates / other accompanying documents: [Candidate Declarations and Additional Materials – ISA.pdf](#)

Yes Declaration of the candidate to serve as a director of the corporation

Yes Declaration of an independent director

Yes Declaration of an external director

\_\_\_\_\_ Declaration of appointment of a representative to the representative body

\_\_\_\_\_ Amended trust deed

\_\_\_\_\_ Motion for approval of a creditors' arrangement under Section 350

\_\_\_\_\_ Other \_\_\_\_\_

#### 5. Legal quorum for holding the meeting:

*Two shareholders holding at least twenty-five percent (25%) of the voting rights, within half an hour of the time appointed for the meeting to begin.*

6. ■ In the absence of a legal quorum, the adjourned meeting will be held on *August 18, 2022, at 04:00 p.m.*, at the address: *the offices of the Bank, 63 Yehuda Halevi Street, Tel Aviv (Level 6, Room 608).*

□ In the absence of a legal quorum the meeting shall not be held.

7. The place and times at which any proposed resolution the text of which was not provided in full in the particulars of the above agenda may be reviewed:

*At the office of the Secretary of the Bank, at 63 Yehuda Halevi Street, Tel Aviv, during regular business hours, by prior arrangement via telephone, at +972-3-567-3800, up to the appointed time of the meeting.*

Meeting identifier: \_\_\_\_\_

Note: The meeting identifier is the reference number of the initial report. In the initial report about the meeting, the field remains empty.

**Particulars of the signatories authorized to sign on behalf of the corporation:**

	<b>Name of signatory</b>	<b>Position</b>
1	<i>Yael Almog</i>	<i>Other Chief Legal Advisor</i>
2	<i>Amit Levy</i>	<i>Other Legal Advisor 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 staff position on this subject can be found on the ISA website: [click here](#).

Signed on July 24, 2022

Reference numbers of previous documents on the subject (citation does not constitute inclusion by way of reference): **2022-01-055168**

Date on which the structure of the form was updated: June 7, 2022

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

Abbreviated name: Poalim

Address: P.O.B. 27, Tel Aviv 6100001 Tel: +972-3-567-3800, +972-3-567-3333 Fax: +972-3-567-4576

E-mail: [gilad.bloch@poalim.co.il](mailto:gilad.bloch@poalim.co.il) Company website: <http://www.bankhapoalim.co.il>

Previous names of reporting entity:

Name of electronic reporter: Bloch Gilad. Position: Secretary of the Bank. Name of employing company:

Address: 63 Yehuda Halevi St., Tel Aviv Jaffa 6578109 Tel.: +972-3-567-3800 Fax: +972-3-567-4576

E-mail: [gilad.bloch@poalim.co.il](mailto:gilad.bloch@poalim.co.il)