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In case of any discrepancy, the Hebrew version prevails.

## בנק הפועלים בע"מ

### Bank Hapoalim B.M.

Registrar number: 520000118

To: Israel Securities Authority    To: Tel Aviv Stock Exchange Ltd. Tav 049 (Public)    Transmitted via Magna: 22/10/2020  
[www.isa.gov.il](http://www.isa.gov.il)    [www.tase.co.il](http://www.tase.co.il)    Reference: 2020-01-115482

#### 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.**

- Meeting identification number: 2020-01-093667  
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*
- At the meeting: general meeting, convened on *October 22, 2020*, the announcement of the call to which was published on a form with the reference number 2020-01-093667, the matters and resolutions on the agenda of which were:

**Explanation: The matters 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 call to meeting report)	Details of the matter	Summary of resolution	Resolved by the meeting
1	Item 1	<p>Item summary: <i>A discussion of the company's audited annual financial statements and the reports of the Board for the year 2019.</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>Declaration: There is no field suitable for classification.</i></p> <p><i>No</i></p> <p>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>A discussion of the company's audited annual financial statements and the reports of the Board for the year 2019.</i>	<i>To Report only</i>

2	Item 2	<p>Item summary: <i>Approval of reappointment of the 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>Declaration: There is no field suitable for classification.</i></p> <p><i>No</i> 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>	<p><i>To approve the reappointment of Somekh Chaikin (KPMG), CPA, and Ziv Haft (BDO), CPA, as the joint auditors of the Bank, until the end of the next annual general meeting of the Bank.</i></p>	<p><i>To Approve.</i></p>
3	Item 3	<p>Item summary: <i>Appointment of an external director – Adv. Ronit Abramson-Rokach.</i></p> <p>Type of majority required for approval: <i>Not a 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 / extension of term of office of an external director, as stated in Sections 239(b) or 245 of the Companies Law.</i></p> <p><i>No</i> 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>	<p><i>To approve the appointment of Adv. Ronit Abramson-Rokach for a second term of office as an external director (pursuant to the provisions of the Companies Law and Directive 301) of the Bank for a period of three years. The office will commence on the date which is the later of February 5, 2021 (the date of the end of her first term of office) and the approval of the appointment by the Supervisor.</i></p>	<p><i>To Approve.</i></p>
4	Item 4	<p>Item summary: <i>Appointment of an external director – Issawi Frej, CPA.</i></p> <p>Type of majority required for approval: <i>Not a 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 / extension of term of office of an external director, as stated in Sections 239(b) or 245 of the Companies Law.</i></p> <p><i>No</i> 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>	<p><i>To approve the appointment of Issawi Frej, CPA, to the office of external director (pursuant to the provisions of the Companies Law and Directive 301) of the Bank for a period of three years. The office will commence on the later of February 5, 2021, or April 13, 2021 (according to the identity of the second external director elected), and the receipt of the approval of the Supervisor for the appointment.</i></p>	<p><i>Not To Approve.</i></p>

5	Item 5	<p>Item summary: <i>Appointment of an external director – Dalia Lev, CPA.</i></p> <p>Type of majority required for approval: <i>Not a 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 / extension of term of office of an external director, as stated in Sections 239(b) or 245 of the Companies Law.</i></p> <p><i>No</i> 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>	<p><i>To approve the appointment of Dalia Lev, CPA, for the office of external director (pursuant to the provisions of the Companies Law and Directive 301) of the Bank for a period of three years. The office will commence on the date which is the later of April 13, 2021 (the date of the end of her first term of office) and the approval of or non-objection to the appointment by the Supervisor.</i></p>	<p><i>To Approve.</i></p>
6	Item 6	<p>Item summary: <i>Appointment of an “other” director (non-external director) – Mr. Israel Trau.</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>No</i> 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>	<p><i>To approve the appointment of Mr. Israel Trau to the office of other director (non-external director) of the Bank for a period of three years. The office will commence on the date which is the later of the approval by the meeting and the approval of the appointment by the Supervisor.</i></p>	<p><i>To Approve</i></p>
7	Item 7	<p>Item summary: <i>Appointment of an “other” director (non-external director) – Prof. Stanley Fisher.</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>No</i> 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>	<p><i>To approve the appointment of Prof. Stanley Fisher to the office of other director (non-external director) of the Bank for a period of three years. The office will commence on the date which is the later of the approval by the meeting and the receipt of the approval of the appointment by the Supervisor.</i></p>	<p><i>To Approve.</i></p>

8	Item 8	<p>Item summary: <i>Appointment of an "other" director (non-external director) – Ms. Tamar Bar-Noy Gotlin.</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>No</i></p> <p>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>	<p><i>To approve the appointment of Ms. Tamar Bar-Noy Gotlin to the office of other director (non-external director) of the Bank for a period of three years. The office will commence on the date which is the later of the approval by the meeting and the receipt of the approval of the appointment by the Supervisor.</i></p>	<p><i>Not To Approve.</i></p>
9	Item 9	<p>Item summary: <i>Approval of the remuneration policy for office holders of the Bank.</i></p> <p>Type of majority required for approval: <i>Not a 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>Approval of a remuneration policy, pursuant to Section 267A(a) of the Companies Law.</i></p> <p><i>No</i></p> <p>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>	<p><i>To approve the remuneration policy for office holders of the Bank in the form attached as Annex A to the report, effective from January 1, 2021, for a period of three years, and to approve, pursuant to Section 2(a) of the Remuneration Restriction Law, that in accordance with the remuneration policy and the ceilings established therein, remuneration of office holders may exceed the remuneration threshold prescribed under the aforesaid section, with the approval of the Remuneration Committee and the Board of Directors, without further approval by the general meeting.</i></p>	<p><i>To Approve.</i></p>
10	Item 10	<p>Item summary: <i>Approval of the terms of service of the Chairman of the Board of Directors 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>Transaction with a director pertaining to the terms of his service and employment, pursuant to Section 273(a) of the Companies Law.</i></p> <p><i>No</i></p> <p>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>	<p><i>To approve the terms of service and employment of Mr. Ruben Krupik as Chairman of the Board of Directors of the Bank, with effect from June 28, 2020, until December 31, 2023, as set forth in Section 5 of the report, in accordance with Section 273 of the Companies Law, subject to the provisions of the law and the directives of the supervisory bodies not preventing the granting of such remuneration, as resolved by the Board of Directors of the Bank.</i></p>	<p><i>To Approve.</i></p>

11	Item 11	<p>Item summary: <i>Approval of terms of service and employment of the CEO of the Bank.</i></p> <p>Type of majority required for approval: <i>Not a 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>Transaction with a CEO pertaining to the terms of his service and employment, pursuant to Section 272(c1)(1) of the Companies Law.</i></p> <p><i>No</i></p> <p>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>	<p><i>To approve the terms of service and employment of Mr. Dov Kotler as CEO of the Bank, with effect from January 1, 2021, until December 31, 2023, as set forth in Section 6 of the report, in accordance with Section 272(c1) of the Companies Law and in accordance with Section 2(a) of the Remuneration Restriction Law.</i></p>	<p><i>To Approve.</i></p>
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List of votes on resolutions wherein the required majority for approval is not a simple majority:

- 1 A. Item summary: *A discussion of the company's audited annual financial statements and the reports of the Board for the year 2019.*
- 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 <sup>(1)</sup>	_____	Quantity: _____ Percentage: <sup>(2)</sup> _____%	Quantity: _____ Percentage: <sup>(2)</sup> _____%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.
- (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 parties 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 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 <sup>(1)</sup>	_____	Quantity: _____ Percentage: <sup>(2)</sup> _____%	Quantity: _____ Percentage: <sup>(2)</sup> _____%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.  
 (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 parties 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 an external director – Adv. Ronit Abramson-Rokach.*  
 B. Resolved by the meeting: *To Approve.*  
 C. The resolution concerns the matter of: \_\_\_\_\_

	Quantity	Votes for	Votes against
Total voting rights	1,335,898,103		
Shares/securities participating in the vote	968,471,384		
Shares/securities included in the count of votes	967,968,989	Quantity: 967,914,685 Percentage of quantity: 99.99%	Quantity: 54,304 Percentage of quantity: 0.01%
Shares/securities participating in the vote not classified as having a personal interest <sup>(1)</sup>	967,967,646	Quantity: 967,913,342 Percentage: <sup>(2)</sup> 99.99%	Quantity: 54,304 Percentage: <sup>(2)</sup> 0.01%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.  
 (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 parties 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: 99.99%

Percentage of voters against, of total voting rights in the company: 0.00%

Shares participating in the vote and not included in the count of votes include shares that voted "Abstain"

**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.**

No The company classified a shareholder who voted against the transaction as having a personal interest.

No The company classified a shareholder other than according to the shareholder's self-classification.

- 4 A. Item summary: *Appointment of an external director – Issawi Frej, CPA.*  
 B. Resolved by the meeting: *Not to Approve.*  
 C. The resolution concerns the matter of: \_\_\_\_\_

	Quantity	Votes for	Votes against
Total voting rights	1,335,898,103		
Shares/securities participating in the vote	796,243,951		
Shares/securities included in the count of votes	487,693,891	Quantity: 210,059,396 Percentage of quantity: 43.07%	Quantity: 277,634,495 Percentage of quantity: 56.93%
Shares/securities participating in the vote not classified as having a personal interest <sup>(1)</sup>	487,693,891	Quantity: 210,059,396 Percentage: <sup>(2)</sup> 43.07%	Quantity: 277,634,495 Percentage: <sup>(2)</sup> 56.93%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.
- (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 parties 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: 43.07%

Percentage of voters against, of total voting rights in the company: 20.78%

Shares participating in the vote and not included in the count of votes include shares that voted "Abstain"

**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.**

No The Company classified a shareholder who voted against the transaction as having a personal interest.

No The Company classified a shareholder other than according to the shareholder's self-classification.

- 5 A. Item summary: *Appointment of an external director – Dalia Lev, CPA.*  
 B. Resolved by the meeting: *To Approve.*  
 C. The resolution concerns the matter of: \_\_\_\_\_

	Quantity	Votes for	Votes against
Total voting rights	1,335,898,103		
Shares/securities participating in the vote	910,991,531		
Shares/securities included in the count of votes	909,854,213	Quantity: 885,290,817 Percentage of quantity: 97.3%	Quantity: 24,563,396 Percentage of quantity: 2.7%
Shares/securities participating in the vote not classified as having a personal interest <sup>(1)</sup>	909,852,870	Quantity: 885,289,474 Percentage: <sup>(2)</sup> 97.3%	Quantity: 24,563,396 Percentage: <sup>(2)</sup> 2.7%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.
- (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 parties 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: 97.3%

Percentage of voters against, of total voting rights in the company: 1.84%

Shares participating in the vote and not included in the count of votes include shares that voted “Abstain”

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.

No The company classified a shareholder who voted against the transaction as having a personal interest.

No The company classified a shareholder other than according to the shareholder’s self-classification.

- 6 A. Item summary: *Appointment of an “other” director (non-external director) – Mr. Israel Trau.*
- 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 <sup>(1)</sup>	_____	Quantity: _____ Percentage: <sup>(2)</sup> _____%	Quantity: _____ Percentage: <sup>(2)</sup> _____%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.
- (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 parties 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 an "other" director (non-external director) – Prof. Stanley Fisher.*  
 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 <sup>(1)</sup>	_____	Quantity: _____ Percentage: <sup>(2)</sup> _____%	Quantity: _____ Percentage: <sup>(2)</sup> _____%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.
- (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 parties 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.

- 8 A. Item summary: *Appointment of an "other" director (non-external director) – Ms. Tamar Bar-Noy Gotlin.*  
 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 <sup>(1)</sup>	_____	Quantity: _____ Percentage: <sup>(2)</sup> _____%	Quantity: _____ Percentage: <sup>(2)</sup> _____%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.
- (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 parties 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.

- 9 A. Item summary: *Approval of the remuneration policy for office holders 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	1,335,898,103		
Shares/securities participating in the vote	977,583,957		
Shares/securities included in the count of votes	976,969,328	Quantity: 898,298,665 Percentage of quantity: 91.95%	Quantity: 78,670,664 Percentage of quantity: 8.05%
Shares/securities participating in the vote not classified as having a personal interest <sup>(1)</sup>	976,969,328	Quantity: 898,298,665 Percentage: <sup>(2)</sup> 91.95%	Quantity: 78,670,664 Percentage: <sup>(2)</sup> 8.05%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.
- (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 parties 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: 91.95%

Percentage of voters against, of total voting rights in the company: 5.89%

Shares participating in the vote and not included in the count of votes include shares that voted "Abstain"

**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.**

No The Company classified a shareholder who voted against the transaction as having a personal interest.

Yes The Company classified a shareholder other than according to the shareholder's self-classification.

- 10 A. Item summary: *Approval of the terms of service of the Chairman of the Board of Directors 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 <sup>(1)</sup>	_____	Quantity: _____ Percentage: <sup>(2)</sup> _____%	Quantity: _____ Percentage: <sup>(2)</sup> _____%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.
- (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 parties 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.

- 11 A. Item summary: *Approval of terms of service and employment of the CEO 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	1,335,898,103		
Shares/securities participating in the vote	977,590,940		
Shares/securities included in the count of votes	976,970,631	Quantity: 891,319,346 Percentage of quantity: 91.23%	Quantity: 85,651,286 Percentage of quantity: 8.77%
Shares/securities participating in the vote not classified as having a personal interest <sup>(1)</sup>	976,969,288	Quantity: 891,318,003 Percentage: <sup>(2)</sup> 91.23%	Quantity: 85,651,286 Percentage: <sup>(2)</sup> 8.77%

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 / as shares not of controlling shareholders, and, with regard to the appointment of external directors, do not have 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.
- (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 parties 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: 91.23%

Percentage of voters against, of total voting rights in the company: 6.41%

Shares participating in the vote and not included in the count of votes include shares that voted “Abstain”

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.

No The Company classified a shareholder who voted against the transaction as having a personal interest.

No 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 [ISA Institutional reports.pdf](#). 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) <sup>(1)</sup>	First name of shareholder or securities holder	Quantity of securities	Personal interest <sup>(2)</sup>	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 irregular 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.

<b>1</b>	<p>Last name of shareholder or securities holder (Hebrew) / Name of corporation (Hebrew): _____</p> <p>First name of shareholder or securities holder (Hebrew): _____</p> <p>Last name of shareholder or securities holder / corporation name (English): _____</p> <p>First name of shareholder or securities holder (English): _____</p> <p>Type of identification number: _____</p> <p>Identification number: _____</p> <p>Participation in the meeting is by virtue of holding security number: _____</p> <p>Place of incorporation of the shareholder or securities holder / country of passport: _____</p> <p>Name of proxy: _____</p> <p>Type of identification number of proxy: _____</p> <p>Identification number of proxy: _____</p> <p>Country of passport: _____</p> <p>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: _____.</p>
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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**

	<b>Name of signatory</b>	<b>Position</b>
<b>1</b>	<i>Gilad Bloch</i>	<i>Secretary of the Bank</i>
<b>2</b>	<i>Amit Levy</i>	<i>Legal Counsel for 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. ISA Staff position on the subject can be found on the ISA website: [Press here](#).

*Note on the issue 9 on the agenda (remuneration policy) – regarding the question – " The company classified a shareholder other than according to the shareholder's self-classification" it should be noted that the vote of one shareholder (holding a negligible amount), who classified himself as having a personal interest due Affiliation to the bank, was not classified as such by the bank because it voted "against" on this issue.*

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

**2020-01-093667**

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

Date of update of form structure: August 4, 2020

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](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: 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](mailto:gilad.bloch@poalim.co.il)