

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

Securities Authority Tel Aviv Stock Exchange Ltd. Tav 460 Transmitted via Magna: 17/09/2020
www.isa.gov.il www.tase.co.il (Public) Reference: 2020-01-093667

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 subjects 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, as the case may be, should first be filled in, and then it is required to make a report on this form.

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

Note: The possibility of choosing this field is only for corporations not registered in Israel and for corporations whose securities are not listed for trade. Using the voting system will oblige the corporation to process all of the votes received on this system.

The corporation gives notice of: *Convening a meeting*

Note: In case of any change in the date of the meeting (postponement or advancement) “postponement of meeting” or “postponement by the Court” or “postponement *sine die*” should be chosen.

The Reference Number of the last notice about the meeting is _____, which was called for _____
Reason for postponement or cancellation: _____

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

1. Category of security *share*

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

The number of the security on the Stock Exchange which entitles the holder thereof to participate at the meeting *662577*

The record date for being eligible to participate and vote at the meeting: *24/09/2020*

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

2. On the date: *17/09/2020*

It was resolved to convene a meeting an annual meeting _____,

which will convene on Thursday on the date: 22/10/2020 at 16:00 pm.

At the address: At the offices of the Bank, 63 Yehuda Halevy Street, Tel-Aviv, (Level 6, Room 608).

3. On the agenda:

Explanation: The numbering of the subjects on the agenda shall be in the same order as they appear in the report on the summoning of the meeting 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 annual audited financial statements of the Company as at 31.12.2019 and the reports of the Board of Directors and the Board of Management for the year ended on such date.

Declaration: There is no appropriate field for classification

Please note: A symbol from this table determines the form of a shareholder's declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field "Declaration: There is no appropriate field for classification" should be chosen and choose "yes" for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 predicate disclosure of a connection or other characteristic of the shareholder casting his vote: *No*

Please note: These symbols can be selected only when "Declaration: There is no appropriate field for classification" is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between "Yes"/"No" and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

- Amendment of disclosure
- A negligible change or which can only favour the company as against the form of the resolution that was specified in the latest report
- No longer on the agenda
- The subject was discussed at a previous meeting
- The subject was added to the agenda by order of the court
- The subject was added to the agenda pursuant to Regulation 5B of the Company Regulations (Notice and Advertisement About a General Meeting and a Class Meeting of a Public Company, and the Addition of a Subject to the Agenda), 5760- 2000
- The subject was added to the agenda after the record date due to a technical error as set forth: _____

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 subjects 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 for *reporting only*

The kind of majority required for approval _____

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting 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: *There is no appropriate field for classification*

Please note: A symbol from this table determines the form of a shareholder's declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field “Declaration: There is no appropriate field for classification” should be chosen and choose “yes” for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 predicate disclosure of a connection or other characteristic of the shareholder casting his vote: *No*

Please note: These symbols can be selected only when “Declaration: There is no appropriate field for classification” is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of “Yes”/“No”. The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between “Yes”/”No” and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

- Amendment of disclosure
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The resolution on the agenda is tabled *for voting*

The kind of majority required for approval *is a simple majority* _____

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

3

The item / the resolution and the particulars thereof:

To approve the appointment for the second time of Adv. Ronit Abramson Rokach 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 to commence on the date which is the later of 5.2.2021 (at the end of her first term of office) and the approval of the Supervisor or the absence of his objection to the appointment.

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

Please note: A symbol from this table determines the form of a shareholder's declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field "Declaration: There is no appropriate field for classification" should be chosen and choose "yes" for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 predicate disclosure of a connection or other characteristic of the shareholder casting his vote: _____

Please note: These symbols can be selected only when "Declaration: There is no appropriate field for classification" is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and

the voter should have with the possibility of choosing between “Yes”/”No” and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

- Amendment of disclosure
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- No longer on the agenda
- The subject was discussed at a previous meeting
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- The subject was added to the agenda after the record date due to a technical error as set forth: _____

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 tabled *for voting*

The kind of majority required for approval *is not a simple majority.*

According to the provisions of Section 239 (b) of the Companies Law, having regard to the Bank being a banking corporation with no core of control – the majority required is a simple majority of the votes of the shareholders participating in the voting, provided that one of the following applies: (1) The majority of the votes includes at least a majority of the votes of the shareholders who are not controlling parties of the Bank or parties with a personal interest in the approval of the appointment, with the exception of a personal interest which does not result from his connections with the controlling party, who participate in the voting. When counting the votes of the aforesaid shareholders, the votes of the parties abstaining shall not be taken into account; (2) The total of the votes of those voting against from among the shareholders mentioned in sub – paragraph (1) above shall not exceed two per cent. of all of the voting rights in the Bank.

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

4

The item / the resolution and the particulars thereof:

To approve the appointment of Accountant Issawi Frige 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 to commence on the date which is the later of 5.2.2021 or 13.4.2021 (according to the identity of the second external director to be selected) and the receipt of the approval of the Supervisor of the appointment.

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

Please note: A symbol from this table determines the form of a shareholder's declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field "Declaration: There is no appropriate field for classification" should be chosen and choose "yes" for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 item predicate disclosure of a connection or other characteristic of the shareholder casting his vote: _____

Please note: These symbols can be selected only when "Declaration: There is no appropriate field for classification" is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between "Yes"/"No" and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

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The resolution on the agenda is tabled *for voting*

The kind of majority required for approval *is not a simple majority. According to the provisions of Section 239 (b) of the Companies Law, having regard to the Bank being a banking corporation with no core of control – the majority required is a simple majority of the votes of the shareholders participating in the voting, provided that one of the following applies: (1) The majority of the votes includes at least a majority of the votes of the shareholders who are not controlling parties of the Bank or parties with a personal interest in the approval of the appointment, with the exception of a personal interest which does not result from his connections with the controlling party, who participate in the voting. When counting the votes of the aforesaid shareholders, the votes of the parties abstaining shall not be taken into account; (2) The total of the votes of those voting against from among the shareholders mentioned in sub – paragraph (1) above shall not exceed two per cent. of all of the voting rights in the Bank.*

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

5

The item / the resolution and the particulars thereof:

To approve the appointment for a second time of Accountant Dalia Lev 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 to commence on the date which is the later of 13.4.2021 (at the end of her first term of office) and the approval of the Supervisor or the absence of his objection to the appointment.

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

Please note: A symbol from this table determines the form of a shareholder's declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field “Declaration: There is no appropriate field for classification” should be chosen and choose “yes” for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 item predicate disclosure of a connection or other characteristic of the shareholder casting his vote: _____

Please note: These symbols can be selected only when “Declaration: There is no appropriate field for classification” is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of “Yes”/“No”. The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between “Yes”/”No” and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

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The resolution on the agenda is tabled *for voting*

The kind of majority required for approval *is not a simple majority*. According to the provisions of Section 239 (b) of the Companies Law, having regard to the Bank being a banking corporation with no core of control – the majority required is a simple majority of the votes of the shareholders participating in the voting, provided that one of the following applies: (1) The majority of the votes includes at least a majority of the votes of the shareholders who are not controlling parties of the Bank or parties with a personal interest in the approval of the appointment, with the exception of a personal interest which does not result from his connections with the controlling party, who participate in the voting. When counting the votes of the aforesaid shareholders, the votes of the parties abstaining shall not be taken into account; (2) The total of the votes of those voting against from among the shareholders mentioned in sub – paragraph (1) above shall not exceed two per cent. of all of the voting rights in the Bank.

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

6

The item / the resolution and the particulars thereof:

To approve the appointment of Mr. Israel Trau to the office of other director (who is not an external director) of the Bank for a period of three years, the office to commence on the date which is the later of the approval of the Meeting and the approval of the Supervisor of the appointment or the absence of his objection to the appointment.

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

Please note: A symbol from this table determines the form of a shareholder's declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field "Declaration: There is no appropriate field for classification" should be chosen and choose "yes" for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 item predicate disclosure of a connection or other characteristic of the shareholder casting his vote: _____

Please note: These symbols can be selected only when "Declaration: There is no appropriate field for classification" is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of “Yes”/“No”. The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between “Yes”/”No” and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

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The resolution on the agenda is tabled *for voting*

The kind of majority required for approval *a simple majority* _____

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

7

The item / the resolution and the particulars thereof:

To approve the appointment of Prof. Stanley Fisher to the office of other director (who is not an external director) of the Bank for a period of three years, the office to commence on the date which is the later of the approval of the Meeting and the date of receipt of the approval of the Supervisor of the appointment or the absence of his objection to the appointment.

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

Please note: A symbol from this table determines the form of a shareholder’s declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field “Declaration: There is no appropriate field for classification” should be chosen and choose “yes” for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 item predicate disclosure of a connection or other characteristic of the shareholder casting his vote: _____

Please note: These symbols can be selected only when “Declaration: There is no appropriate field for classification” is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of “Yes”/“No”. The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between “Yes”/“No” and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

- Amendment of disclosure
- A negligible change or which can only favour the company as against the form of the resolution that was specified in the latest report
- No longer on the agenda
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The resolution on the agenda is tabled *for voting*

The kind of majority required for approval *a simple majority* _____

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

8

The item / the resolution and the particulars thereof:

To approve the appointment of Ms. Tamar Bar-Noy Gotlin to the office of other director (who is not an external director) of the Bank for a period of three years, the office to commence on the date which is the later of the approval of the Meeting and the date of receipt of the approval of the Supervisor of the appointment or the absence of his objection to the appointment.

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

Please note: A symbol from this table determines the form of a shareholder's declaration in the internet voting system. For the conversion table [press here](#)

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

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Reference 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 which is not appropriate to any field in the table of the sections of the Law, the field "Declaration: There is no appropriate field for classification" should be chosen and choose "yes" for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 item predicate disclosure of a connection or other characteristic of the shareholder casting his vote: _____

Please note: These symbols can be selected only when "Declaration: There is no appropriate field for classification" is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of “Yes”/“No”. The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between “Yes”/”No” and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

- Amendment of disclosure
- A negligible change or which can only favour the company as against the form of the resolution that was specified in the latest report
- No longer on the agenda
- The subject was discussed at a previous meeting
- The subject was added to the agenda by order of the court
- The subject was added to the agenda pursuant to Regulation 5B of the Company Regulations (Notice and Advertisement About a General Meeting and a Class Meeting of a Public Company, and the Addition of a Subject to the Agenda), 5760- 2000
- The subject was added to the agenda after the record date due to a technical error as set forth: _____

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 tabled *for voting*

The kind of majority required for approval *a simple majority* _____

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

9

The item / the resolution and the particulars thereof:

To approve the remuneration policy for office holders of the Bank in the form attached as Annex "A" of the Report with effect from 1.1.2021 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 regulations contained therein, remuneration of office holders can exceed the scale of remuneration prescribed under the said section with the approval of the Remuneration Committee and the Board of Directors, without any further approval by the General Meeting.

Approval of the remuneration policy pursuant to Section 267A(a) of the Companies Law

Please note: A symbol from this table determines the form of a shareholder’s declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field “Declaration: There is no appropriate field for classification” should be chosen and choose “yes” for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 item predicate disclosure of a connection or other characteristic of the shareholder casting his vote: _____

Please note: These symbols can be selected only when “Declaration: There is no appropriate field for classification” is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of “Yes”/“No”. The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between “Yes”/“No” and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

- Amendment of disclosure
- A negligible change or which can only favour the company as against the form of the resolution that was specified in the latest report
- No longer on the agenda
- The subject was discussed at a previous meeting
- The subject was added to the agenda by order of the court
- The subject was added to the agenda pursuant to Regulation 5B of the Company Regulations (Notice and Advertisement About a General Meeting and a Class Meeting of a Public Company, and the Addition of a Subject to the Agenda), 5760- 2000
- The subject was added to the agenda after the record date due to a technical error as set forth: _____

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 tabled *for voting*

The kind of majority required for approval *is not a simple majority.*

According to the provisions of Section 239 (b) of the Companies Law, having regard to the Bank being a banking corporation with no core of control – the majority required is a simple majority of the votes of the shareholders participating in the voting, provided that one of the following applies: (1) The majority of the votes includes at least a majority of the votes of the shareholders who are not controlling parties of the Bank or parties with a personal interest in the approval of the appointment, with the exception of a personal interest which does not result from his connections with the controlling party, who participate in the voting. When counting the votes of the aforesaid shareholders, the votes of the parties abstaining shall not be taken into account; (2) The total of the votes of those voting against from among the shareholders mentioned in sub – paragraph (1) above shall not exceed two per cent. of all of the voting rights in the Bank.

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

10

The item / the resolution and the particulars thereof:

To approve the terms of office of Mr. Ruben Krupik as Chairman of the Board of Directors of the Bank with effect from 28.6.2020 and until 31.12.2023, as set forth in Clause 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 regulatory bodies not preventing the granting of remuneration and conditions of office as aforesaid, as resolved by the Bank's Board of Directors.

A transaction with a director as to the terms of his office and employment according to Section 273(a) of the Companies Law

Please note: A symbol from this table determines the form of a shareholder's declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field "Declaration: There is no appropriate field for classification" should be chosen and choose "yes" for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 item predicate disclosure of a connection or other characteristic of the shareholder casting his vote: _____

Please note: These symbols can be selected only when “Declaration: There is no appropriate field for classification” is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of “Yes”/“No”. The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between “Yes”/”No” and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

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The resolution on the agenda is tabled *for voting*

The kind of majority required for approval *a simple majority* _____

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

11

To approve the terms of office and employment of Mr. Dov Kotler as CEO of the Bank with effect from 1.1.2021 and until 31.12.2023, as set forth in Clause 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.

A transaction with a CEO in connection with the terms of his office and employment according to Section 272(c1)(1) of the Companies Law

Please note: A symbol from this table determines the form of a shareholder's declaration in the internet voting system. For the conversion table [press here](#)

Reference 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 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 which is not appropriate to any field in the table of the sections of the Law, the field "Declaration: There is no appropriate field for classification" should be chosen and choose "yes" for a transaction with a controlling party.

Only in case of a debentures meeting or where it does not concern a transaction with a controlling party and 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 item predicate disclosure of a connection or other characteristic of the shareholder casting his vote: _____

Please note: These symbols can be selected only when "Declaration: There is no appropriate field for classification" is marked in the previous table and it is not about a transaction between the company and the controlling party thereof.

In case of a debenture 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 internet voting system. A question should be formulated the answer to which should be in the form of "Yes"/"No". The question should appear in the voting system next to the resolution on the agenda and the voter should have with the possibility of choosing between "Yes"/"No" and the possibility of adding particulars in case 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 internet voting system. The voter will be able to add particulars to a field for text.

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The resolution on the agenda is tabled *for voting*

The kind of majority required for approval *is not a simple majority.*

According to the provisions of Section 239 (b) of the Companies Law, having regard to the Bank being a banking corporation with no core of control – the majority required is a simple majority of the votes of the shareholders participating in the voting, provided that one of the following applies: (1) The majority of the votes includes at least a majority of the votes of the shareholders who are not controlling parties of the Bank or parties with a personal interest in the approval of the appointment, with the exception of a personal interest which does not result from his connections with the controlling party, who participate in the voting. When counting the votes of the aforesaid shareholders, the votes of the parties abstaining shall not be taken into account; (2) The total of the votes of those voting against from among the shareholders mentioned in sub – paragraph (1) above shall not exceed two per cent. of all of the voting rights in the Bank.

Does the extent of the holdings of the controlling party of the shares of the corporation confer upon the controlling party the majority required for adopting the proposed resolution on this subject *No*

Attachment of the report on the summoning of the meeting: [annual meeting summoning report - for reporting - isa.pdf 170920-3](#)

4. Attachments

4.1 Attachment of file that includes the form of the poll card / position statements: [poll card annual meeting October 2020 – for reporting1 isa.pdf](#).

No Form of poll card

No Position statements

Explanation: If there is/are attached a poll card and/or a position statement it should be ascertained that they are drawn up according to the Companies (Voting in Writing and Position Statements) Regulations 5766-2005. It is incumbent on the company to keep together in one file all of the position statements (within the meaning thereof in Section 88 of the Companies Law) in which are noted the date of publication of the statement, from whom it was received, with reference being made to the relevant page of the consolidated file.

4.2 Attachment of file that includes candidates' declarations / other accompanying documents:
[candidates' declarations1 isa.pdf](#)

Yes Candidate's declaration to hold office in the corporation

No Independent director's declaration

Yes External director's declaration

_____ Declaration of representative's appointment to representative body

_____ Amended trust deed

_____ Motion for approval of creditors' arrangement under Section 350

_____ Other _____

Link to the site of the voting system where votes can be cast: [The voting system](#)

Explanation: Entitled persons who may vote within the system will receive particulars affording access to the system from Exchange members.

5. The quorum for holding the Meeting:

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

6. In the absence of a quorum, the adjourned meeting will be held on 29/10/2020, at 16:00 pm at the address: *The offices of the Bank, 63 Yehuda Halevy Street, Tel Aviv (Level 6, Room 608).*

In the absence of a quorum the Meeting shall not be held.

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

At the offices of the secretary of the Bank, at 63 - 65 Yehuda Halevy Street, Tel-Aviv, during regular working hours, by prior arrangement by phoning 03-567 3800, the foregoing up to the appointed time of the Meeting.

Meeting identifier: _____

Note: The meeting identifier is the reference 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:

	Name of Signatory	Job Title
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. ISA Staff position on the subject can be found on the ISA website: [Press here](#).

The reference numbers of the previous documents on the subject (any citation made does not constitute inclusion by way of reference):

[2020-01-088026](#)

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

Date on which the structure of the form was updated: 04/08/2020

Abbreviated Name: Poalim

Address: POB 27, Tel Aviv 6100001 Telephone: 03-567 3800. 03-567 3333, Fax: 03-567 4576

Electronic Mail: gilad.bloch@poalim.co.il Company Website: <http://www.bankhapoalim.co.il>

Previous names of reporting entity:

Name of Electronic Reporter: Bloch Gilad, His Job Title: Secretary of the Bank, Name of Employing Company:

Address: Yehuda Halevy 63, Tel-Aviv 6578109, Telephone: 03-567 3800 Fax: 03-567 4576,

Electronic Mail: gilad.bloch@poalim.co.il