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MIZRAHI TEFAHOT BANK LTD
No. with the Registrar of Companies: 520000522

To	<u>Israel Securities Authority</u>	To	<u>Tel Aviv Stock Exchange Ltd</u>	T049 (Public)	Date of transmission: March 3 2025
	www.isa.govil		www.tase.co.il		Ref: 2025-01-014244

Immediate Report on the Results of a Meeting

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

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

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

Explanation: This form is used for reporting all types of meetings

Clarification: This form must be filled for every type of security regarding which a notice on the convening of a meeting was published (T-460)

- Meeting's identifying number: 2025-01-004732
Number of the stock exchange security entitling the holder thereof to participate in the meeting: 695437
Name of the entitling security: Mizrahi Tefahot (MZTF)
- At a meeting *special meeting* convened on *March 3 2025* the convening of which was published in a form with the reference number 2025-01-004732, and the issues on which agenda were:
Explanation: The issues must be written in the same order that they appear in the last T460 form published in connection with the aforesaid meeting:

SN	Numbering of the issue on the agenda (according to the T460 meeting convening report)	Issue details	Resolution summary	Meeting's resolution:
1	Issue 1	Summary of the issue: <i>Reappointment of an outside director at the bank, per this term's definition in the Companies Law 5759-1999</i>	<i>To reappoint Mr. Gilad Rabinovich as an outside director at the bank under</i>	<i>To approve</i>

		<p>Type of majority required for approval: <i>Not an ordinary majority</i></p> <p>Resolution classification according to articles of the Companies Law (except Articles 275 and 320(f) of the Companies Law): <i>Appointment/Extension of an outside director's tenure under Articles 239(b) or 245 of the Companies Law</i></p> <p><i>Not</i> a transaction between the company and a controlling shareholder therein as stated in Articles 275 and 320(f) of the Companies Law</p> <p>Transaction type/Vote issue: __</p>	<p><i>the Companies Law, for an additional tenure of three (3) years (a third tenure), to commence on March 12, 2025.</i></p>	
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Details of voting on resolutions in which the required majority was not an ordinary majority:

1	a.	Summary of the issue: <i>Reappointment of an outside director at the bank, per this term's definition in the Companies Law 5759-1999.</i>		
	b.	The meeting has resolved: <i>To approve.</i>		
	c.	Resolution in the matter of:		
			Amount	Voting for
				Voting against
		Voting rights total	259,161,176	
		The shares/securities participating in the vote	229,577,863	
		The shares/securities included in the counting for the purpose of voting	229,573,460	Amount: 225,441,818 Percentage of the amount: 98.20%
		The shares/securities participating in the vote which were not classified as personal interest holders (1)	122,493,938	Amount: 4,131,642 Percentage of the amount: 1.80%
				Amount: 118,362,296 Percentage (2): 96.63%
				Amount: 4,131,642 Percentage (2): 3.37%

General: The percentage of the amount is always relative to the “Amount” column in that row.

(1) The number of shares/securities participating in the vote, which were not classified as shares whose holders have a personal interest/as shares that are not controlling shareholders; and with respect to the appointment of outside directors, do not have a personal interest in approving the appointment, except for a personal interest that is not the result of association with the controlling shareholder.

(2) Percentage of votes for/against approving the transaction out of the total number of voters who do not have a personal interest in the transaction/are not controlling shareholders or have a personal interest in approving the appointment, except for a personal interest that is not the result of association with the controlling shareholder.

Percentage of voting in favor of approving the transaction out of the total number of voters who are not controlling shareholders/do not have a personal interest in the resolution's approval: 96.63%

Percentage of opposing votes out of the total voting rights at the company: 1.59%

The abstaining votes (4,403) were not included in the amount of shares included in the vote count for the purpose of the vote.

Explanation: An explanation must be added if the number of shares participating in the vote is larger than the amount of shares included in the counting for the purpose of voting.

No The company has classified a shareholder voting against the transaction as a personal interest holder

No The company has not classified a shareholder according to the classification he gave himself

3. Details of voters at the meeting who are institutions, interested parties or senior officers:

TXT structured file.

(NOTE: THIS FORM IS NOT ATTACHED TO THIS TRANSLATED REPORT)

Note: Further to the notice to corporations, it is possible to use the “voting results processing” tool, which can help generate the information required for reporting. The responsibility for the accuracy of the details and their completeness under the law applies to the reporting corporation alone.

The “voting results processing” tool can be downloaded at the authority website [here](#).

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

Report	Publication date	Ref no.
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Details of the signatories authorized to sign on behalf of the corporation:

	Signatory's Name	Position
1	Racheli Friedman	Other Chief Legal Advisor
2	Hanan Kikozashvili	Other Bank Secretary & Head of the Bank's Headquarters

Explanation: According to Regulation 5 of the Securities (Periodic and Immediate Reports) Regulations, 5730-1970, a report filed under these regulations shall be signed by those authorized to sign on behalf of the corporation. The position of the senior staff on the matter (in Hebrew) can be found on the ISA's website: [Click here](#)

A. Regarding the resolution to reappoint Mr. Gilad Rabinovich as an outside director at the bank: in the report convening the general meeting (published by the bank on January 16, 2025), it was noted that the reappointment of Mr. Gilad Rabinovich as an outside director at the bank, under the Companies Law, for an additional tenure of three (3) years (a third tenure), to commence on March 12, 2025, was subject to the Supervisor of Banks (the "Supervisor") not announcing his objection to said appointment or announcing his consent thereto.

Further to this, on February 17, 2025, the bank received the Supervisor's notice, according to which he has no objection to the appointment of Mr. Gilad Rabinovich as an outside director at the bank, under the Companies Law and under Proper Conduct of Banking Business Directive No. 301.

B. A note regarding the existence of business relations, in accordance with the voters' table attached to Section 3 above in this form (according to Regulation 36(d) of the Securities Regulations [Immediate and Periodic Reports] 5771-1970):

1. Within the framework of the variety of services that the bank provides, in the ordinary course of business, to the general public, there also exist business relations between the bank (including its subsidiaries) and some of the shareholders at the bank (or their controlling shareholders)/proxies, including voters at the general meeting who are financial institutions and fund managers (hereinafter, jointly: "Institutional Entities"). Such services include, inter alia, banking services, services in connection with capital markets activities, operational services, and other financial transactions. In addition, the bank occasionally purchases (or may purchase), inter alia, financial services or products from Institutional Entities, during the ordinary course of business.

Moreover, there may exist business relations between Institutional Entities that provide financial services, in the course of their business, and controlling shareholders at the bank (including companies held by them or by related parties to some extent) or senior officers in the bank.

2. In the ordinary course of business, the bank provides controlling shareholders in the bank (including companies held by them or by related parties to some extent) with banking services, as well as purchasing products and services from them.

In addition, a director at the bank also serves as a director in a company that is a controlling shareholder in the bank.

The reference numbers of previous documents on the subject (reference does not constitute incorporation by reference):

[2024-01-627275](#)

[2025-01-004732](#)

[2025-01-011225](#)

Abbreviated Name: Mizrahi Tefahot

Address: 7 Jabotinsky Street

Tel: 03-7559720

Fax: 03-7559913

Ramat Gan, 52520, Israel

E-mail: mangment@umtb.co.il

Previous name of the reporting entity: United Mizrahi Bank Ltd.

Name of the person reporting electronically: Kikozashvili Hanan Position: Bank Secretary Name of

Employing Company: Mizrahi Tefahot Bank Ltd

Address: 7 Jabotinsky Street, Ramat Gan, 52520, Israel Tel: 03-7559219 Fax: 03-7559923 E-mail:

management@umtb.co.il