

**Mizrahi Tefahot Bank Ltd.'s Immediate Reports are published in Hebrew on the Israel Securities Authority and the Tel Aviv Stock Exchange websites.**

**The English version is prepared for convenience purposes only. The only binding version of the Immediate Reports is the Hebrew version.**

**In the event of any discrepancy or inconsistency between the Hebrew version and the translation to English, the Hebrew version shall prevail and supersede, for all purposes and in all respects.**

**MIZRAHI TEFAHOT BANK LTD**

No. with the Registrar of Companies: 520000522

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To	<b><u>Israel Securities Authority</u></b>	To	<b><u>Tel Aviv Stock Exchange Ltd</u></b>	T078 (Public)	Date of transmission: August 1, 2022
	<a href="http://www.isa.gov.il">www.isa.gov.il</a>		<a href="http://www.tase.co.il">www.tase.co.il</a>		Ref: 2022-01-097450

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**Immediate Report on Whosoever Has Become an Interested Party at the Corporation**

**Regulation 33(e)-(f) of the Securities Regulations (Periodic and Immediate Reports) 5730-1970.**

**1. Holder's details:**

First name as appearing in passport: --

Last name/Corporation name: *Migdal Insurance and Financial Holdings Ltd*

Type of identification number: *Number with the Registrar of Companies*

Holder is a corporation

Identification number: *520029984*

Citizenship/Country of incorporation or registration: *Incorporated in Israel*

Country of citizenship/Incorporation or registration:

Address: *4 Efal Street, Petach Tikva*

Does the holder serve as a representative for the reporting purposes of several shareholders who hold securities of the corporation jointly with him/it: *Yes*

Name of the interested party's controlling shareholder: *See below in Section 5*

Identification number of the interested party's controlling shareholder: *See Section 5*

**2. Details of the action pursuant to which the holder became an interested party in the corporation:**

- a. Nature of the action increase other *Increase following a purchase on the TASE*
- b. Name and type of the security subject of the action: *Ordinary share of ILS 0.1 N.V.*
- c. Security no. on the TASE: *695437*
- d. Action date: *July 28, 2022*
- e. No. of the securities subject of the action: *180,340*
- f. Rate at which the action was executed: *12,499.71 ag.*
- g. Dormant shares or securities convertible into dormant shares: *No*
- h. Was the entire consideration paid on the date of the change: *Yes*  
If the entire consideration was not paid on the date of the change, please state the date of payment's completion: *---*

**3. a. Status of the interested party's holdings after the action:**

Security Name, Class and Series	Security no. on the TASE:	Quantity of Securities	Dormant*	Holding Rate		Holding Rate (Full Dilution)	
				% Capital	% Voting	% Capital	% Voting
<i>Ordinary shares of ILS 0.1 N.V. each</i>	<i>695437</i>	<i>12,861,419</i>	<i>No</i>	<i>5.01</i>	<i>5.01</i>	<i>4.96</i>	<i>4.96</i>

- b.  The holder is not a member of an institutional reporting group
- The holder is not a member of an institutional reporting group, but serves as a senior officer who is not a CEO or a director and is not an interested party by power of his holdings

- ⊙ The holder is a member of an institutional reporting group

Below are details of his holdings:

<b>The Holder</b>	<b>Security Name, Class and Series</b>	<b>Security no. on the TASE</b>	<b>Quantity of Securities</b>	<b>Dormant</b>
<i>With-profit life insurance accounts</i>	<i>Ordinary shares of ILS 0.1 N.V.</i>	<i>695437</i>	<i>11,293,361</i>	<i>No</i>
<i>Joint Mutual investment fund management companies</i>	<i>Ordinary shares of ILS 0.1 N.V.</i>	<i>695437</i>	<i>1,568,058</i>	<i>No</i>

**Explanations:**

1. If the interested party holds more than one class of securities, the holding rates must be specified taking into account all of the securities which are held by him/it in only one of the rows.
2. The holding of other securities must also be reported, including other securities which are not listed for trade.
3. If the interested party is a subsidiary, the holdings should be split into shares which were purchased prior to the taking effect of the Companies Law, 5759-1999, and shares which were purchased after the taking effect thereof.
4. If the holder is not a member of an institutional reporting group, only Section 3(a) should be filled. If the holder is a member of an institutional reporting group, Sections 3(a) and 3(b) must be filled.
5. If the interest party is a corporation fully held (100%) by a single controlling shareholder, the name of the single controlling shareholder must be specified in the "Holder's name" field, and details of the corporation or corporations through which the shares are held shall be provided in the notes at the bottom of the form, accompanied by any other relevant detail. Conversely, if the interested party is a corporation held by more than one controlling shareholder, or held by several interested parties, the name of the holding corporation must be specified in the "Holder's name" field, and details of the controlling shareholders or the interested parties that hold the holding corporation shall be provided in the notes at the bottom of the form.
6. A report regarding a significant holder of the means of a control at a banking corporation without a controlling core will be reported through T121.

\* It must be specified whether these are dormant shares or securities which are convertible into dormant shares.

4. ○ The interested party does not hold shares or other securities in a company which is held thereby, if its activity is material to the activity of the reporting corporation
- ⊙ The interested party holds shares or other securities in a company which is held thereby, if its activity is material to the activity of the reporting corporation.

<b>1</b>	Name of held company if its activity is material to the activity of the reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i>
	Type of identification number:	<i>Number with the Registrar</i>
	Identification number:	<i>520032046</i>
	Country of incorporation or registration:	<i>Incorporated in Israel</i>
		<i>Country:</i>
	Nature of connection to reporting corporation:	<i>Subsidiary</i>
	Type of security: <i>Series 40 bonds</i>	Security no.: <i>2310167</i>
	Quantity of securities: <i>97,952,006</i>	Holding rate of the total of securities of the same type: <i>3.84%</i>
	Capital holding rate: <i>0%</i>	Voting power holding rate: <i>0%</i>
<b>2</b>	Name of held company if its activity is material to the activity of the reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i>
	Type of identification number:	<i>Number with the Registrar</i>
	Identification number:	<i>520032046</i>
	Country of incorporation or registration:	<i>Incorporated in Israel</i>
		<i>Country:</i>
	Nature of connection to reporting corporation:	<i>Subsidiary</i>
	Type of security: <i>Series 42 bonds</i>	Security no.: <i>2310183</i>

Quantity of securities:	<i>14,698,154</i>	Holding rate of the total of securities of the same type:	<i>2.09%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
<b>3</b>	Name of held company if its activity is material to the activity of the reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i>	
	Type of identification number:	<i>Number with the Registrar</i>	
	Identification number:	<i>520032046</i>	
	Country of incorporation or registration:	<i>Incorporated in Israel</i>	
		Country:	
	Nature of connection to reporting corporation:	<i>Subsidiary</i>	
	Type of security:	<i>Series 44 bonds</i>	Security no.: <i>2310209</i>
Quantity of securities:	<i>229,936,881</i>	Holding rate of the total of securities of the same type:	<i>7.63%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
<b>4</b>	Name of held company if its activity is material to the activity of the reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i>	
	Type of identification number:	<i>Number with the Registrar</i>	
	Identification number:	<i>520032046</i>	
	Country of incorporation or registration:	<i>Incorporated in Israel</i>	
		Country:	
	Nature of connection to reporting corporation:	<i>Subsidiary</i>	
	Type of security:	<i>Series 45 bonds</i>	Security no.: <i>2310217</i>
Quantity of securities:	<i>266,045,949</i>	Holding rate of the total of securities of the same type:	<i>10.64%</i>

	Capital holding rate:	0%	Voting power holding rate:	0%
<b>5</b>	Name of held company if its activity is material to the activity of the reporting corporation:		<i>Mizrahi Tefahot Issuance Company Ltd</i>	
	Type of identification number:		<i>Number with the Registrar</i>	
	Identification number:		<i>520032046</i>	
	Country of incorporation or registration:		<i>Incorporated in Israel</i>	
			Country:	
	Nature of connection to reporting corporation:		<i>Subsidiary</i>	
	Type of security:	<i>Series 46 bonds</i>	Security no.:	<i>2310225</i>
	Quantity of securities:	<i>140,324,524</i>	Holding rate of the total of securities of the same type:	<i>4.65%</i>
	Capital holding rate:	0%	Voting power holding rate:	0%
<b>6</b>	Name of held company if its activity is material to the activity of the reporting corporation:		<i>Mizrahi Tefahot Issuance Company Ltd</i>	
	Type of identification number:		<i>Number with the Registrar</i>	
	Identification number:		<i>520032046</i>	
	Country of incorporation or registration:		<i>Incorporated in Israel</i>	
			Country:	
	Nature of connection to reporting corporation:		<i>Subsidiary</i>	
	Type of security:	<i>Series 49 bonds</i>	Security no.:	<i>2310282</i>
	Quantity of securities:	<i>448,297,899</i>	Holding rate of the total of securities of the same type:	<i>14.94%</i>
	Capital holding rate:	0%	Voting power holding rate:	0%

<b>7</b>	Name of held company if its activity is material to the activity of the reporting corporation: Type of identification number:  Identification number:  Country of incorporation or registration: Country: Nature of connection to reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i> <i>Number with the Registrar</i>  <i>520032046</i>  <i>Incorporated in Israel</i> <i>Country:</i> <i>Subsidiary</i>
	Type of security: <i>Series 51 bonds</i> Security no.: <i>2310324</i>	
	Quantity of securities: <i>155,912,122</i> Holding rate of the total of securities of the same type: <i>6.13%</i>	
	Capital holding rate: <i>0%</i> Voting power holding rate: <i>0%</i>	
<b>8</b>	Name of held company if its activity is material to the activity of the reporting corporation: Type of identification number:  Identification number:  Country of incorporation or registration: Country: Nature of connection to reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i> <i>Number with the Registrar</i>  <i>520032046</i>  <i>Incorporated in Israel</i> <i>Country:</i> <i>Subsidiary</i>
	Type of security: <i>Series 52 bonds</i> Security no.: <i>2310381</i>	
	Quantity of securities: <i>160,796,064</i> Holding rate of the total of securities of the same type: <i>16.78%</i>	
	Capital holding rate: <i>0%</i> Voting power holding rate: <i>0%</i>	
<b>9</b>	Name of held company if its activity is material to the activity of the reporting corporation: Type of identification number:	<i>Mizrahi Tefahot Issuance Company Ltd</i> <i>Number with the Registrar</i>

Identification number:	520032046		
Country of incorporation or registration:	<i>Incorporated in Israel</i>		
	Country:		
Nature of connection to reporting corporation:	<i>Subsidiary</i>		
Type of security:	<i>Series 62 bonds</i>	Security no.:	<i>2310498</i>
Quantity of securities:	<i>248,898,724</i>	Holding rate of the total of securities of the same type:	<i>7.37%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
<b>10</b>	Name of held company if its activity is material to the activity of the reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i>	
	Type of identification number:	<i>Number with the Registrar</i>	
	Identification number:	520032046	
	Country of incorporation or registration:	<i>Incorporated in Israel</i>	
		Country:	
	Nature of connection to reporting corporation:	<i>Subsidiary</i>	
	Type of security:	<i>Series 63 bonds</i>	Security no.: <i>2310548</i>
	Quantity of securities:	<i>82,092,717</i>	Holding rate of the total of securities of the same type: <i>6.83%</i>
	Capital holding rate:	<i>0%</i>	Voting power holding rate: <i>0%</i>
<b>11</b>	Name of held company if its activity is material to the activity of the reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i>	
	Type of identification number:	<i>Number with the Registrar</i>	
	Identification number:	520032046	
	Country of incorporation or registration:	<i>Incorporated in Israel</i>	
		Country:	



	Nature of connection to reporting corporation:	<i>Subsidiary</i>
	Type of security:	<i>Series 64 bonds</i>
	Security no.:	<i>2310555</i>
	Quantity of securities:	<i>45,721,183</i>
	Holding rate of the total of securities of the same type:	<i>3.91%</i>
	Capital holding rate:	<i>0%</i>
	Voting power holding rate:	<i>0%</i>
<b>12</b>	Name of held company if its activity is material to the activity of the reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i>
	Type of identification number:	<i>Number with the Registrar</i>
	Identification number:	<i>520032046</i>
	Country of incorporation or registration:	<i>Incorporated in Israel</i>
	Country:	
	Nature of connection to reporting corporation:	<i>Subsidiary</i>
	Type of security:	<i>Series 57 bonds</i>
	Security no.:	<i>2310423</i>
	Quantity of securities:	<i>22,002,736</i>
	Holding rate of the total of securities of the same type:	<i>4.56%</i>
	Capital holding rate:	<i>0%</i>
	Voting power holding rate:	<i>0%</i>
<b>13</b>	Name of held company if its activity is material to the activity of the reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i>
	Type of identification number:	<i>Number with the Registrar</i>
	Identification number:	<i>520032046</i>
	Country of incorporation or registration:	<i>Incorporated in Israel</i>
	Country:	
	Nature of connection to reporting corporation:	<i>Subsidiary</i>
	Type of security:	<i>Series 58 bonds</i>
	Security no.:	<i>2310431</i>

Quantity of securities:	<i>14,431,276</i>	Holding rate of the total of securities of the same type:	<i>3.40%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
<b>14</b>	Name of held company if its activity is material to the activity of the reporting corporation: Type of identification number:  Identification number:  Country of incorporation or registration:  Nature of connection to reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i> <i>Number with the Registrar</i>  <i>520032046</i>  <i>Incorporated in Israel</i> Country: <i>Subsidiary</i>	
Type of security:	<i>Series 59 bonds</i>	Security no.:	<i>2310449</i>
Quantity of securities:	<i>16,850,817</i>	Holding rate of the total of securities of the same type:	<i>4.18%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
<b>15</b>	Name of held company if its activity is material to the activity of the reporting corporation: Type of identification number:  Identification number:  Country of incorporation or registration:  Nature of connection to reporting corporation:	<i>Mizrahi Tefahot Issuance Company Ltd</i> <i>Number with the Registrar</i>  <i>520032046</i>  <i>Incorporated in Israel</i> Country: <i>Subsidiary</i>	
Type of security:	<i>Series 60 bonds</i>	Security no.:	<i>2310456</i>





Type of security:	Series 47 contingent convertible bonds	Security no.:	2310233
Quantity of securities:	215,050,000	Holding rate of the total of securities of the same type:	31.67%
Capital holding rate:	0%	Voting power holding rate:	0%

5. Additional details:

1. *Regarding the name of the controlling shareholder at Migdal Insurance and Financial Holdings Ltd (“Migdal Holdings”), as reported to the Bank, as of the report’s date, Eliahu Issues Ltd (“Eliahu Issues”) (CN 515703528), a subsidiary fully controlled by Eliahu 1959 Ltd (“Eliahu”) (CN: 520029851), holds approx. 64.28% of Migdal Holdings’ issued and outstanding capital. Mr. Shlomo Eliahu (I.D. no. 043661602) is the final controlling shareholder at Migdal Holdings. The holding manner at Eliahu is as follows: the shareholders of Eliahu are Mr. Shlomo Eliahu, who holds 25.14% of the capital and 98% of the management shares; Ms. Haya Eliahu (I.D. no. 004107157), who holds 0.02% of the capital and 2% of the management shares; Shlomo Eliahu Holdings Ltd (CN 510464803), which holds 61.7% of the capital; Eliahu Brothers Trust and Investment Company Ltd (CN 510455801), which holds 13.14% of the capital. The shareholders of Shlomo Eliahu Holdings Ltd are Mr. Shlomo Eliahu, who holds 83.31%, and Ms. Haya Eliahu, who holds 16.69%. The sole shareholder of Eliahu Brothers Trust and Investment Company Ltd. is Shlomo Eliahu Holdings Ltd., which is held by Mr. Shlomo Eliahu and Ms. Haya Eliahu.*
2. *For the purposes of Section 3b. above, below are details, as reported to the Bank, with respect to the holding of Bank shares for “With-profit life insurance accounts”: The holdings of Bank shares that appear under “With-profit life insurance accounts” are held by the “Migdal Sal – Domestic Equities” partnership (the “Partnership”). The Partnership is a registered partnership in which all of the rights holders are members of an institutional reporting group from the Migdal Group. The Partnership itself is not “With-profit life insurance accounts” and/or a managing company. According to the agreements between the partners in the Partnership, the holding rate of the rights holders in the Partnership changes frequently, per the mechanism set forth in the Partnership’s agreement. Below is the holdings rate in the Partnership of the rights holders in the Partnership, as of July 28, 2022: insurer for with-profit life insurance accounts – 53.23%; pension and provident – 46.77%.*

3. *For the purposes of Section 4 above: As the Bank was told, the holdings of the Mizrahi Tefahot Issuance Company's bonds held under "With-profit life insurance accounts" are held by the "Migdal Sal – Domestic Corporate Bonds" partnership (the "Partnership"). The Partnership is a registered partnership in which all of the rights holders are members of an institutional reporting group from the Migdal Group. The Partnership itself is not "With-profit life insurance accounts" and/or a managing company. According to the agreements between the partners in the Partnership, the holding rate of the rights holders in the Partnership changes frequently, per the mechanism set forth in the Partnership's agreement. Below is the holdings rate in the Partnership of the rights holders in the Partnership, as of July 28, 2022: insurer for with-profit life insurance accounts – 69.94%; pension and provident – 30.06%.*
4. *The holding balance of the securities (listed above in this report) is the holding balance for July 28, 2022.*
5. *The 'rate at which the action was executed' (noted in Section 2f. above) is the average rate at which the transaction following which the holder became an interested party was executed.*
  
6. *Date and time at which the corporation first learned of the event or issue: July 31, 2022 at 22:30*

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

	<b>Signatory's Name</b>	<b>Position</b>
<b>1</b>	<i>Ofer Horwitz</i>	<i>Other Bank Secretary &amp; Head of the Bank's Headquarters</i>

**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](#)

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

E-mail:  
mangment@umtb.co.il

Company website:  
<https://www.mizrahi-tefahot.co.il>

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

Name of the person reporting electronically:  
Horwitz Ofer

Position:  
Bank Secretary

Name of Employing  
Company: Mizrahi Tefahot  
Bank Ltd

Address: 7 Jabotinsky Street, Ramat Gan,  
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