

Mizrahi Tefahot Bank Ltd.
Number with Registrar: 520000522

To: Israel Securities Authority To: Tel Aviv Stock Exchange Ltd. T079 Broadcasted on Magna:
www.isa.gov.il www.tase.co.il (public) February 7, 2019
Ref.: 2019-01-011341

Immediate Report on a person who ceased to be an interested party in the corporation

Pursuant to Regulation 33(h) of the Securities Regulations (Periodic and Immediate Reports), 5730-1970

Comment: Any reference to an interested party also includes the holder of material means of control in a banking corporation without a control core

1. Details of the holder:

First name: _____.

Surname/Corporation name: *Ofer Investments Ltd.*

Type of identity number: *Number with Registrar of Companies in Israel*

Identity number: *510160781*

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

Country of citizenship / jurisdiction of incorporation or registration: _____

Address: *1 Abba Eban Blvd., Herzliya Pituach*

Does the holder serve as a representative for purposes of reporting several shareholders holding securities of the corporation jointly therewith: *No*

2. Details of the transaction following which the holder ceased to be an interested party in the corporation:

a. Nature of transaction *Decrease due to an off-TASE sale*

b. Name and type of security which is the subject-matter of the transaction: *Ordinary Shares of NIS 0.1 par value*

c. No. of security on TASE: *695437*

d. Date of performance of the transaction *February 7, 2019*

e. Quantity of securities that are the subject-matter of the transaction: *21,669,015*

f. Rate in which the transaction was performed: *6,337 Agorot* _____

- g. Are they treasury shares or securities convertible into treasury shares *No*
- h. Was all of the consideration paid on the date of the change *Yes*
If not all of the consideration was paid on the date of the change, please state the date of completion of the payment

3. a. Post-transaction holdings

Name, type and series of security	Number of security on TASE	Quantity of securities	Treasury*	Holding rate		Holding rate (on a fully-diluted basis)	
				% in capital	% in voting	% in capital	% in voting
<i>Mizrahi Bank Ordinary Shares</i>	<i>695437</i>	<i>0</i>	<i>No</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</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 acts/acted as an officer in the Company who is not a CEO or director and was not an interested party by virtue of his holdings.
- The holder is a member of an institutional reporting group. Below is a breakdown of its holdings:

The Holder	Name, type and series of security	Number of security on TASE	Quantity of securities	Treasury
_____	_____	_____	_____	_____

Explanations:

1. If the interested party holds more than one type of security, state the holding rates taking into account all of the securities held thereby only in one of the lines.
2. Report also on holding of other securities including other securities which are not listed.
3. In the event that the interested party is a subsidiary, divide the holdings into shares purchased prior to the taking effect of the Companies Law, 5759-1999, and shares purchased thereafter.
4. If the holder is not a member of an institutional reporting group, fill in only Section 3.a. If the holder is a member of an institutional reporting group, fill in Section 3.a. and 3.b.

* State whether they are treasury shares or securities convertible into treasury shares.

4. Additional details:

Ofer Investments Ltd. ceased being an interested party in the Bank following the sale of all of the Bank's shares held thereby (and by Ofer Sachaf Ltd., a subsidiary wholly owned thereby) on February 7, 2019 which is the date of completion of the separation agreement at "Ofer Group" of November 8, 2018. For further details, including those following which, Messrs. Liora Ofer and Doron Ofer ceased being interested parties in the Bank, see the immediate report released by the Bank on February 7, 2019, in connection with the notice of Ofer Investments Ltd. and Ofer Brothers Holdings (1989) Ltd., on the completion of the separation agreement at "Ofer Group" of November 8, 2018, and the immediate report released by the Bank on February 7, 2019, on "changes in the holdings of interested parties and senior officers".

5. The date and time at which the corporation first learned of the event or interest *February 7, 2019 at 15:15*

The above report was signed by Maya Feller, Bank Secretary.

Reference numbers of previous documents on the matter (the mention does not constitute an inclusion by of reference):

2019-01-011308 2019-01-011323

Date of update of the structure of the form: December 31, 2018

The corporation's securities are listed on the Tel Aviv Stock Exchange

Abbreviated name: Mizrahi Tefahot

Address: 7 Jabotinsky, Ramat Gan 52520 Tel: 03-7559720, Fax: 03-7559923

Email: MANGMENT@UMTB.CO.IL Company's website: <https://www.mizrahi-tefahot.co.il>

Former names of reporting entity: United Mizrahi Bank Ltd.

Name of Electronic Reporter: Feller Maya Title: Bank Secretary Name of Employing Company:

Address: 7 Jabotinsky, Ramat Gan 52520 Tel: 03-7559720, Fax: 03-7559923 Email: mangement@umtb.co.il