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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>	T085 (Public)	Date of transmission: September 6, 2020
	<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: 2020-01-089155

**Immediate Report on the Creation of Dormant Shares in the Corporation's Issued Share Capital, Changes to their Number or the Identity of their Holder**  
**Regulation 31 (b) of the Securities Regulations (Immediate and Periodic Reports), 5730-1970**  
**Regulation 33 (a) of the Securities Regulations (Immediate and Periodic Reports), 5730-1970**

**This change is not to be reported through Form T-76**

Reference numbers of previous reports on the subject: 2020-01-089152

We hereby report that:  On *September 6 2020*  
 From \_\_\_ and until \_\_\_\_

*Dormant shares were created of the corporation's capital*

**1** Name of dormant shares holder:

M.W.Z. (holdings) Ltd

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

Holder's identity number: *512024225*

Type of holder: *Shareholder without capital rights and without voting rights (according to Article 181, 333a, 340 of the Companies Law)*

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

Country of citizenship / jurisdiction of incorporation or registration: \_\_\_\_\_

No. of security on TASE: 695437

Name and type of security: *Ordinary Shares of ILS 0.1*

Nature of the change: *Increase* other

*Shares without rights according to Article 333(a) of the Companies Law; off-market purchase*

Prospectus no.:

**Explanation: For internal use by the authority – in the event of using the ATM program, enter the number of the prospectus by power of which the ATM program was initiated.**

Date on which the transaction took place: *September 6, 2020*

Transaction rate in *New Israeli Shekel*: 71.23

Nominal value of securities total in *New Israeli Shekel*: 0.1

Total sum of the consideration calculated in *New Israeli Shekel*: 78,276,356.52

Reference no. of the shelf prospectus: \_\_\_ reported on: \_\_\_

No. of dormant shares held by the holder prior to the change was: 0

No. of shares subject of the change: +1,098,924

No. of dormant shares held by the holder after the change is: 1,098,924

Rate of the corporation's issued share capital, held after the change by the holder of the dormant shares is: 8.81%

Were the shares bought in accordance with a purchase plan approved by the company:  
*No*

Purchase plan was reported on: \_\_\_

Status of the corporation's dormant shares:

**1** Share name: *O.S. of ILS 0.1* Security no: 695437

No. of shares in registered capital: 400,000,000

No. of shares in issued and outstanding capital: 235,182,048

No. of dormant shares according to Article 308 or for the purpose of the ATM program:  
0

No. of shares without rights according to Article 333 (a): 1,098,924

No. of shares without rights according to Article 340: 0

No. of shares without rights according to Article 181: 0

Total shares without rights to capital or voting: 1,098,924

% of shares without rights out of the issued and outstanding capital: 0.47

No. of dormant shares according to Article 309 (b) (“*subsidiary dormants*”): 0

(Not including shares held by as subsidiary according to Article 369, which were purchased before February 2000 and have full voting and capital rights)

No. of non-voting shares according to Article 333 (b): 0

% of shares without voting rights but with capital rights out of the total capital issued through this security: 0

No. of shares to calculate voting rights: 234,083,124

No. of shares to calculate capital rights: 234,083,124

**Note:** The article numbers above are from the Companies Law 5759-1999

#### **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](#)

*In regard to the “transaction rate” – ILS 71.23 is the average share price*

*In regard to the “Rate of the corporation’s issued share capital, held after the change by the holder of the dormant shares” it is noted that:*

- a. The rate specified above is without the dormant shares*
- b. Together with F&W Registered Partnership and L.Y.N. (Holdings) Ltd (after the purchase of shares thereby, as specified in the report published by the Bank on July 1, 2020, reference no. 2020-01-062383), M.W.Z. (holdings) Ltd holds approx. 44.9994% of the Bank’s capital and voting rights, without the dormant shares*

*In regard to the “% of shares without rights out of the issued and outstanding capital” – the rate was calculated out of the issued and outstanding capital total (before the deduction of the dormant shares)*

*For further details on changes in M.W.Z. (holdings) Ltd’s holdings at the Bank, see the report published by the Bank today (reference no. 2020-01-089152)*

Reference numbers of previous documents concerning the issue reported herein (the mention does not constitute inclusion by way of reference)  
**2020-01-089152**

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Securities of a Corporation Listed for Trading on the Tel Aviv Stock Exchange      Form structure revision date: August 4, 2020

Abbreviated Name: Mizrahi Tefahot

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

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, 52520      Tel: 03-7559207      Fax: 03-7559913      E-mail: management@umtb.co.il