

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

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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>	T078 (Public)	Date of transmission: November 7, 2021
	www.isa.gov.il		www.tase.co.il		Ref: 2021-01-163710

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: *Harel Insurance Investments & Financial Services Ltd*

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

Holder is a corporation

Identification number: *520033986*

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

Country of citizenship/Incorporation or registration:

Address: *3 Abba Hillel, Ramat Gan*

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: *October 25, 2021*
- e. No. of the securities subject of the action: *8,522*
- f. Rate at which the action was executed: *11,340 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>12,897,410</i>	<i>No</i>	<i>5.03</i>	<i>5.03</i>	<i>3.65</i>	<i>3.65</i>
<i>Series A deferred capital notes</i>	<i>6950083</i>	<i>114,479,823</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 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:

The Holder	Security Name, Class and Series	Security no. on the TASE	Quantity of Securities	Dormant
<i>Nostro account</i>	<i>Ordinary shares of ILS 0.1 N.V.</i>	<i>695437</i>	<i>544,202</i>	<i>No</i>
<i>Nostro account</i>	<i>Series A deferred capital notes</i>	<i>6950083</i>	<i>779,554</i>	<i>No</i>
<i>Mutual fund investments management companies</i>	<i>Ordinary shares of ILS 0.1 N.V.</i>	<i>695437</i>	<i>4,790,932</i>	<i>No</i>
<i>Mutual fund investments management companies</i>	<i>Series A deferred capital notes</i>	<i>6950083</i>	<i>86,841,148</i>	<i>No</i>
<i>Provident funds and provident fund management companies</i>	<i>Ordinary shares of ILS 0.1 N.V.</i>	<i>695437</i>	<i>7,562,275</i>	<i>No</i>
<i>Provident funds and provident fund management companies</i>	<i>Series A deferred capital notes</i>	<i>6950083</i>	<i>26,859,121</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.

1	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 40 bonds</i>	Security no.:	<i>2310167</i>
	Quantity of securities:	<i>121,467,073</i>	Holding rate of the total of securities of the same type:	<i>4.78%</i>
	Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
2	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 41 bonds</i>	Security no.:	2310175
Quantity of securities:	420,696,368	Holding rate of the total of securities of the same type:	12.63%
Capital holding rate:	0%	Voting power holding rate:	0%
3	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 42 bonds</i>	Security no.: 2310183
	Quantity of securities:	202,402,077	Holding rate of the total of securities of the same type: 28.84%
	Capital holding rate:	0%	Voting power holding rate: 0%
4	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 44 bonds</i>
	Security no.:	<i>2310209</i>
	Quantity of securities:	<i>222,013,201</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>
5	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>112,662,164</i>
	Holding rate of the total of securities of the same type:	<i>4.50%</i>
	Capital holding rate:	<i>0%</i>
	Voting power holding rate:	<i>0%</i>
6	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>253,541,170</i>	Holding rate of the total of securities of the same type:	<i>12.69%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
7	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 47 contingent convertible bonds</i>	Security no.:	<i>2310233</i>
Quantity of securities:	<i>168,100,000</i>	Holding rate of the total of securities of the same type:	<i>24.76%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
8	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 48 contingent convertible bonds</i>	Security no.:	<i>2310266</i>
Quantity of securities:	<i>179,500,000</i>	Holding rate of the total of securities of the same type:	<i>25.26%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
9	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 Number with the Registrar 520032046 Incorporated in Israel Country: Subsidiary</i>	
Type of security:	<i>Series 49 bonds</i>	Security no.:	<i>2310282</i>
Quantity of securities:	<i>321,619,101</i>	Holding rate of the total of securities of the same type:	<i>10.72%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
10	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 Number with the Registrar 520032046 Incorporated in Israel Country: Subsidiary</i>	

Type of security:	<i>Series 50 contingent convertible bonds</i>	Security no.:	<i>2310290</i>
Quantity of securities:	<i>157,200,000</i>	Holding rate of the total of securities of the same type:	<i>14.42%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
11	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 Number with the Registrar 520032046 Incorporated in Israel Country: Subsidiary</i>	
Type of security:	<i>Series 51 bonds</i>	Security no.:	<i>2310324</i>
Quantity of securities:	<i>133,211,915</i>	Holding rate of the total of securities of the same type:	<i>5.24%</i>
Capital holding rate:	<i>0%</i>	Voting power holding rate:	<i>0%</i>
12	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 Number with the Registrar 520032046 Incorporated in Israel Country: Subsidiary</i>	
Type of security:	<i>Series 52 bonds</i>	Security no.:	<i>2310381</i>

Quantity of securities:	65,171,972	Holding rate of the total of securities of the same type:	15.78%
Capital holding rate:	0%	Voting power holding rate:	0%
13	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 53 contingent convertible bonds</i>	Security no.:	<i>2310399</i>
Quantity of securities:	86,550,000	Holding rate of the total of securities of the same type:	21.64%
Capital holding rate:	0%	Voting power holding rate:	0%
14	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 56 contingent convertible bonds</i>	Security no.:	<i>2310415</i>

Quantity of securities:	30,850,000	Holding rate of the total of securities of the same type:	10.67%
Capital holding rate:	0%	Voting power holding rate:	0%
15	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 57 bonds</i>	Security no.: 2310423
Quantity of securities:	36,131,740	Holding rate of the total of securities of the same type:	5.62%
Capital holding rate:	0%	Voting power holding rate:	0%
16	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 58 bonds</i>	Security no.: 2310431

Quantity of securities:	55,797,299	Holding rate of the total of securities of the same type:	13.13%
Capital holding rate:	0%	Voting power holding rate:	0%
17	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: Type of security:	<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> <i>Series 59 bonds</i>	 <i>Security no.: 2310449</i>
Quantity of securities:	41,781,856	Holding rate of the total of securities of the same type:	10.36%
Capital holding rate:	0%	Voting power holding rate:	0%
18	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: Type of security:	<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> <i>Series 60 bonds</i>	 <i>Security no.: 2310456</i>

Quantity of securities:	45,478,239	Holding rate of the total of securities of the same type:	5.93%
Capital holding rate:	0%	Voting power holding rate:	0%
19 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>		
Nature of connection to reporting corporation:	<i>Subsidiary</i>		
Type of security:	<i>Series 61 bonds</i>	Security no.:	<i>2310464</i>
Quantity of securities:	49,741,474	Holding rate of the total of securities of the same type:	6.52%
Capital holding rate:	0%	Voting power holding rate:	0%

5. Additional details:

1. Note regarding Section 1 of this form:

The controlling shareholders at Harel Insurance Investments & Financial Services Ltd (the "holder") are: Yair Hamburger (I.D. no. 007048671), Gideon Hamburger (I.D. no. 007048663) and Nurit Manor (I.D. no. 051171312). The controlling shareholders mainly hold the holder through G.Y.N. Financial Consulting & Management Ltd 2017 limited partnership (partnership no. 550272587), a partnership fully controlled by the controlling shareholders, which they hold as limited partners, through private companies under their full ownership.

2. Notes regarding Section 2 of this form:

The amount of ordinary shares held by the holder, specified above in this report, is the holder's closing balance on October 25, 2021 (as the bank was told, the opening balance on October 25, 2021 was 12,815,324 of the bank's ordinary shares).

The “rate at which the action was performed” (specified in Section 2f. of this form) – as the bank was told, the rate of the significant purchase of the bank’s shares, by virtue of which the holder became an interested party, is 11,340 ag.

In this regard, it is noted that the minimum action rate on October 25, 2021 was 11,250 ag., and the maximum action rate on October 25, 2021 was 11,340 ag.

3. Notes regarding Section 3 of this form:

The holdings that appear under provident funds include provident funds’ direct holdings of a security no. 695437 (121,587.61 N.V.), the holdings of the “Beta Israel Sal – Shares” partnership (the “Partnership”) in a total sum of 0 N.V., and the holdings of the “Harel Amitim Israel Shares” partnership (the “Partnership”) in a total sum of 7,440,687.43 N.V. The Partnerships are partnerships registered with the Registrar of Partnerships, in which all of the rights holders are members of an institutional reporting groups from the Harel Group. The Partnerships themselves are not provident fund management companies. According to the agreements between the partners in the Partnerships, the holding rate of the rights holders in the Partnerships changes frequently, per the mechanism set forth in the Partnerships’ agreement.

Below is the holdings rate in the “Beta Israel Sal - Shares” Partnership as of October 25, 2021: insurer-with-profit – 0%; provident funds –100%

Below is the holdings rate in the “Harel Amitim Israel Shares” Partnership as of October 25, 2021: insurer-with-profit – 36.18%; provident funds –63.82%

6. Date and time at which the corporation first learned of the event or issue: November 7, 2021 at 13:45

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

	Signatory’s Name	Position
1	<i>Ofer Horwitz</i>	<i>Other Bank Secretary & 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):

2021-01-146871 **2021-01-079641**

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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