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בנק הפועלים בע"מ

Bank Hapoalim B.M.

Number with the Registrar: 520000118

Securities Authority Tel Aviv Stock Exchange Ltd. Tav 085 Transmitted via Magna 15/03/2021
www.isa.gov.il www.tase.co.il (Public) Reference: 2021-01-034041

Immediate Report on the Creation of Dormant Shares in the Issued Share Capital of the Corporation, a Change in Their Number or in the Identity of the Holder Thereof

Regulation 31 (b) of the Securities (Periodic and Immediate Reports) Regulations, 5730-1970

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

This change should not also be reported on Form Tav-76

Reference Numbers of previous reports on the subject: _____, _____, _____.

We hereby report that ☒ on 14/03/2021

☐ From _____ until _____

A change occurred in the number of dormant shares in the capital of the Corporation

1	Name of the holder of the dormant shares: <i>Bank Hapoalim B. M.</i> Name of the holder in English: <i>Bank Hapoalim B. M.</i> Type of identification number: <i>Number at the Registrar of Companies in Israel</i> Identification number: <i>520000118</i> Category of the holder: _____ Citizenship / Country of incorporation or registration: <i>Incorporated in Israel</i> Country of citizenship / incorporation or registration: _____ No. of security on the Stock Exchange: <i>662577</i> Name of the share: <i>BNHP O. S.</i> Nature of the change: <i>Decrease</i> _____ <i>Exercise of purchase options</i> Prospectus Number: _____ Explanation: For internal use by the Authority – when the ATM program is being used the number of the prospectus on the strength of which the ATM program began should be keyed in. The date on which the transaction was executed: <i>14/03/2021</i> Transaction price in New Shekels <i>0.00</i> Nominal value of the sum of securities in New Shekels: <i>23,640</i> Total amount of the consideration calculated in New Shekels: <i>0</i>
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Reference number of the shelf offer report _____, which was reported on _____

Number of dormant shares held by the holder prior to the change was: *1,479,008*

Quantity of the shares being the subject of the change: *23,640*

Number of dormant shares held by the holder following the change is: *1,455,368*

Percentage of the issued share capital of the Corporation held after the change by the holder of the dormant shares is *0.11%*

Were the shares acquired in accordance with an acquisition plan approved by the company: _____

The cumulative degree of execution of the plan after the change: _____%

Date on which the acquisition plan was reported: _____

Inventory of the Dormant Shares of the Corporation:

1 Name of the share: Ordinary shares of NIS 1 Number of the security: *662577*

Number of shares in the registered capital: *4,000,000,000*

Number of shares in the issued and paid up capital: *1,337,377,111*

Number of dormant shares under Section 308 or for the purpose of the ATM plan: *1,455,368*

Number of shares without rights under Section 333 (a): _____

Number of shares without rights under Section 340: _____

Number of shares without rights under Section 181: _____

Total number of shares without any rights as to capital and without any voting rights: *1,455,368*

% of the shares without any rights of the issued and paid up capital: *0.11*

Number of the dormant shares under Section 309 (b) ("a subsidiary's dormant shares"): _____
(not including shares held by a subsidiary company under Section 369 which were acquired prior to February 2000 and confer full voting and capital rights)

Number of shares without voting rights under Section 333 (b): _____

% of the shares without voting rights but with rights in the capital out of the total amount of the issued capital of this security: _____

Number of shares for calculation of the voting rights: *1,335,921,743*

Number of the shares for calculation of the rights in the capital: *1,335,921,743*

Note: The section numbers above refer to the Companies Law, 5749-1999.

Particulars of the signatories authorized to sign on behalf of the Corporation:

Name of Signatory	Job Title
Orit Langer	Other Deputy Head of the Securities Operations and Trading in Israel Department
Ofer Ouzan	Other Head of Taxation Section

Explanation: According to Regulation 5 of the Periodic and Immediate Reports Regulations, 5730-1970, a report filed pursuant to these Regulations should be signed by the persons authorized to sign on behalf of the corporation. ISA Staff position on the subject can be found on the ISA website: [Press here](#)

The change referred to in this report is the result of the automatic conversion of RSU's of employees of the Bank (who are not office holders) into ordinary shares of the Bank (which were held as dormant shares by the Bank.

Signed on 15.3.2021

The reference numbers of the previous documents on the subject (any citation made does not constitute inclusion by way of reference):

The securities of the Corporation are listed for trading on the Tel Aviv Stock Exchange

Date on which the structure of the form was updated: 03/03/2021

Abbreviated Name: Poalim

Address: POB 27, Tel Aviv 6100001 Telephone: 03-567 3800. 03-567 3333, Fax: 03-567 4576

Electronic Mail: gilad.bloch@poalim.co.il Company Website: <http://www.bankhapoalim.co.il>

Previous names of reporting entity:

Name of Electronic Reporter: Bloch Gilad, His Job Title: Secretary of the Bank, Name of Employing Company:

Address: Yehuda Halevy 63, Tel Aviv- Jaffa 6578109 Telephone: 03-567 3800 Fax: 03-567 4576,

Electronic Mail: gilad.bloch@poalim.co.il