

The following is an unofficial translation of the Hebrew report and has been prepared for convenience only. In case of any discrepancy, the Hebrew version prevails.

בנק הפועלים בע"מ

Bank Hapoalim B.M.

Number with the Registrar: 520000118

Securities Authority Tel Aviv Stock Exchange Ltd. Tav 125 Transmitted 15/11/2018
www.isa.gov.il www.tase.co.il (Public) Ref: 2018-01-104104

Immediate Report on the Rating of Bonds / Rating of a Corporation or Discontinuation of Rating

On 15/11/2018 *Midroog* published:

An up-to-date rating report / notice

Notice of discontinuation of rating

1. Rating report or notice

Rating of the *Midroog*

Corporation: _____ *Aaa.il stable*

Notice/Nature of the Notice: *Rating Affirmed* _____

Rating history for the 3 years preceding the rating date / notice:

Date	Subject of the Rating	Rating	Notes/Nature of the Rating
04/06/2018	<i>Bank Hapoalim B.M.</i>	<i>Midroog</i> _____ _____ <i>Aaa.il stable</i>	<i>Rating Affirmed</i>
29/04/2018	<i>Bank Hapoalim B.M.</i>	<i>Midroog</i> _____ _____ <i>Aaa.il stable</i>	<i>Rating Affirmed</i>
08/04/2018	<i>Bank Hapoalim B.M.</i>	<i>Midroog</i> _____ _____ <i>Aaa.il stable</i>	<i>Rating Affirmed</i>
07/12/2017	<i>Bank Hapoalim B.M.</i>	<i>Midroog</i> _____ _____ <i>Aaa.il stable</i>	<i>Rating Affirmed</i>
26/12/2016	<i>Bank Hapoalim B.M.</i>	<i>Midroog</i> _____ _____ <i>Aaa.il stable</i>	<i>Rating Affirmed</i>
13/10/2015	<i>Bank Hapoalim B.M.</i>	<i>Midroog</i> _____ _____ <i>Aaa.il stable</i>	<i>Rating Affirmed</i>

Explanation: Under the rating history only the rating history of the rating company referred to in the Immediate Report should be specified.

Rating of the Corporation's Bonds:

Name and Type of Security	Number of the Security on the Stock Exchange	Rating Company	Present Rating	Notes/Nature of the Notice
---------------------------	--	----------------	----------------	----------------------------

_____	_____	_____	_____	_____
-------	-------	-------	-------	-------

Rating history for the 3 years preceding the rating date / notice:

Name and Type of Security	Number of the Security on the Stock Exchange	Date	Type of Rated Security	Rating	Notes/Nature of the Notice
_____	_____	_____	_____	_____	_____

Explanation: Under the rating history only the rating history of the rating company referred to in the Immediate Report should be specified.

Attached hereto is the rating report:

Issued Rating Action Report – Bank Hapoalim 15112018 isa.pdf

2. On (date) _____, _____ gave notice of discontinuation of rating to: _____

Remark:

Regarding the attached rating report, it should be noted that the Bank is examining the possibility of executing a public offering of debentures and subordinated notes with a loss absorption mechanism through Poalim Hanpakot Ltd., a wholly-owned subsidiary of the Bank. The structure and timing of the offering have not yet been determined. The contents of this report do not constitute any undertaking of the Bank to carry out the offering and do not constitute a public offering or an invitation to purchase securities of the Bank.

The names of the signatories on behalf of the Corporation:

Yadin Antebi, Head of Financial Markets and International Banking

Ronit Shapira, Secretary of the Bank.

Signed on November 15th, 2018

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

Date on which the structure of the form was updated: 06/11/2018

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

Abbreviated Name: Poalim

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

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

Previous names of reporting entity:

Name of Electronic Reporter: Shapira Ronit, Her Job Title: Secretary of the Bank, Name of Employing Company:

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

Electronic Mail: ronit.shapira@poalim.co.il