

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 078 Transmitted via Magna 10/05/2018
www.isa.gov.il www.tase.co.il (Public) Reference: 2018-01-037167

Immediate Report on Whoever Has Become an Interested Party in a Corporation

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

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

1. **Details of the Holder:**

First Name: *NIV*

First Name in English as it appears in his passport: *NIV*

Family Name / Corporation Name: *POLANI*

Family Name / Corporation Name in English: *POLANI*

Type of Identification Number: *I.D. Number* the holder is a corporation

Identification Number: *057764730*

Citizenship/Country of Incorporation or Registration: *Private person with Israeli Citizenship*

Country of Citizenship/ Incorporation or Registration: _____

Address: *63 Yehuda Halevy St., Tel Aviv*

Does the holder serve as representative for the purpose of reporting by a number of shareholders who together with him hold securities of the corporation: *No.*

Name of the Party Controlling the Interested Party: _____

Identifying Number of the Party Controlling the Interested Party: _____

2. **Details of the Transaction Following Which the Holder Became an Interested Party in the Corporation.**

- a. The nature of the transaction does not involve transactions in securities
Commencement of office as an officer in the corporation
- b. Name and Type of Security Which Is the Subject of the Transaction: _____
- c. Number of Security on the Stock Exchange: _____
- d. Date of Execution of the Transaction: *May 1st, 2018*
- e. Quantity of Securities Which Are the Subject of the Transaction: _____
- f. The Price at Which the Transaction Was Executed: _____
- g. Are they dormant shares or securities convertible into dormant shares: _____
- h. Has all of the consideration been paid at the time of the change? *Yes*
If the entire consideration has not been paid at the time of the change, please indicate the date of completion of the payment _____

3. **a. Inventory of Holdings of the Interested Party After the Transaction:**

Name, Type and Series of Security	Number of Security on the Stock Exchange	Quantity of Securities	Dormant *	Percentage of Holding		Percentage of Holding (Fully Diluted)	
				% of Capital	% of Voting Power	% of Capital	% of Voting Power
<i>BNHP O.S.</i>	<i>662577</i>	<i>968</i>	<i>No</i>	<i>0.00</i>	_____	<i>0.00</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 he serves as a senior office holder who is not a CEO or a director and is not an interested party by virtue of his holdings.
- The holder is a member of an institutional reporting group.

The following are details of his holdings:

The Holder	Name, Type and Series of Security	Number of Security on the Stock Exchange	Quantity of Securities	Dormant
_____	_____	_____	_____	_____

Explanations:

1. If the interested party holds more than one type of securities, the percentage of the holding should be specified taking into account all of the securities held by him in each line separately.
 2. Other securities held should also be reported, including other securities not listed for trade.
 3. Where the interested party is a subsidiary company, the holdings should be split into shares acquired prior to the entry into force of the Companies Law, 5759-1999, and shares acquired after its entry into force.
 4. When the holder is not a member of an institutional reporting group, only Clause 3 a. should be filled in. When the holder is a member of an institutional reporting group, Clauses 3 a. and 3 b. should be filled in.
 5. If the interested party is a corporation that is wholly owned (100%) by a single controlling shareholder, the name of the holder of sole control shall be stated in the "Holder's name" field and the notes at the bottom of the form shall include details of the corporation or corporations through which the shares are held, accompanied by any other relevant detail. On the other hand, if the interested party is a corporation held by more than one controlling shareholder or held by a number of interested parties, the name of the holding corporation shall be stated in the "Holder's name" field and the notes at the bottom of the form shall include details of the controlling shareholders or the interested parties which hold the holding corporation.
- * It should be noted whether it concerns dormant shares or securities convertible into dormant shares.
4. The interested party holds no shares or other securities in a held company of his, if the latter's activity is material to the activity of the reporting corporation.
 - The interested party holds shares or other securities in a held company of his, if the latter's activity is material to the activity of the reporting corporation, as set forth below:

1. Name of the 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: _____	Country: _____
Nature of the Connection to the Reporting Corporation: _____	
Type of Security: _____	Number of Security: _____
Quantity of Security: _____	Percentage Held of the Total of the Securities of the Same Type: _____ %
Percentage Held of the Capital: _____ %	Percentage Held of the Voting Power: _____ %

5. Further Details:

6. The date and time when the corporation first learned of the event or the matter:
01/05/2018 at 8:00 a.m.

*Names of the Signatories on behalf of the Corporation:
Ronit Shapira, Secretary of the Bank
Amit Levy, Legal Advisor to the Board of Directors
Signed on May 10th, 2018*

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: 01/05/2018

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:

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

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