

First International Bank of Israel Ltd.

No. at Companies Registrar: 520029083

To: The Securities Authority
www.isa.gov.il

To: The Tel Aviv Stock Exchange Ltd.
www.tase.co.il

T049 (public)

Transmitted on MAGNA: February 26, 2020
Reference: 2020-01-016756

Immediate Report of the Results of a Meeting
Regulation 36D of the Securities
(Periodic and Immediate Reports) Regulations, 5730-1970
Regulation 13 of the Securities
(Transaction between a Company and its Controlling
Shareholder) Regulations, 5761-2001
Regulation 22 of the Securities (Private Placement of Securities
in a Listed Company) Regulations, 5760-2000

Explanation: This form is used to report all types of meetings

Clarification: This form should be completed for each class of security with respect to which a notice was published with respect to the convening of a meeting (T-460)

1. Identification number for the meeting: 2020-01-008841

The number of the security on the Stock Exchange that entitled its holder to participate in the meeting: 593038.
The name on the Stock Exchange of the security granting entitlement: (First) International (Bank) NIS 0.05.

2. At a special meeting that was convened on February 26, 2020, with respect to which notice of convening the meeting was published, ref. no. 2020-01-008841, and at which the matters and the resolutions that were on the agenda:

Explanation: the matters should be completed in accordance with the order in which they appear on the last form T-460 that was published with respect to the aforesaid meeting.

Serial number	Details of the matter	Summary of the resolution	The meeting resolved
1	<p>Summary of the matter: <i>Approval of a remuneration policy pursuant to section 267A(a) of the Companies Law</i></p> <p>The type of majority required for the approval: <i>not an ordinary majority</i></p> <p>Classification of resolution according to the sections of the Companies Law (apart from sections 275 and 320(f) of the Companies Law): <i>Approval of a remuneration policy pursuant to section 267A(a) of the Companies Law</i></p> <p>Transaction between the company and a controlling shareholder as stated in sections 275 and 320(f) of the Companies Law. <i>No.</i></p> <p>Type of transaction / matter for vote:</p>	<p><i>To approve the remuneration policy for the officers at the bank, which is attached as Annex A of the report convening the meeting, pursuant to section 267A of the Companies Law.</i></p>	<p><i>To approve it.</i></p>

Details of voting on resolutions where the majority required for approval is not an ordinary majority:

<p>1. a. Summary of the matter: <i>Approval of a remuneration policy pursuant to section 267A(a) of the Companies Law</i></p> <p>b. The meeting resolved: <i>To approve it.</i></p> <p>c. The resolution concerns the matter: _____</p>			
	Quantity	Voting for	Voting against
The total voting rights	100,330,040		
The shares/securities that participated in the vote	88,405,179		
The shares/securities that were included in the vote count for the purpose of voting	88,401,065	Quantity: 80,256,070 Their percentage of the quantity: 90.79%	Quantity: 8,144,995 Their percentage of the quantity: 9.21%
The shares/securities that participated in the vote and were not classified as having a personal interest (1)	39,906,351	Quantity: 31,761,358 Their percentage (2): 79.59%	Quantity: 8,144,995 Their percentage (2): 20.41%
<p>General: the percentage of the quantity is always in relation to the 'quantity' column in that line.</p> <p>(1) The quantity of the shares/securities that took part in the vote and were not classified as shares whose owners have a personal interest or as shares that are not controlling shares, and for the purpose of appointing outside directors, do not have a personal interest in approval of the appoint, except a personal interest that is not as a result of relationships with the controlling shareholder.</p> <p>(2) The percentage of the vote for or against approval of the transaction out of the total persons voting who do not have a personal interest in the transaction or who are not controlling owners or persons with a personal interest in approval of the appointment, except a personal interest that is not as a result of relationships with the controlling shareholder.</p> <p>The percentage of the vote for approval of the transaction out of the total votes that are not controlling owners of the company or that do not have a personal interest in the approval of the resolution: <i>79.59%</i>.</p> <p>The percentage of persons voting against out of the voting rights in the company: <i>8.12%</i>.</p> <p><i>The quantity of the shares that took part in the vote includes 4,114 shares that took part and abstained in the vote.</i></p> <p>Explanation: an explanation should be added if the quantity of the shares that took part in the vote is larger than the quantity of the shares that were included in the vote count for voting.</p> <p>The company classified a shareholder who voted against the transaction as having a personal interest: <i>no</i>.</p> <p>The company classified a shareholder in a manner different from the classification with which he classified himself: <i>no</i>.</p>			

3. Details of the voters at the meeting who are institutions, have a personal interest or are senior officers:

Please note: by clicking twice on the buttons, it is possible to cancel the selection possibility for attaching a file or completing the table.

- File in PDF format *Results-of-26-2-20-meeting.isa.pdf*. The file will include, for each voter, the details required in this form.
- File in TXT format _____.

Note: Further to the Notice to Corporations, it is possible to use the 'Processing of Voting Results' tool, which can assist in producing the details required for reporting. The responsibility for the correctness and completeness of the details pursuant to the statute rests with the reporting corporation only. After a trial period of several months, the possibility of reporting the details of the votes of institutions in PDF

format will be canceled, and the reports will be made only in the format of standard text format (TXT) as has been defined.

The 'Processing of Voting Results' tool can be downloaded from the Authority's site: [here](#)

- Details of the vote in accordance with the numbering of the matters stated in section 1 above:

Serial no.	Numbering of the matter on the agenda	Surname of the holder of the shares or the securities or name of the corporation (Hebrew) (1)	Forename of the holder of the shares or the securities	Quantity of securities	Personal interest (2)	Manner of voting	Proxy form or power of attorney
1	Matter _____	_____	_____	_____	_____	_____	_____

The form can include up to 40 lines (in each line, information about one holder of securities who voted at the meeting). In a case where the list of voters is larger than 40, you should continue to complete the details for the additional voters on an additional form.

Explanations:

- (1) The full name should be entered as stated at the Companies Registrar or in the identity card.
- (2) Whether it is a personal interest of the shareholder or the holder of securities or a personal interest of the person holding the power of attorney.

In this column of the table, the information should be completed in accordance with the following details:

- In a case of approval for holding the two offices of chairman and CEO (pursuant to section 121(c) of the Companies Law) – you should indicate 'yes' for a voter who is a controlling owner or someone who has a personal interest in the approval of the resolution;
- In a case of an appointment of an outside director (pursuant to section 239(b) of the Companies Law) – you should indicate 'yes' for a voter who is a controlling owner or someone who has a personal interest in approving the appointment, except a personal interest that is not as a result of relationships with the controlling shareholder;
- In a case of an exceptional transaction with a controlling shareholder or in which the controlling shareholder has a personal interest (pursuant to section 275 of the Companies Law) – you should indicate 'yes' for a voter who has a personal interest in the approval of the transaction;
- In a case of a resolution pursuant to section 350 of the Companies Law, or a resolution to change a trust deed at a meeting of holders of certificates of indebtedness – you should indicate 'yes' for a voter who has a personal interest, in accordance with the resolution.

1 Surname of the shareholder or the holder of the securities (Hebrew) or name of the corporation (Hebrew): _____

Forename of the shareholder or the holder of the securities (Hebrew): _____

Surname of the shareholder or the holder of the securities or name of the corporation (in a foreign language): _____

Forename of the shareholder or the holder of the securities (in a foreign language): _____

Type of identification number: _____

Identification number: _____

Participation at the meeting is by virtue of a holding of securities whose number is: _____

The place of incorporation of the shareholder or the holder of the securities, or the passport country: _____

Name of person holding the power of attorney: _____

Type of identification number of the person holding a power of attorney: _____

Country of passport: _____

If the company knows of any relationship between the voter (who does not have a personal interest) and the company or any of its controlling shareholders, including an employment relationship, business relationship, etc. – details of their nature:

4. This report is being filed as a follow-up to the following report(s):

Report	Date of publication	Ref. no.
_____	_____	_____

Details of the authorized signatories for signing on behalf of the corporation:

	Name of signatory	Position
1	Aviad Biller, Adv.	Secretary of the company _____

Explanation: pursuant to regulation 5 of the Periodic and Immediate Reports Regulations (5730-1970), a report that is filed pursuant to these regulations will be signed by the persons authorized to sign on behalf of the corporation. The position of the Authority's staff on the matter can be found on the Authority's site: [click here](#).

Reference numbers of previous documents on the matter (the reference does not constitute inclusion by way of reference):
2020-01-008841

The corporation's securities are listed on the Tel Aviv Stock Exchange

Date of update of the structure of the form: February 18, 2020

Short name: International

Address: 42 Rothschild Street, Tel Aviv 66883 Telephone: 03-5196223, 03-5196111

Fax: 03-5100316

Email: MAZKIR@FIBIMAIL.CO.IL The company's site: www.fibi.co.il

Former names of the reporting entity:

Name of electronic reporter: Aviad Biller Position: secretary of the bank

Name of employing company:

Address: 42 Rothschild Street, Tel Aviv 66883 Telephone: 03-5196223 Fax. 03-5100316

Email: biller.a@fibi.co.il