

FIRST INTERNATIONAL BANK OF ISRAEL LTD.

Registrar Number: 520029083

To: Israel Securities Authority www.isa.gov.il	To: Tel Aviv Stock Exchange Ltd. www.tase.co.il	T049 (public)	Magna transmission date: 10/06/2021 Reference: 2021-01-037597
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IMMEDIATE REPORT ON 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 Offering of Securities in a Listed Company) Regulations, 5760-2000

Explanation: This form is used for reporting all types of meetings

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

1. Meeting identification number: 2021-01-077976

Stock exchange number of security entitling the holder to participate in the meeting 593038

Stock exchange name of the entitling security: FIBI NIS 0.05

2. At an annual meeting convened on 10/06/2021, notice of the convening of which was published in the form bearing the reference no. 2021-01-077976 and at which the items and resolutions on the agenda were:

Explanation: The items should be completed in the order in which they appear on the last form T460 that was published in connection with the aforesaid meeting.

Serial no.	Item numbering on the agenda (according to meeting convening report T460)	Item details	Resolution summary	Resolved by the meeting
1	Item 1	<p><i>Item summary:</i></p> <p><i>Appointment of Mr. Ilan Aish to a third term of office of three years as an outside director at the Bank, pursuant to Proper Conduct of Banking Business Directive 301, commencing on June 10, 2021.</i></p> <p><i>Type of majority required for approval:</i></p> <p><i>Simple majority</i></p> <p><i>Classification of resolution pursuant to sections in the Companies Law (excluding Sections 275 and 320(f) of the Companies Law); appointment or dismissal of a director as set forth in</i></p>	<p><i>To appoint Mr. Ilan Aish for a third term of office of three years as an outside director at the Bank, pursuant to Proper Conduct of Banking Business Directive 301, commencing on June 10, 2021.</i></p>	<p><i>To approve</i></p>

		<p><i>Sections 59 and 230 of the Companies Law</i></p> <p><i>No</i></p> <p><i>Transaction between the company and its controlling shareholders as set forth in Sections 275 and 320(f) of the Companies Law.</i></p> <p><i>Type of transaction / voting item:</i></p> <p>_____</p>		
2	<i>Item 2</i>	<p><i>Item summary:</i></p> <p><i>Appointment of Mr. Hanoch Dov Goldfriend for a third term of office of three years as an outside director at the Bank, pursuant to Proper Conduct of Banking Business Directive 301, commencing on July 16, 2021.</i></p> <p><i>Type of majority required for approval:</i></p> <p><i>Simple majority</i></p> <p><i>Classification of resolution pursuant to sections in the Companies Law (excluding Sections 275 and 320(f) of the Companies Law); appointment or dismissal of a director as set forth in Sections 59 and 230 of the Companies Law</i></p> <p><i>No</i></p> <p><i>Transaction between the company and its controlling shareholders as set forth in Sections 275 and 320(f) of the Companies Law.</i></p> <p><i>Type of transaction / voting item:</i></p> <p>_____</p>	<i>To appoint Mr. Hanoch Dov Goldfriend for a third term of office of three years as an outside director at the Bank, pursuant to Proper Conduct of Banking Business Directive 301, commencing on July 16, 2021.</i>	<i>To approve</i>
3	<i>Item 3</i>	<p><i>Item summary:</i></p> <p><i>Appointment of Mr. Ronen Harel for a second term of office of three years as an outside director at the Bank, pursuant to the Companies Law, commencing on June 10, 2021.</i></p> <p><i>Type of majority required for approval:</i></p> <p><i>Not a simple majority</i></p> <p><i>Classification of resolution pursuant to sections in the Companies Law (excluding Sections 275 and 320(f) of the Companies Law); appointment /extension of the term of office of an outside director as set forth in Sections 239(b) or 245 of the Companies Law</i></p> <p><i>No</i></p> <p><i>Transaction between the company and its controlling shareholders as set forth in Sections 275 and 320(f) of the Companies Law.</i></p> <p><i>Type of transaction / voting item:</i></p> <p>_____</p>	<i>To appoint Mr. Ronen Harel for a second term of office of three years as an outside director at the Bank, pursuant to the Companies Law, commencing on June 10, 2021.</i>	<i>To approve</i>

4	Item 4	<p><i>Item summary:</i> Approval of amendments to the existing framework transaction relating to the Bank entering directors and officers liability insurance policies and amendment of the officer remuneration policy accordingly.</p> <p><i>Type of majority required for approval:</i> Not a simple majority</p> <p><i>Classification of resolution pursuant to sections in the Companies Law (excluding Sections 275 and 320(f) of the Companies Law): Declaration: There is no appropriate field for classification</i></p> <p><i>Yes</i> Transaction between the company and its controlling shareholders as set forth in Sections 275 and 320(f) of the Companies Law.</p> <p><i>Type of transaction / voting item:</i> Indemnification, exemption and/or insurance</p>	<p><i>To approve amendments to the existing framework transaction relating to the Bank entering directors and officers liability insurance policies and amendment of the officer remuneration policy accordingly.</i></p>	<p><i>To approve</i></p>
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Details on voting on resolutions where the majority required for approval is not a simple majority:

- 1 a. Item summary: *Appointment of Mr. Ilan Aish for a third term of office of three years as an outside director at the Bank, pursuant to Proper Conduct of Banking Business Directive 301, commencing on June 10, 2021.*
- b. Resolved by the meeting: *To approve*
- c. The resolution concerns the item: _____

	Quantity	Votes in favor	Votes against
Total voting rights	_____		
The shares / securities participating in voting	_____		
The shares / securities included in the vote count for voting purposes	_____	Quantity: _____ Percentage of the quantity: _____%	Quantity: _____ Percentage of the quantity: _____%
The shares / securities participating in voting and not classified as having a personal interest (1)	_____	Quantity: _____ Percentage (2): _____%	Quantity: _____ Percentage (2): _____%

General: The percentage of the quantity is always in reference to the "Quantity" column in the same row.

(1) The quantity of shares / securities participating in voting and not classified as shares whose owners have a personal interest or as shares held by the controlling shareholder, and with respect to the appointment of outside directors, not having a personal interest in the approval of the appointment, with the exception of a personal interest that is not a result of a relationship with the controlling shareholder.

(2) The percentage of votes in favor / against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties who have a personal interest in the approval of the appointment, with the exception of a personal interest that is not a result of a relationship with the controlling shareholder.

Percentage of votes in favor of approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in the approval of the resolution: _____%

Percentage of voters against, of the total voting rights in the company: _____%

Explanation: Add an explanation if the number of shares participating in voting is greater than the number of shares included in the vote count for voting purposes.

_____The company classified a shareholder who voted against the transaction as having a personal interest

_____The company classified a shareholder differently than the shareholder's self-classification

2 a. Item summary: *Appointment of Mr. Hanoch Dov Goldfriend for a third term of office of three years as an outside director at the Bank, pursuant to Proper Conduct of Banking Business Directive 301, commencing on July 16, 2021.*

b. Resolved by the meeting: *To approve*

c. The resolution concerns the item: _____

	Quantity	Votes in favor	Votes against
Total voting rights	_____		
The shares / securities participating in voting	_____		
The shares / securities included in the vote count for voting purposes	_____	Quantity: _____ Percentage of the quantity: _____%	Quantity: _____ Percentage of the quantity: _____%
The shares / securities participating in voting and not classified as having a personal interest (1)	_____	Quantity: _____ Percentage (2): _____%	Quantity: _____ Percentage (2): _____%

General: The percentage of the quantity is always in reference to the "Quantity" column in the same row.

(1) The quantity of shares / securities participating in voting and not classified as shares whose owners have a personal interest or as shares held by the controlling shareholder, and with respect to the appointment of outside directors, not having a personal interest in the approval of the appointment, with the exception of a personal interest that is not a result of a relationship with the controlling shareholder.

(2) The percentage of votes in favor / against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties who have a personal interest in the approval of the appointment, with the exception of a personal interest that is not a result of a relationship with the controlling shareholder.

Percentage of votes in favor of approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in the approval of the resolution: _____%

Percentage of voters against, of the total voting rights in the company: _____%

Explanation: Add an explanation if the number of shares participating in voting is greater than the number of shares included in the vote count for voting purposes.

_____The company classified a shareholder who voted against the transaction as having a personal interest

_____The company classified a shareholder differently than the shareholder's self-classification

3 a. Item summary: *Appointment of Mr. Ronen Harel for a second term of office of three years as an outside director at the Bank, pursuant to the Companies Law, commencing on June 10, 2021.*

b. Resolved by the meeting: *To approve*

c. The resolution concerns the item: _____

	Quantity	Votes in favor	Votes against
Total voting rights	100,330,040		
The shares / securities participating in voting	87,602,831		
The shares / securities included in the vote count for voting purposes	87,602,831	Quantity: 86,874,009 Percentage of the quantity: 99.17%	Quantity: 728,822 Percentage of the quantity: 0.83%
The shares / securities participating in voting and not classified as having a personal interest (1)	39,108,117	Quantity: 38,379,295 Percentage (2): 98.14%	Quantity: 728,822 Percentage (2): 1.86%

General: The percentage of the quantity is always in reference to the "Quantity" column in the same row.

(1) The quantity of shares / securities participating in voting and not classified as shares whose owners have a personal interest or as shares held by the controlling shareholder, and with respect to the appointment of outside directors, not having a personal interest in the approval of the appointment, with the exception of a personal interest that is not a result of a relationship with the controlling shareholder.

(2) The percentage of votes in favor / against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties who have a personal interest in the approval of the appointment, with the exception of a personal interest that is not a result of a relationship with the controlling shareholder.

Percentage of votes in favor of approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in the approval of the resolution: 98.14%

Percentage of voters against, of the total voting rights in the company: 0.73%

Explanation: Add an explanation if the number of shares participating in voting is greater than the number of shares included in the vote count for voting purposes.

No The company classified a shareholder who voted against the transaction as having a personal interest

No The company classified a shareholder differently than the shareholder's self-classification

4 a. Item summary: *Approval of amendments to the existing framework transaction relating to the Bank entering directors and officers liability insurance policies and amendment of the officer remuneration policy accordingly.*

b. Resolved by the meeting: *To approve*

c. The resolution concerns the item: *Indemnification, exemption and/or insurance*

	Quantity	Votes in favor	Votes against
Total voting rights	100,330,040		
The shares / securities participating in voting	87,602,831		
The shares / securities included in the vote count for voting purposes	87,602,820	Quantity: 87,583,198 Percentage of the quantity: 99.98%	Quantity: 19,622 Percentage of the quantity: 0.02%
The shares / securities participating in voting and not classified as having a personal interest (1)	39,108,106	Quantity: 39,088,484 Percentage (2): 99.95%	Quantity: 19,622 Percentage (2): 0.05%

General: The percentage of the quantity is always in reference to the "Quantity" column in the same row.

(1) The quantity of shares / securities participating in voting and not classified as shares whose owners have a personal interest or as shares held by the controlling shareholder, and with respect to the appointment of outside directors, not having a personal interest in the approval of the appointment, with the exception of a personal interest that is not a result of a relationship with the controlling shareholder.

(2) The percentage of votes in favor / against approval of the transaction, of the total voters who do not have a personal interest in the transaction / who are not controlling shareholders or parties who have a personal interest in the approval of the appointment, with the exception of a personal interest that is not a result of a relationship with the controlling shareholder.

Percentage of votes in favor of approval of the transaction, of the total voters who are not controlling shareholders of the company / who do not have a personal interest in the approval of the resolution: 99.95%

Percentage of voters against, of the total voting rights in the company: 0.02%

11 shares abstained in the vote and were included in the quantity of shares participating in voting.

Explanation: Add an explanation if the number of shares participating in the vote is greater than the number of shares included in the vote count for voting purposes.

No The company classified a shareholder who voted against the transaction as having a personal interest

No The company classified a shareholder differently than the shareholder's self-classification

3. Details of voters at the meeting who are institutional entities, interested parties or senior officers

Please note, by double clicking on the button you can cancel the selection option for attaching a file or completing the table.

- ☐ File in PDF format _____. The file shall include, for each voter, the data required in this form.
- ☒ File in TXT format txt.2021-01-077976_49

Note: Further to the [Notice to Corporations](#), it is possible to use the "voting results processing" tool, which can assist in generating the details required for reporting. The responsibility for the correctness and completeness of the details pursuant to the law rests with the reporting corporation only. After a trial period of several months, the option to report the voting details of institutional entities in PDF format will be cancelled and the reports will only be made in a standard file format (TXT) as defined.

The "voting results processing" tool may be downloaded from the Authority's website: [Here](#)

- ☐ Voting details, according to the item numbering specified in Section 1 above.

Serial no.	Item numbering on the agenda	Last name of the shareholder or the security holder / corporation name (Hebrew) (1)	First name of the shareholder or the security holder	Quantity of securities	Personal interest (2)	Voting method	Voting instrument / proxy
1	Item _____	_____	_____	_____	_____	_____	_____

The form can include up to 40 lines (each line contains information about one security holder who voted at the meeting). If the list consists of more than 40 voters, continue entering the information for the additional voters on an additional form.

Explanations:

(1) Enter the full name, as recorded at the Companies Registrar or on the identity card.

(2) Whether it is a personal interest of the shareholder or the security holder, or a personal interest of the proxy.

In this column of the table, enter the data according to the following specifications:

- In the case of approval for holding dual offices of chairperson – CEO (pursuant to Section 121(c) of the Companies Law) – mark "Yes" for a voter who is a controlling shareholder or who has a personal interest in the approval of the resolution;
- In the case of the appointment of an outside director (pursuant to Section 239(b) of the Companies Law) – mark "Yes" for a voter who is a controlling shareholder or who has a personal interest in the approval of the appointment, with the exception of a personal interest that is not a result of a relationship with the controlling shareholder;

- In the 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) – mark "Yes" for a voter who has a personal interest in the approval of the transaction;
- In the case of a resolution pursuant to Section 350 of the Companies Law, or a resolution to change a trust deed at a meeting of bondholders – mark "Yes" for a voter who has a personal interest, according to the resolution.

1 Last name of the shareholder or the security holder (Hebrew) / corporation name (Hebrew):

First name of the shareholder or the security holder (Hebrew): _____

Last name of the shareholder or the security holder / corporation name (foreign language):

First name of the shareholder or the security holder (foreign language): _____

Type of identification number: _____

Identification number: _____

Participation in the meeting is by virtue of holding security number: _____

Place of incorporation of the shareholder or the security holder / passport country: _____

Name of the proxy: _____

Type of identification number of the proxy: _____

Identification no. of the proxy: _____

Passport country: _____

If the company is aware of any relationship between the voter (who does not have a personal interest) and the company or any of its controlling shareholders, including an employer-employee relationship, business relationship, etc. – specify the nature of said relationship:

4. This report is submitted further to the report/s listed below:

Report	Publication date	Reference number
_____	_____	_____

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

	Name of signatory	Position
1	<i>Aviad Biller, Adv.</i>	<i>Company Secretary</i> _____

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

Reference numbers of previous documents on the matter (the citation does not constitute inclusion by way of reference):

2021-01-077970 2021-01-077976

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

Form structure revision date: 04/05/2021

Abbreviated name: FIBI

Address: 42 Rothschild, Tel Aviv 66883 Telephone: 03-5196223, 03-5196111 Fax: 03-5100316

E-mail: MAZKIR@FIBIMAIL.CO.IL Company website: www.fibi.co.il

Previous names of reporting entity:

Name of electronic reporter: Biller Aviad Position: Bank Secretary Name of employing company:

Address: 42 Rothschild, Tel Aviv 66883 Telephone: 03-5196223 Fax: 03-5100316 E-mail: biller.a@fibi.co.il