

ISRAEL DISCOUNT BANK LTD.

Registration no.: 520007030

FAO: Israel Securities Authority
www.isa.gov.il

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

T049 (Public)

Magna transmission date: February 28, 2023
Reference No.: 2023-01-022248

IMMEDIATE REPORT REGARDING RESULTS OF A GENERAL MEETING

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

1. Identifying number for the General Meeting: 2023-01-010734

Stock Exchange registration number of the security entitling the holder thereof to participate in the general meeting: 691212

Stock Exchange name of the entitling security: ... Discount A Ordinary Shares of NIS 0.1

2. At the Annual General Meeting that was held on: February 28, 2023, the notice regarding the convening of which was published under report reference: 2023-01-010734, the following topics were placed on the agenda and the resolutions relating thereto were decided upon as shown:

Serial No.	Number of Topic on Agenda (According to General Meeting Call Report T460)	Details of the Topic	Summary of Resolution	The General Meeting Resolved
1	Topic 1	<p>Summary of topic: <i>Approval of the compensation policy for the Bank's officers, in accordance with Section 267A of the Companies Law, 1999.</i></p> <p>The type of majority required to pass <i>is not a simple majority</i></p> <p>Classification of the resolution pursuant to Sections of the Companies Law (apart from Sections 275 and 320(f) of the Companies Law): <i>Approval of compensation policy in accordance with Section 267A(a) of the Companies Law</i></p>	<p><i>To approve the compensation policy for the Bank's officers which is attached as Appendix A to the General Meeting Call Report, in accordance with Section 267A of the Companies Law. In addition, to approve that, in accordance with the Law for the Compensation of Officers of Financial Corporations (Special Approval and Non-Allowance of Expense for Tax Purposes due to Excessive Compensation), 2016 ("the Compensation Law"), the compensation for officers who report to the CEO, may exceed – in accordance with the provisions of the compensation policy and the approvals prescribed therein – the</i></p>	<p><i>To approve</i></p>

		Transaction between the Company and a Controlling Shareholder thereof as referred to in Sections 275 and 320(f) of the Companies Law: <i>No</i> Type of transaction/topic to be voted on: _____	<i>amount prescribed in Section 2(a) of the Compensation Law.</i>	
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Details of the voting on the resolutions for which the majority required is not a simple majority:

1

- a. Summary of the topic: *Approval of the compensation policy for the Bank's officers, in accordance with Section 267A of the Companies Law, 1999.*
- b. The General Meeting resolved: *To approve*
- c. The resolution deals with the topic of: _____

	Quantity	Votes For	Votes Against
Total Voting Rights	1,237,011,293		
Shares/Securities That Participated in the Vote	945,928,827		
Shares/Securities Included in the Count of Votes for Voting Purposes	945,928,827	Quantity: 898,828,230 % of Qty: 95.02%	Quantity: 47,100,597 % of Qty: 4.98%
Shares/Securities That Participated in the Vote and Were Not Classified as Having a Personal Interest (1)	945,926,247	Quantity: 898,828,230 % of Qty(2): 95.02%	Quantity: 47,098,017 % of Qty (2): 4.98%

General: The percentage is always in relation to the "Quantity" column on the same line.

(1) Quantity of shares/securities that participated in the vote and were not classified as shares of holders with a personal interest/as shares of controlling shareholders and, for the purpose of appointing an external director, do not have a personal interest in approving the appointment, other than a personal interest that does not result from ties with the controlling shareholder.

(2) Percentage of the vote for/against approving the transaction out of the total of those voting who do not have a personal interest in the transaction/who are not controlling shareholders or those with a personal interest in approving the appointment, other than a personal interest that does not result from ties with the controlling shareholder.

Percentage of the vote in favor in favor of approving the transaction out of the total voters who are not controlling shareholders of the Company/who do not have a personal interest in approving the resolution: 95.02%

Percentage of voters against out of the total voting rights of the Company: 3.81%

Has the Company classified a shareholder that voted against the transaction as having a personal interest: *No*

Has the Company classified a shareholder other than in accordance with the manner in which it has classified itself: *No*

3. Details of those voting at the General Meeting that are institutions, interested parties or senior officers:
The Hebrew original of this report included voting details with regard to institutional investors

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

Report	Publication Date	Reference Number
Original	January 23, 2023	2023-01-010734

Details of signatories authorized to sign in the name of the Corporation:

	Name of Signatory	Position
1	Adv. Michal Sokolov-Danoch	Other Corporate Secretary of the Bank
2	Joseph Beressi	Other Senior Executive Vice President, Chief Accountant and Head of Accounting Division

Note to the table attached pursuant to Regulation 36(d) of the Securities Regulations (Periodic and Immediate Reports), 5730-1970:

“With regard to additional ties between the voters at the General Meeting who are institutional investors and the Bank or the Bank’s senior officers – bearing in mind that the Bank provides banking services to a general public clientele, it is possible that the Bank or its subsidiaries/related companies could have business relations with persons who are institutional investors that vote at the General Meeting, or their proxies, during the normal course of the Bank’s regular business. In addition, it is possible that these institutional investors could have retail business relations with persons who are senior officers of the Bank.”

Reference numbers of previous documents relating to this topic (their mention does not constitute their inclusion by way of reference):

2023-01-10734

The securities of the Corporation are listed for trade on the Tel Aviv Stock Exchange Date of updating structure of form 21/02/2023
Abbreviated name: Discount
Address: 23 Yehuda Halevi St., Tel Aviv 6513601, Israel Tel: 972-3-9439111; Fax: 972-3-5171674
Email: michal.sd@dbank.co.il

Prior names of the reporting entity:

Name of person making electronic report: Sokolov-Danoch, Michal Position: Corporate Secretary Name of Employing Company:
Address: 23 Yehuda Halevi St., Tel Aviv 6513601, Israel Tel: +972-3-5145582; Fax: +972-3-5171674 Email: michal.sd@dbank.co.il

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In the case of any discrepancy between the English and Hebrew versions, the Hebrew will prevail.**