

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: August 2, 2022
Reference No.: 2022-01-098110

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: 2022-01-079594

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: August 2, 2022, the notice regarding the convening of which was published under report reference: 2022-01-079594, 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	Summary of topic: Discussion of the Financial Statements and the Report of the Board of Directors of the Bank for the year ended December 31, 2021 The type of majority required to pass _____ Classification of the resolution pursuant to Sections of the Companies Law (apart from Sections 275 and 320(f) of the Companies Law): Declaration: There is no appropriate classification field Transaction between the Company and a Controlling Shareholder thereof as referred to in Sections 275 and	No resolution is required.	Only to report

		<p>320(f) of the Companies Law: <i>No</i></p> <p>Type of transaction/topic to be voted on:</p> <hr/>		
2	Topic 2	<p>Summary of topic: Appointment of independent auditors and authorization of the Bank's Board of Directors to fix their fees</p> <p>The type of majority required to pass is a simple majority</p> <p>Classification of the resolution pursuant to Sections of the Companies Law (apart from Sections 275 and 320(f) of the Companies Law): Declaration: There is no appropriate classification field</p> <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></p> <p>Type of transaction/topic to be voted on:</p> <hr/>	To reappoint Ziv Haft as independent auditors and Somekh Chaikin as independent auditors until the end of the General Meeting for 2023 and to authorize the Bank's Board of Directors to fix the fees of the independent auditors.	To approve
3	Topic 3	<p>Summary of topic: To appoint Mr. Danny Yamin as a director with the status of external director, as this is defined in Directive 301 of the Proper Conduct of Banking Business Directives, for a period of three years.</p> <p>The type of majority required to pass is a simple majority</p> <p>Classification of the resolution pursuant to Sections of the Companies Law (apart from Sections 275 and 320(f) of the Companies Law): Appointment or dismissal of a director as referred to in Sections 59 and 230 of the Companies Law</p> <p>Transaction between the Company and a Controlling</p>	To appoint Mr. Danny Yamin as a director with the status of external director, as this is defined in Directive 301 of the Proper Conduct of Banking Business Directives, for a period of three years, with effect from February 1, 2023, and subject to receiving the consent or non-objection of the Supervisor of Banks to the appointment.	To approve

		<p>Shareholder thereof as referred to in Sections 275 and 320(f) of the Companies Law: No</p> <p>Type of transaction/topic to be voted on: _____</p>		
4	Topic 4	<p>Summary of topic: To appoint Mr. Guy Richker as a director of the Bank with the status of external director, as this is defined in Directive 301 of the Proper Conduct of Banking Business Directives, for a period of three years.</p> <p>The type of majority required to pass is a simple majority</p> <p>Classification of the resolution pursuant to Sections of the Companies Law (apart from Sections 275 and 320(f) of the Companies Law): Appointment or dismissal of a director as referred to in Sections 59 and 230 of the Companies Law</p> <p>Transaction between the Company and a Controlling Shareholder thereof as referred to in Sections 275 and 320(f) of the Companies Law: No</p> <p>Type of transaction/topic to be voted on: _____</p>	<p>To appoint Mr. Guy Richker as a director of the Bank with the status of external director, as this is defined in Directive 301 of the Proper Conduct of Banking Business Directives, for a period of three years, with effect from February 1, 2023, subject to receiving the consent or non-objection of the Supervisor of Banks to the appointment.</p>	Not to approve
5	Topic 5	<p>Summary of topic: Amendment of the Compensation Policy for the Bank's officers pursuant to Section 267A of the Companies Law, 1999.</p> <p>The type of majority required to pass is not a simple majority</p> <p>Classification of the resolution pursuant to Sections of the Companies Law (apart from Sections 275 and 320(f) of the Companies Law): Approval of a compensation policy</p>	<p>To approve the amendment to the Compensation Policy for the Bank's officers as set forth in Appendix A, which is attached to the General Meeting Call Report, pursuant to Section 267A of the Companies Law.</p>	To approve

		<p>pursuant to Section 267A of the Companies Law</p> <p>Transaction between the Company and a Controlling Shareholder thereof as referred to in Sections 275 and 320(f) of the Companies Law: No</p> <p>Type of transaction/topic to be voted on: _____</p>		
6	Topic 6	<p>Summary of topic: Approval of the update to the terms of service of the Chairman of the Board of Directors, Mr. Shaul Kobrinsky, and amendment of the officers' Compensation Policy accordingly.</p> <p>The type of majority required to pass is not a simple majority</p> <p>Classification of the resolution pursuant to Sections of the Companies Law (apart from Sections 275 and 320(f) of the Companies Law): Transaction with a director with regard to terms of service and employment pursuant to Section 273(b) of the companies Law</p> <p>Transaction between the Company and a Controlling Shareholder thereof as referred to in Sections 275 and 320(f) of the Companies Law: No</p> <p>Type of transaction/topic to be voted on: _____</p>	To approve the update to the terms of service of the Chairman of the Board of Directors, Mr. Shaul Kobrinsky, and amendment of the officers' Compensation Policy accordingly.	Not to approve

Details of the voting on the resolutions for which the majority required is not a simple majority:

1

- a. Summary of the topic: Discussion of the Financial Statements and the Report of the Board of Directors of the Bank for the year ended December 31, 2021
- b. The General Meeting resolved: Only to report
- c. The resolution deals with the topic of: _____

	Quantity	Votes For	Votes Against
Total Voting Rights	_____		
Shares/Securities That Participated in the Vote	_____		
Shares/Securities Included in the Count of Votes for Voting Purposes	_____	Quantity: _____ % of Qty: _____%	Quantity: _____ % of Qty: _____%
Shares/Securities That Participated in the Vote and Were Not Classified as Having a Personal Interest (1)	_____	Quantity: _____ % of Qty (2): _____%	Quantity: _____ % of Qty (2): _____%

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: _____%

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

Has the Company classified a shareholder that voted against the transaction as having a personal interest: _____

Has the Company classified a shareholder other than in accordance with the manner in which it has classified itself: _____

2

- a. Summary of the topic: Appointment of independent auditors and authorization of the Bank’s Board of Directors to fix their fees
- b. The General Meeting resolved: To approve
- c. The resolution deals with the topic of: _____

	Quantity	Votes For	Votes Against
Total Voting Rights	_____		
Shares/Securities That Participated in the Vote	_____		
Shares/Securities Included in the Count of Votes for Voting Purposes	_____	Quantity: _____ % of Qty: _____%	Quantity: _____ % of Qty: _____%

	Quantity	Votes For	Votes Against
Shares/Securities That Participated in the Vote and Were Not Classified as Having a Personal Interest (1)	_____	Quantity: _____ % of Qty (2): _____%	Quantity: _____ % of Qty (2): _____%

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: _____%

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

Has the Company classified a shareholder that voted against the transaction as having a personal interest: _____

Has the Company classified a shareholder other than in accordance with the manner in which it has classified itself: _____

3

- a. Summary of the topic: To appoint Mr. Danny Yamin as a director with the status of external director, as this is defined in Directive 301 of the Proper Conduct of Banking Business Directives, for a period of three years.
- b. The General Meeting resolved: To approve
- c. The resolution deals with the topic of: _____

	Quantity	Votes For	Votes Against
Total Voting Rights	_____		
Shares/Securities That Participated in the Vote	_____		
Shares/Securities Included in the Count of Votes for Voting Purposes	_____	Quantity: _____ % of Qty: _____%	Quantity: _____ % of Qty: _____%
Shares/Securities That Participated in the Vote and Were Not Classified as Having a Personal Interest (1)	_____	Quantity: _____ % of Qty (2): _____%	Quantity: _____ % of Qty (2): _____%

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: _____%

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

Has the Company classified a shareholder that voted against the transaction as having a personal interest: _____

Has the Company classified a shareholder other than in accordance with the manner in which it has classified itself: _____

4

a. Summary of the topic: To appoint Mr. Guy Richker as a director of the Bank with the status of external director, as this is defined in Directive 301 of the Proper Conduct of Banking Business Directives, for a period of three years.

b. The General Meeting resolved: Not to approve

c. The resolution deals with the topic of: _____

	Quantity	Votes For	Votes Against
Total Voting Rights	_____		
Shares/Securities That Participated in the Vote	_____		
Shares/Securities Included in the Count of Votes for Voting Purposes	_____	Quantity: _____ % of Qty: _____%	Quantity: _____ % of Qty: _____%
Shares/Securities That Participated in the Vote and Were Not Classified as Having a Personal Interest (1)	_____	Quantity: _____ % of Qty (2): _____%	Quantity: _____ % of Qty (2): _____%

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: _____%

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

Has the Company classified a shareholder that voted against the transaction as having a personal interest: _____

Has the Company classified a shareholder other than in accordance with the manner in which it has classified itself: _____

5

- a. Summary of the topic: Amendment of the Compensation Policy for the Bank’s officers pursuant to 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	907,751,578		
Shares/Securities Included in the Count of Votes for Voting Purposes	907,645,593	Quantity: 876,602,460 % of Qty: 96.58%	Quantity: 31,043,133 % of Qty: 3.42%
Shares/Securities That Participated in the Vote and Were Not Classified as Having a Personal Interest (1)	907,645,593	Quantity: 876,602,460 % of Qty (2): 96.58%	Quantity: 31,043,133 % of Qty (2): 3.42%

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: 96.58%

Percentage of voters against out of the total voting rights of the Company: 2.51%

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

6

- a. Summary of the topic: Approval of the update to the terms of service of the Chairman of the Board of Directors, Mr. Shaul Kobrinsky, and amendment of the officers' Compensation Policy accordingly.
- 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	907,751,578		
Shares/Securities Included in the Count of Votes for Voting Purposes	907,658,522	Quantity: 867,720,858 % of Qty: 95.60%	Quantity: 39,937,664 % of Qty: 4.40%
Shares/Securities That Participated in the Vote and Were Not Classified as Having a Personal Interest (1)	907,658,522	Quantity: 867,720,858 % of Qty: 95.60%	Quantity: 39,937,664 % of Qty: 4.40%

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: 95.60%

Percentage of voters against out of the total voting rights of the Company: 3.23%

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 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	June 27, 2022	2022-01-079594

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):

2022-01-061942 **2022-01-079594** **2022-01-094939**

The securities of the Corporation are listed for trade on the Tel Aviv Stock Exchange Date of updating structure of form 07/06/2022

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: Tenne, Ayelet Position: Lawyer, General Secretary Name of Employing Company:

Address: 23 Yehuda Halevi St., Tel Aviv 6513601, Israel Tel: +972-76-8058862; Fax: +972-3-5171674

Email: ayelet.tenne@dbank.co.il

Israel Discount Bank’s Immediate Reports are published in Hebrew on the website of the Israel Securities Authority and the Tel Aviv Stock Exchange.

The English translation is prepared for convenience purposes only.

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