

December 21, 2025

To:

Israel Securities Authority

Via MAGNA system

To:

Tel Aviv Stock Exchange Ltd.

Via MAGNA system

Subject: Immediate Report Regarding Results of Offering According to Shelf Offering Report

In accordance with Section 30 of the Securities Law, 1968 and the Securities Regulations (Notice Regarding the Results of the Offer as Stated in the Prospectus), 1969, Bank Hapoalim Ltd. (the Bank) is honored to hereby notify of the results of an offering according to the Bank’s shelf offering report dated November 25, 2025 (reference number: 2025-01-092382) (the shelf offering report), which was published in accordance with the Bank’s shelf prospectus dated May 9, 2023, which validity was extended until May 8, 2026.

1.

Details of the Offering:

As part of the "Gift Share Program 2.0" included in the shelf offering report, the Bank offered eligible Bank customers (both existing and new customers who join, as detailed in the shelf offering report) up to 3,000,000 registered ordinary shares, each with a nominal value of 1 shekel, by allowing a choice between two ordinary shares of the Bank for each eligible account (gift shares), or a one-time cash grant of 125 shekels (the cash grant). Customers were given the option to choose between them until December 14, 2025, all as detailed in the shelf offering report.

2.

The results of the offering are as follows:

2.1. In total, 999,546 accounts were eligible for the benefit (including both existing and new customers). Of these, 274,336 eligible accounts chose to receive gift shares, and 725,210 eligible accounts will receive the cash grant (about 19% of them accounts that chose the cash grant, and about 81% accounts where no choice was made (or accounts eligible only for the cash benefit), so they will receive the cash grant). 2.2. A total of 548,672 ordinary shares of the Bank, each with a nominal value of 1 shekel, were transferred on 19.12.2025 to the eligible accounts. 2.3. In accordance with what is stated in the shelf offering report, the Bank did not receive any cash consideration for the shares and the cost of the shares was determined according to the closing price on the stock exchange on 17.12.2025 (75.35 shekels per share). The cost of the shares and the cash benefit, in the total amount of approximately 132 million shekels, will be recognized as an expense in the Bank’s financial statements for 2025, of which approximately 121 million shekels will be attributed to the budget framework of the easing plan of the Bank of Israel, and concurrently, an increase in equity in the amount of approximately 41.3 million shekels will be recorded.

The Bank thanks its customers for participating in Gift Share Program 2.0.

Sincerely,

Bank Hapoalim Ltd.

Signed on behalf of the Bank by:
Pazit Garfinkel, Head of Retail Division
Adi Dauber, Head of Financial Markets Division