

Corporate Action Notice



October 20, 2020

Cash Distribution Resulting from the Sale of ISRACARD shares - Revised

Bank Hapoalim B.M.

DR CUSIP: 062510300

DR ISIN: US0625103009

DR Ticker Symbol: BKHYY

Ratio (DRs: Underlying Shares): 1:5

The following replaces our updated announcement dated March 17, 2020 of a 4.943% stock dividend.

Bank Hapoalim B.M. ("Hapoalim") distributed ISRACARD shares to its Common shareholders as a "Dividend-In-Kind". The shares were allocated as follows: 0.04943890 Isracard share for every 1 Common share of Hapoalim held as of the local record date of March 05, 2020.

The Isracard shares were not registered under the United States Securities Act of 1933; therefore we are not permitted to pass the shares on to the holders of Depositary Receipts ("DRs"). As a result, BNY Mellon sold the shares in the local market.

The "Dividend-in-Kind" was subject to Israeli withholding tax at source of 25% of the average closing price of the last three trading days of Isracard shares on the Tel Aviv stock exchange preceding the local distribution date of March 9, 2020 – which was ILS11.213333 per Isracard share.

Tax charged per Isracard share: ILS 2.803333 per Isracard share.

Tax charged per Hapoalim share: ILS 0.138594

Tax charged per Hapoalim ADS: \$0.184051

ISACARD declared a dividend as of the local record date March 12, 2020. The Cash Dividend was subject to Israeli withholding tax of 25% which was ILS0.091500 per Isracard share.

The supplemental payment of \$0.019943 increases the Total Net Rate per Bank Hapoalim ADS to \$0.365121.

BNY MELLON HAS ESTABLISHED THE FOLLOWING DATES FOR THIS CORPORATE ACTION WITH APPROXIMATE RATES:

As a result of the security sale:

FX Rate:	3.7651
ADR Record Date:	Mar 05, 2020
ADR Payable Date:	Mar 23, 2020
Gross Rate per Hapoalim ADS:	\$0.529229
Tax Withheld per Hapoalim ADS:	<u>-\$0.184051</u>
Net Rate per Hapoalim ADS:	\$0.345178

As a result of the cash dividend:

FX Rate:	3.4024
ADR Record Date:	Mar 05, 2020
ADR Payable Date:	Oct 23, 2020
Gross Rate per Hapoalim ADS:	\$0.026590
Tax Withheld per Hapoalim ADS:	<u>-\$0.006647</u>
Net Rate per Hapoalim ADS:	\$0.019943

To learn more about DRs, please contact DRBrokerSolutions@bnymellon.com or visit our website at adrbnymellon.com.

PLEASE SEE INVESTOR DISCLOSURE ON LAST PAGE.

Investor Disclosure

This notice and the information and data provided herein are provided for general informational purposes only. BNY Mellon does not warrant or guarantee the accuracy, timeliness or completeness of any such information or data. BNY Mellon does not undertake any obligation to update or amend this notice or any information or data, and may change, update or amend this notice or any information or data at any time without prior notice.

BNY Mellon provides no advice, recommendation or endorsement with respect to any company or securities. No information or data is intended to provide legal, tax, accounting, investment, financial, trading or other advice on any matter, and is not to be used as such. We expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon this notice or any information or data, including market value loss on the sale or purchase of securities or other instruments or obligations.

Nothing herein shall be deemed to constitute an offer to sell or a solicitation of an offer to buy securities.

BNY Mellon collects fees from DR holders pursuant to the terms and conditions of the DRs and any deposit agreement under which they are issued. From time to time, BNY Mellon may make payments to an issuer to reimburse and/or share revenue from the fees collected from DR holders, or waive fees and expenses to an issuer for services provided, generally related to costs and expenses arising out of establishment and maintenance of the DR program. BNY Mellon may pay a rebate to brokers in connection with unsponsored DR issuances; brokers may or may not disclose or pass back some or all of such rebate to the DR investor. BNY Mellon may also use brokers, dealers or other service providers that are affiliates and that may earn or share fees and commissions.

BNY Mellon may execute DR foreign currency transactions itself or through its affiliates, or the Custodian or the underlying Company may execute foreign currency transactions and pay US dollars to BNY Mellon. In those instances where it executes DR foreign currency transactions itself or through its affiliates, BNY Mellon acts as principal counterparty and not as agent, advisor, broker or fiduciary. In such cases, BNY Mellon has no obligation to obtain the most favorable exchange rate, makes no representation that the rate is a favorable rate and will not be liable for any direct or indirect losses associated with the rate. BNY Mellon earns and retains revenue on its executed foreign currency transactions based on, among other things, the difference between the rate it assigns to the transaction and the rate that it pays and receives for purchases and sales of currencies when buying or selling foreign currency for its own account. The methodology used by BNY Mellon to determine DR conversion rates is available to registered Owners upon request or can be accessed at https://www.adrbnymellon.com/us/en/news-and-publications/dr-issuers/drs_foreign_exchange_pricing_disclosure.pdf.

In those instances where BNY Mellon's Custodian executes DR foreign currency transactions, the Custodian has no obligation to obtain the most favorable exchange rate or to ensure that the method by which the rate will be determined will be the most favorable rate, and BNY Mellon makes no representation that the rate is the most favorable rate and will not be liable for any direct or indirect losses associated with the rate. In certain instances, BNY Mellon may receive dividends and other distributions from an issuer of securities underlying DRs in U.S. dollars rather than in a foreign currency. In such cases, BNY Mellon will not engage in or be responsible for any foreign currency transactions and it makes no representation that the rate obtained by an issuer is the most favorable rate and it will not be liable for any direct or indirect losses associated with the rate.

This notice or any excerpt of this notice may not be copied or reproduced without the prior express written consent of BNY Mellon.

BNY Mellon is a global investments company dedicated to helping its clients manage and service their financial assets throughout the investment lifecycle. BNY Mellon is the corporate brand of The Bank of New York Mellon Corporation (NYSE: BK).

BNY Mellon's name, brand and/or trademarks may not be used, copied or reproduced without the prior express written consent of BNY Mellon.

DEPOSITARY RECEIPTS ARE NOT INSURED BY THE FDIC OR ANY OTHER GOVERNMENT AGENCY, ARE NOT DEPOSITS OR OTHER OBLIGATIONS OF, AND ARE NOT GUARANTEED BY, BNY MELLON AND ARE SUBJECT TO INVESTMENT RISKS INCLUDING POSSIBLE LOSS OF PRINCIPAL AMOUNT INVESTED.

