



# Additional Data on the Corporation

Lower Galilee

## Additional Data on the Corporation

**Regulation 9d: Report Regarding the Slate of Liabilities of the Reporting Corporation and Consolidated Companies and/or Proportional Consolidation in the Financial Statements**

The liabilities of consolidated companies of the reporting corporation, except such companies that are themselves a reporting corporation or an insurer are detailed hereinafter:

Credit received by the consolidated companies from banks in Israel.

	Principal payments					Gross interest payments (excl. tax deductions)
	NIS CPI-linked	NIS unlinked	Euro	USD	Other	
	In NIS thousand					
<b>First year</b>	-	1,415	10,942	16,075	1,113	751
<b>Second year</b>	2,998	335	-	-	-	92
<b>Third year</b>	-	241	-	-	-	21
<b>Fourth year</b>	-	202	-	-	-	12
<b>Fifth year and on</b>	-	190	-	-	-	4
<b>Total</b>	2,998	2,383	10,942	16,075	1,113	880

**Regulation 10a: Condensed Quarterly Profit and Loss Reports****Consolidated Profit and Loss Reports of the Company**

	<u>1-3/12</u>	<u>4-6/12</u>	<u>7-9/12</u>	<u>10-12/12</u>
	<b>Unaudited</b>			
	<b>NIS in thousands</b>			
Gross earned premium	2,333,946	2,284,400	2,429,531	2,428,151
Earned premium by reinsurers	173,349	173,576	174,585	180,071
Earned premium in retention	2,160,597	2,110,824	2,254,946	2,248,080
Income (losses) from investments, net, and financing income	2,645,333	15,652	3,028,651	1,834,544
Income from management fees	231,661	235,457	244,188	426,192
Income from commissions	88,333	74,280	78,144	109,753
Other income	2,851	3,684	2,957	7,533
Total income	5,128,775	2,439,897	5,608,886	4,626,102
Payments and change in liabilities in respect of insurance contracts and investment contracts, gross	4,473,039	2,020,071	4,969,193	3,840,081
Reinsurers' share in payments and in change in liabilities in respect of insurance contracts	67,327	60,601	52,794	75,756
Payments and change in liabilities in respect of insurance contracts and investment contracts in retention	4,405,712	1,959,470	4,916,399	3,764,325
Commissions, marketing expenses and other acquisition expenses	343,034	319,636	351,014	367,429
Administrative and general expenses	252,625	238,937	230,400	298,189
Other expenses	7,213	8,580	6,789	10,529
Financing expenses	3,248	22,821	13,343	(436)
Total expenses	5,011,832	2,549,444	5,517,945	4,440,036
Share in investees income handled as per the equity value method	17,347	15,099	10,995	21,011
Income (loss) before income tax	134,290	(94,448)	101,936	207,077
Income tax (tax benefit)	42,893	(40,560)	43,550	75,866
Income (loss) for the period	91,397	(53,888)	58,386	131,211
<u>Attributed to:</u>	90,719	(54,180)	58,733	130,940
Company shareholders				
Non-controlling interests	678	292	(347)	271
Income (loss) for the period	91,397	(53,888)	58,386	131,211

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**Regulation 10a: Condensed Quarterly Profit and Loss Reports**


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**Reports regarding the Company's comprehensive income**

	<u>1-3/12</u>	<u>4-6/12</u>	<u>7-9/12</u>	<u>10-12/12</u>
	<b>Unaudited NIS in thousands</b>			
<b>Income (loss) for the period</b>	91,397	(53,888)	58,386	131,211
<b>Other comprehensive income (loss)</b>	<hr/>			
Net change in the fair value of financial assets classified as available for sale imputed to capital reserves	156,837	(71,690)	201,721	105,913
Income and loss, net from the realization of financial assets classified as available for sale imputed to the P & L report	(34,557)	(47,389)	(28,253)	(90,317)
Impairment of financial assets classified as available for sale imputed to the P & L report	13,840	50,683	14,870	5,601
Group share in other comprehensive loss of investee handled as per the balance sheet value	-	-	-	(51)
Tax benefit (income tax) referring to components of other comprehensive income (loss)	(47,982)	24,141	(67,056)	(8,780)
<b>Other comprehensive income (loss) for the period, net of tax</b>	88,138	(44,255)	121,282	12,366
<b>Total comprehensive income (loss) for the period</b>	179,535	(98,143)	179,668	143,577
<u>Attributed to:</u>	<hr/>			
Company shareholders	178,857	(98,435)	180,015	143,306
Non-controlling interests	678	292	(347)	271
	179,535	(98,143)	179,668	143,577
Comprehensive income (loss) for the period	<hr/>			

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**Regulation 10c: Use of consideration of securities with reference to consideration designation as per the prospectus**

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None

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**Regulation 11: List of investments in subsidiaries and related companies as at the balance sheet date <sup>1</sup>**

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<sup>1</sup> The data regarding subsidiaries and related companies in the Periodic Report refer to active corporations only as of December 31<sup>st</sup>, 2011. These corporations are not traded on the TASE.

**a. In the Company's books <sup>1</sup>**

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Migdal Insurance Company Ltd.</b>	185,389,304 <sup>2</sup>	Ordinary NIS 0.1	9,773,357	186,366,639.7 <sub>2</sub>	4,151,284	--	100	100	100	100
<b>Migdal Health and Quality of Life Ltd.</b>		Ordinary NIS 0.1	20,870,000	2,087,000	(6,152)	30,325 <sup>3</sup>		100	100	100
<b>Migdal Capital Markets (1965) Ltd.</b>	428,943,676 <sup>4</sup>			428,943,676 <sub>4</sub>	537,775	30,000 <sup>5</sup>	100		100	100

<sup>2</sup> Including 105 shares held by subsidiaries of Migdal Insurance Company Ltd., a subsidiary of the Company (hereinafter: "Migdal") and 21 shares held by Migdal.

<sup>3</sup> The balance is composed of capital notes issued for the Company as detailed below: a capital note in the amount of NIS 13,691 thousand, unlinked and bearing no interest, to be paid not before November 2017. The capital note was capitalized as per common accounting rules, at 4.29%, and its balance as of December 31st, 2012 after capitalization is NIS 11,146 thousand; a capital note in the amount of NIS 13,072 thousand, unlinked and bearing no interest, to be paid not before January 2017. The capital note was capitalized as per common accounting rules, at 4.25%, and its balance as of December 31st, 2012 after capitalization is NIS 1,876 thousand; a capital note in the amount of NIS 1,409 thousand, unlinked and bearing no interest, to be paid not before October 2017. The capital note was capitalized as per common accounting rules, at 4.62%, and its balance as of December 31st, 2012 after capitalization is NIS 1,131 thousand; and a loan extended to the Company by the Company in the amount of NIS 5,470 thousand, bearing 4% interest and CPI-linked, to be paid in monthly installments up till October 2015.

<sup>4</sup> Including 33,000 shares of NIS 1 held by Migdal Trust Funds Ltd. (hereinafter: "Migdal Funds") that is a sub-subsiary of Migdal Capital Markets (1965) Ltd. (hereinafter: "Migdal Capital Markets").

<sup>5</sup> The balance is composed of a perpetual capital note issued to the Company.

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
Mivtach Simon Agencies Management Ltd. <sup>6</sup>	200			200	2,917	9,392 <sup>7</sup>	100		100	100

<sup>6</sup> On August 31st, 2011, 100 ordinary shares of NIS 1 were allocated to the Company.

<sup>7</sup> The balance is composed of capital notes issued for the Company as detailed below: a capital note in the amount of NIS 4,000 thousand, unlinked and bearing no interest, to be paid not before November 2017. The capital note was capitalized as per common accounting rules, at 4.29%, and its balance as of December 31st, 2012 after capitalization is NIS 3,254 thousand; a capital note in the amount of NIS 2,477 thousand, unlinked and bearing no interest, to be paid not before December 2017. The capital note was capitalized as per common accounting rules, at 4.25%, and its balance as of December 31st, 2012 after capitalization is NIS 2,018 thousand; a capital note in the amount of NIS 1,600 thousand, unlinked and bearing no interest, to be paid not before June 2017. The capital note was capitalized as per common accounting rules, at 4.81%, and its balance as of December 31st, 2012 after capitalization is NIS 1,295 thousand; a capital note in the amount of NIS 1,500 thousand, unlinked and bearing no interest, to be paid not before December 2016. The capital note was capitalized as per common accounting rules, at 5.42%, and its balance as of December 31st, 2012 after capitalization is NIS 1,220 thousand; a capital note in the amount of NIS 1,000 thousand, unlinked and bearing no interest, to be paid not before October 2017. The capital note was capitalized as per common accounting rules, at 4.69%, and its balance as of December 31st, 2012 after capitalization is NIS 800 thousand; a capital note in the amount of NIS 500 thousand, unlinked and bearing no interest, to be paid not before April 2017. The capital note was capitalized as per common accounting rules, at 5.12%, and its balance as of December 31st, 2012 after capitalization is NIS 404 thousand; a capital note in the amount of NIS 500 thousand, unlinked and bearing no interest, to be paid not before October 2017. The capital note was capitalized as per common accounting rules, at 4.61%, and its balance as of December 31st, 2012 after capitalization is NIS 401 thousand.

**b. In the books of a subsidiary, Migdal Insurance Company Ltd <sup>1</sup>**

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Migdal Insurance Capital Raising Ltd.</b>		Ordinary NIS 0.01	1,000	10	--	--	100	100	100	
<b>Migdal Makefet Pension and Providence Fund Ltd.</b>	2,034			2,034	555,946	--	100	100	100	
<b>Yozma Pension Fund for Self-Employed Ltd <sup>8</sup></b>	4,500,000			4,500,000	5,133	--	100	100	100	
<b>Migdal Holdings and Management of Insurance Agencies Ltd.</b>	810 <sup>9</sup>			810 <sup>9</sup>	37,933	45,814 <sup>10</sup>	100	100	100	

<sup>8</sup> On March 3<sup>rd</sup>, 2013, after the date of the balance sheet, Yozma Pension Fund for Self-Employed (hereinafter: "Yozma") GM approved the issuance of 2,000,000 ordinary shares of NIS 1 to Migdal against NIS 2 million. The share capital issuance shall be against a capital infusion from Migdal to Yozma.

<sup>9</sup> Including five shares held by subsidiaries of Migdal and one share held by the Company.

<sup>10</sup> The balance is composed of capital notes issued to Migdal in the amount of NIS 60,000 thousand, unlinked and bearing no interest, to be paid not before December 2017. The capital notes were capitalized as per common accounting rules, at 5.54%. Their balance as of December 31<sup>st</sup>, 2012 after capitalization is NIS 45,814 thousand.



Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Orlan Insurance Agency (1994) Ltd.</b> <sup>11</sup>	60			60	6,416	912 <sup>12</sup>	30		30	30
<b>Ihud Insurance Agencies Ltd.</b> <sup>11</sup>		Ordinary NIS 0.001	1,500,000 <sup>13</sup>	1,500 <sup>13</sup>	27,124	14,855 <sup>14</sup>		100	100	100
<b>Peltours Insurance Agencies Ltd.</b> <sup>11</sup>		Ordinary NIS 0.01	18,760,002	187,600.02	13,709	715 <sup>15</sup>		73.28	73.28	73.28
<b>Ihud-David Berman Insurance Agency Ltd.</b> <sup>16</sup>		Foundation NIS 0.0001	100							
		Ordinary NIS 0.0001	50,900	5.1	2,376	--		73.27	73.27	73.27

<sup>11</sup> In the books of Migdal Holdings and Management of Insurance Agencies Ltd., a subsidiary of Migdal (hereinafter: "Migdal Agencies").

<sup>12</sup> The balance is composed of a loan extended by Migdal Agencies, bearing CPI-linking differences and/or interest, as per the highest of the following alternatives: linking differences plus interest rate of 3.5% per year or a nominal interest in the rate set forth in Regulation 2 (a) to the Income Tax Regulations updated every year (in 2012 the interest rate set forth in the Regulation is 4.68%), the loan is paid in equal monthly installments until January 2016.

<sup>13</sup> Including one share held by Migdal.

<sup>14</sup> The balance is composed of capital notes extended by Migdal Agencies as follows: a capital note in the amount of NIS 7,901 thousand, unlinked and interest-free, to be paid not before June 2014. The capital note was capitalized as per common accounting rules, at 4%, and its balance as of December 31<sup>st</sup>, 2012 after capitalization is NIS 7,450 thousand; a capital note in the amount of NIS 7,852 thousand, unlinked and bearing no interest, to be paid not before June 2014. The capital note was capitalized as per common accounting rules, at 4%, and its balance as of December 31<sup>st</sup>, 2012 after capitalization is NIS 7,405.

<sup>15</sup> The balance is composed of a perpetual capital note issued to Migdal Agencies.

<sup>16</sup> In the books of Peltours Insurance Ltd., a subsidiary of Migdal Agencies (hereinafter: "Peltours").

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Ihud Peltours Diamonds Insurance Agency (2002) Ltd.</b> <sup>18</sup>		NIS 0.1	1,000	100	266	3,111 <sup>17</sup>	73.27	73.27	73.27	
<b>Mivtach Simon Insurance Agencies Ltd.</b> <sup>11</sup>		Ordinary NIS 0.001	1,000	1	12,438	17,500 <sup>18</sup>	100	100	100	
<b>Amir Aloni Life Assurance Agency (1994) Ltd.</b> <sup>19</sup>	300			300	645	--	75	75	75	
<b>Eli Erlich Insurance Services (1999) Ltd.</b> <sup>19</sup>	2,000			2,000	9,093	--	100	100	100	
<b>B-Diyuk - - Implementation, Operation and Control Insurance Agency (2000) Ltd.</b> <sup>11</sup>	200			200	5	--	100	100	100	

<sup>17</sup> The balance is composed of a loan in the amount of NIS 1,035 thousand that was extended by Ihud Insurance Agencies Ltd., a subsidiary of Migdal Agencies. CPI-linked, bearing 4.68% interest rate, which was paid in February 2013, and a loan extended by Peltours in the amount of NIS 2,076 thousand, CPI-linked and bearing 4.68% interest, with no repayment date.

<sup>18</sup> The balance is composed of capital notes in the amount of NIS 100,000 thousand, issued to Migdal Eshkol Finansim B.M., a subsidiary of Migdal, unlinked, bearing no interest, to be paid not before December 2017, and a capital note for the amount of NIS 17,500 thousand, issued to Migdal Agencies, unlinked and bearing no interest, with no repayment date.

<sup>19</sup> In the books of Mivtach Simon Insurance Agencies Ltd., a subsidiary of Migdal Agencies (hereinafter: "Mivtach Simon").

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Municipalit Insurance Agency (2000) Ltd.</b> <sup>16</sup>	50			50	31	--	36.635		36.635	36.635
<b>Makefet Financial Services – Insurance Agency (1998) Ltd.</b> <sup>19</sup>	1,000 <sup>20</sup>			1,000 <sup>20</sup>	8,729	--	100		100	100
<b>Shaham Insurance Agencies (1977) Ltd.</b> <sup>11</sup>	1,728	Preferred shares A NIS 0.1	782	1,806.2	7,321	2,419 <sup>21</sup>	100	43.88	100	100
<b>Moshe Sofer Insurance Agency (1997) Ltd.</b> <sup>22</sup>	55			55	536	--	35		35	35

<sup>20</sup> Including 450 shares of NIS 1 held by Proline Exclusive Ltd., a subsidiary of Mivtach Simon.

<sup>21</sup> The balance is composed of a capital note in the amount of NIS 2,000 thousand, issued to Migdal Agencies, unlinked, bearing no interest, to be paid not before July 2017, the capital note was capitalized as per common accounting rules, at 4.76%, and its balance as of December 31<sup>st</sup>, 2012 after capitalization is NIS 1,628 thousand; and a loan in the amount of NIS 791 thousand, bearing interest and/or linking differences as per the highest of the following alternatives: linking differences plus an annual interest rate of 3.5% per year or a nominal interest in the rate set forth in Regulation 2 (a) to the Income Tax Regulations updated every year (in 2012 the interest rate set forth in the Regulation is 4.68%), the loan is paid in quarterly installments until July 2015.

<sup>22</sup> In the books of Shaham Insurance Agencies (1977) Ltd., a subsidiary of Migdal Agencies (hereinafter: "Shaham").

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Shaham Weinstein (Netanya) Insurance Agencies Ltd.</b> <sup>22</sup>		Ordinary Class A NIS 0.001	10,200	20	1,817	--	100	100	100	
		Ordinary Class B NIS 0.001	9,800							
<b>Isabel Ouda – Shaham – Insurance Agency</b> <sup>22</sup>		--	--		1,827	791 <sup>23</sup>		70	70	
<b>Sagi Yogev Insurance Agencies (1988) Ltd.</b> <sup>11</sup>	1,722	Profits NIS 1	2,000	3,722	14,138	2,212 <sup>24</sup>	100	100	100	100
<b>Reshef Insurance Agency (2004) Ltd.</b> <sup>25</sup>	60			60	1,123	--	50	50	50	

<sup>23</sup> The balance is composed of a loan extended by Shaham, CPI-linked, bearing 4% interest, paid in installments in quarterly payments until July 2015.

<sup>24</sup> The balance is composed of a loan extended by Migdal, CPI-linked, bearing 4.5% interest, paid in installments in quarterly payments until November 2018.

<sup>25</sup> In the books of Sagi Yogev Insurance Agencies (1988) Ltd., a subsidiary of Migdal Agencies (hereinafter: "Sagi Yogev").

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
							In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Si-EI Insurance Agency (1995) Ltd.</b> <sup>22</sup>	154			154	3,820	--	100	100	100	
<b>Tvuna Life Assurance Agency (1998) Ltd.</b> <sup>19</sup>	30			30	12,824	--	100	100	100	
<b>Migdal Technologies Ltd.</b> <sup>26</sup>		Ordinary NIS 0.001	101 <sup>27</sup>	0.101 <sup>27</sup>	--	--	100	100	100	
<b>Migdal Real Estate Holdings Ltd.</b>		Ordinary NIS 0.0001	61,660,406 <sup>28</sup>	6,166.04 <sup>28</sup>	625,666	454,503 <sup>29</sup>	100	100	100	
<b>Migdal Claims Management Ltd.</b> <sup>30</sup>		Ordinary NIS 0.001	2,000 <sup>31</sup>	2 <sup>31</sup>	--	--	100	100	100	

<sup>26</sup> Migdal Technologies Ltd. is a fully-owned subsidiary of Migdal, its entire activity is for Migdal, and it is entirely financed by it. The activity is recorded in Migdal's books and is included in its FS.

<sup>27</sup> Including three shares held by Migdal's subsidiaries.

<sup>28</sup> Including three shares held by Migdal Claims Management Ltd., a subsidiary of Migdal.

<sup>29</sup> The balance is composed of capital notes issued to Migdal in the amount of NIS 370,000 thousand, unlinked, bearing no interest, with no payment dates, and a loan in the amount of NIS 84,503 thousand, CPI-linked, bearing 4.68% interest and with no repayment date.

<sup>30</sup> Migdal Claims Management Ltd. is a subsidiary fully owned by Migdal, it operates and engages on its behalf, and all its activity is for Migdal and it is fully financed by it, and it is included in its FS.

<sup>31</sup> Including one share held by Migdal Real Estate Holdings Ltd., a subsidiary of Migdal (hereinafter: "Real Estate Holdings").

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital				
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors	
<b>Data Car Israel Ltd.</b>		NIS 1 Class A	10,000								
		NIS 1 Class B	10,000								
		NIS 1 Class C	10,000	30,000	3,852	--	100	100	100		
<b>Migdal Eshkol Finansim B.M.</b>	485,057 <sup>32</sup>			485,057 <sup>32</sup>	267,444	--	100		100	100	
<b>Migdal Credit Services Ltd.</b> <sup>33</sup>	100 <sup>34</sup>			100 <sup>34</sup>	22,167	57,173 <sup>35</sup>	100		100	100	
<b>Migdal Leasing Ltd.</b> <sup>33</sup>	100 <sup>36</sup>			100 <sup>36</sup>	20,170	--	100		100	100	
<b>Hamagen Properties Ltd.</b>	6,090,837			6,090,837	207,398	--	100		100	100	
<b>Pel Hamagen House Ltd.</b> <sup>37</sup>	14,066,596 <sup>13</sup>			14,066,596 <sup>13</sup>	207,430	--	100		100	100	

<sup>32</sup> Including one share held by Migdal Agencies, a subsidiary of Migdal.

<sup>33</sup> In the books of Migdal Eshkol Finansim B.M., a subsidiary of Migdal (hereinafter: "Migdal Eshkol").

<sup>34</sup> Including two shares held by Migdal.

<sup>35</sup> The loan is CPI-linked and bears 4.68% interest, with no payment date.

<sup>36</sup> Including one share held by Migdal Financial Services Ltd., a subsidiary of Migdal Eshkol (hereinafter; "Financial Services"). Financial Services is under voluntary liquidation procedures.

<sup>37</sup> In the books of Hamagen Properties Ltd., a subsidiary of Migdal.

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Avgad Yahalom Management and Services Ltd.</b> <sup>38</sup>	475	Mgmt. NIS 1	47	522	--	--	47.5	47	47.5	47
<b>Aviv Mall – Management and Holding Ltd.</b> <sup>38</sup>	99			99	375	--	26.330		26.330	26.330
<b>Ramat Aviv Mall Ltd.</b> <sup>39</sup>		Ordinary NIS 0.0001	965,579	96.5579	170,148	65,232 <sup>40</sup>		26.599	26.599	26.599

<sup>38</sup> In the books of Ramat Aviv Mall Ltd., a subsidiary of Real Estate Holdings.

<sup>39</sup> In the books of Real Estate Holdings.

<sup>40</sup> A capital note issued to Migdal in the amount of NIS 75,840 thousand, unlinked and bearing no interest, to be paid not before June 2014, the capital note is presented in its current value as of December 31<sup>st</sup>, 2012, at NIS 65,232 thousand; also, in November 2010 Aviv Mall Ltd. extended Migdal a loan in the total amount of approx. NIS 64,000 thousand, CPI-linked and bearing 4.2% interest, to be paid in installments starting from November 2011 till November 2015. The balance of the loan as of December 31<sup>st</sup>, 2012 is NIS 40,206 thousand.

**c. In the books of a subsidiary, Mivtach Simon Insurance Agencies Ltd.**

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Arxcis Global Wealth Management Ltd.</b>		Ordinary NIS 0.01	419,818	4,198.18	15	1,252 <sup>41</sup>		100	100	100
<b>Hi-Capital Ltd.</b> <sup>42</sup>	50		50		329	4,925 <sup>43</sup>	50		50	50
<b>Talent HR Systems Ltd.</b>	100 <sup>44</sup>			100 <sup>44</sup>	564	--	50		50	50
<b>Yevulim Financial &amp; Business Consultations Company Ltd.</b>	67		67		(89)	961 <sup>45</sup>	50		50	50

<sup>41</sup> The balance is composed of capital notes issued to Mivtach Simon Agencies Management Ltd. (hereinafter: "Mivtach Simon Management"), as detailed below: a capital note in the amount of NIS 500 thousand, unlinked and bearing no interest, to be paid not before December 2016, .a capital note in the amount of NIS 500 thousand, unlinked and bearing no interest, to be paid not before April 2017, and a loan in the amount of NIS 252 thousand, extended in October 2012, bearing 4.68% interest, with no payment date.

<sup>42</sup> On February 6<sup>th</sup>, 2013, after the date of the balance sheet, a loan in the amount of NIS 1,600 was converted to Hi-Capital Ltd.'s shares (hereinafter: "Hi-Capital"), such that Mivtach Simon Agencies Management Ltd. holds 116 shares of NIS 1.

<sup>43</sup> The balance is composed of loans extended by Mivtach Simon Management as detailed hereinafter: loans in the amount of NIS 2,572 thousand, unlinked, bearing 4.68% interest and with no payment date, a loan in the amount of NIS 729 thousand, unlinked, bearing interest of Prime + 1% and with no payment date, a loan in the amount of NIS 24 thousand, CPI-linked, bearing 4% interest and will be paid in monthly installments until July 2013, and a loan in the amount of NIS 1,600 thousand, CPI-linked and interest-free, with no payment date.

<sup>44</sup> 50 shares held by Mivtach Simon Management, and in addition there are holdings of 50 shares acquired on December 29<sup>th</sup>, 2011 by Hi-Capital Ltd.

<sup>45</sup> The balance is composed of loans extended by Mivtach Simon Management as detailed hereinafter: a loan in the amount of NIS 647 thousand, unlinked, bearing 4.68% interest and with no payment date, and a loan in the amount of NIS 314 thousand, unlinked, bearing interest of Prime + 1% and with no payment date.



**d. In the books of a subsidiary, Migdal Capital Markets (1965) Ltd.**

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Migdal Underwriting and Business Initiative Ltd.</b>	5,001,053			5,001,053	5,955	122 <sup>46</sup>	100		100	100
<b>Migdal Capital Markets (Management Services) Ltd.</b>		Ordinary NIS 0.001	50,000 <sup>47</sup>	50 <sup>47</sup>	(768)	8,595 <sup>48</sup>		100	100	100
<b>Migdal Trust Funds Ltd.</b> <sup>49</sup>	259,518,001 <sub>50</sub>			259,518,001 <sup>50</sup>	292,907	3,620 <sup>46</sup>	100		100	100
<b>Migdal Investment Portfolio Management (1998) Ltd.</b>	694,247 <sub>50</sub>			694,247 <sup>50</sup>	17,937	--	100		100	100
<b>Migdal Stock Exchange Services (N.E.) Ltd.</b>	259,506,540 <sub>50</sub>			259,506,540 <sup>50</sup>	379,288	81,147 <sup>51</sup>	100		100	100

<sup>46</sup> The balance is composed of a loan which was extended by Migdal Capital Markets, bearing 3% interest rate, CPI-linked, with no repayment date.

<sup>47</sup> Including one share held by Migdal Funds.

<sup>48</sup> The balance is composed of loans in the following amounts, extended by Migdal Capital Markets: a loan in the amount of NIS 6,335 thousand, bearing 4% interest and CPI-linked with no payment date, and a loan of NIS 2,260 thousand, CPI-linked, bearing interest of 3% and with no payment date.

<sup>49</sup> In the books of Migdal Stock Exchange Services (N.E.) Ltd., a subsidiary of Migdal Capital Markets.

<sup>50</sup> Including one share held by Migdal Capital Markets (Management Services) Ltd., a subsidiary of Migdal Capital Markets.

<sup>51</sup> The balance is composed of loans in the following amounts, extended by Migdal Capital Markets: a loan in the amount of NIS 25,502 thousand, bearing 3.5% interest and CPI-linked, to be paid on December 29<sup>th</sup>, 2021; a loan in the amount of NIS 31,952 thousand, CPI-linked, bearing interest of 3.5%, to be paid on August 31<sup>st</sup>, 2021; a loan in the amount of NIS 22,636 thousand, bearing Bol interest rate plus 1.75%, to be paid on December 31<sup>st</sup>, 2021; and a loan in the amount of NIS 1,057 thousand, bearing 3% interest and CPI-linked, with no payment date.

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>Migdal Issuance Ltd.</b> <sup>52</sup>	100			100	(3,731)	4,212 <sup>53</sup>	100		100	100
<b>MCM Alternative Investments Ltd.</b>	100			100	(520)	8,514 <sup>54</sup>	100		100	100
<b>Tau Hedge Funds Management Ltd.</b> <sup>55</sup>		NIS 0.01	620	6.2	6,690	846 <sup>56</sup>	70.9		70.9	70.9
<b>Migdal Capital Markets - Finance Academy Ltd.</b>	1,000			1,000	(2,378)	2,842 <sup>46</sup>	100		100	100

<sup>52</sup> In the books of Migdal Underwriting and Business Initiative Ltd., a subsidiary of Migdal Capital Markets.

<sup>53</sup> The balance is composed of capital notes issued to Migdal Capital Markets, in the total amount of NIS 4,768 thousand, unlinked, interest-free, to be paid not before February 2016. The capital notes were capitalized as per common accounting rules, at 4.1%, and their balance as of December 31<sup>st</sup>, 2012 after capitalization is NIS 4,212 thousand.

<sup>54</sup> The balance is composed of capital notes issued to Migdal Capital Markets, in the total amount of NIS 9,086 thousand, unlinked, interest-free, to be paid not before January 2015. The capital notes were capitalized as per common accounting rules, at 3.3%, and their balance as of December 31<sup>st</sup>, 2012 after capitalization is NIS 8,514 thousand.

<sup>55</sup> In the books of MCM Alternative Investments Ltd., a subsidiary of Migdal Capital Markets (hereinafter: "MCM Alternatives").

<sup>56</sup> The balance is composed of a loan extended by MCM Alternatives., unlinked, bearing 4% interest, with no payment date yet.

### e. In the books of a subsidiary, Migdal Health and Quality of Life Ltd.

Company name	Ordinary shares of NIS 1	Other type of share	No. of shares of other type	Total N.V. in NIS	Value in the separate FS	Balance of loans, bonds and capital notes in NIS in thousands	Percentage of holdings in issued capital			
				In NIS	In NIS thousand	In NIS thousand	In 1 share security	In other type of share security	In capital	In voting and power to appoint Directors
<b>50 Plus Ltd.</b>	9,080			9,080	11,997	21,100 <sup>57</sup>	100		100	100
<b>BrainSpa Ltd.</b>		NIS 0.01	813,761	8,137.61	--	928 <sup>58</sup>		50	50	50
<b>Club 50 Insurance Agency Ltd.</b> <sup>60, 59</sup>	120			120	(969)	3,537 <sup>61</sup>	100		100	100
<b>Infomed Medical Sites Ltd.</b>	1,093			1,093	9,215	5,593 <sup>62</sup>	51		51	51
<b>B-Well Quality of Life Solutions Ltd.</b> <sup>63</sup>	--	NIS 0.1	1,200	120	1,891	--		51	51	51

<sup>57</sup> The balance is composed of a capital note issued by Migdal Health in the amount of NIS 7,000 thousand, unlinked, interest free, to be paid not before May 2013, and capital notes in the total amount of NIS 14,100 thousand, unlinked and interest free, to be paid not before November 2017.

<sup>58</sup> The balance is composed of loans extended by Migdal Health, unlinked, bearing 6% interest, with no payment date.

<sup>59</sup> In the books of 50 Plus Ltd. (hereinafter: "50 Plus"), a subsidiary of Migdal Health.

<sup>60</sup> Club 50 Insurance agency Ltd. (hereinafter: "Club 50 Agencies") is a company fully owned by 50 Plus Ltd. (hereinafter: "50 Plus"). Pursuant to the acquisition of full ownership in 50 Plus on December 27<sup>th</sup>, 2012, Migdal Health and Quality of Life Ltd.'s holding rate in Club 50 Insurance Agency increased indirectly from 50% to 100%.

<sup>61</sup> The balance is composed of a loan in the amount of NIS 2,098 thousand, extended by 50 Plus, bearing interest of Prime plus 4.8%, with no payment date, and a capital note in the amount of NIS 1,439 thousand, unlinked and interest free, to be paid on November 2017.

<sup>62</sup> The balance is composed of a loan extended by Migdal Health, CPI-linked, bearing 4% interest, to be paid in monthly installments until October 2015.

<sup>63</sup> In the books of Infomed Medical Sites Ltd., a subsidiary of Migdal Health.

<b>Regulation 12: Changes in investments in subsidiaries and related companies in the reported period</b> <sup>64</sup>					
<b>Date of change</b>	<b>Nature of change</b>	<b>Name of company</b>	<b>Type of share</b>	<b>Total shares</b>	
13.3.2012	Establishing a partnership (in the books of Shaham Insurance Agencies (1977) Ltd.)	Isabel Ouda – Shaham – Insurance Agency	Registered partnership	--	2,000
16.5.2012	Share allocation (in the books of Migdal Insurance Company Ltd.)	Yozma Pension Fund for Self Employed Ltd.	Ordinary NIS 1	3,000,000	3,000
12.11.2012	Share allocation (in the Company's books) <sup>65</sup>	Migdal Insurance Company Ltd.	Ordinary NIS 1	4,721,000	114,645
27.11.2012	Share acquisition (in the books of Migdal Health and Quality of Life Ltd.)	50 Plus Ltd.	Ordinary NIS 1	4,540	1,000
27.11.2012	Update of the share quantity after the share acquisition in 50 Plus (in the books of 50 Plus Ltd.) <sup>60</sup>	Club 50 Insurance Agency Ltd.	Ordinary NIS 1	60	--
14.3.2013 <sup>66</sup>	Update of the share equity amortization following an organizational change in the provident area, performed in 2011 (in the Company's books)	Migdal Health and Quality of Life Ltd.)	Ordinary NIS 0.1	5,540,452,770	--

<sup>64</sup> The data regarding subsidiaries and related companies in the Periodic Report relate to active corporations only as of December 31<sup>st</sup>, 2012. These corporations are not traded on the Israeli Stock Exchange. Ashmoret Tichona Ltd, held by beneficiaries' monies, as well as the following inactive companies: Europ Assistance Israel Ltd., Gilat DBS Ltd., Leibowitz & Streichman (1998) Ltd. and Migdal Financial services Ltd. were deleted from this list.

<sup>65</sup> The share issuances were allocated against the conversion of a capital note, for additional details see Note 7 e 10 to the FS.

<sup>66</sup> The date upon which the registration in the Company's books was made.

<b>Regulation 13: Income of subsidiaries and related companies and income of the Corporation thereof as at the balance sheet date, in NIS in thousands <sup>64</sup></b>							
<b>Company name</b>	<b>Profit (loss) for the period <sup>67</sup></b>	<b>Other comprehensive profit (loss) for the period <sup>67</sup></b>	<b>Total comprehensive profit (loss) for the period <sup>67</sup></b>	<b>Dividend</b>	<b>Mgmt. fees</b>	<b>Nominal interest</b>	<b>Date of interest payment</b>
<b>Migdal Insurance Company Ltd.</b>	235,191	177,526	412,717	242,465 <sup>68</sup>	--	--	--
<b>Migdal Health and Quality of Life Ltd.</b>	(9,283)	--	(9,283)	--	--	280 <sup>69</sup>	Monthly
<b>Mivtach Simon Agencies Management Ltd.</b>	(4,061)	--	(4,061)	--	--	--	--
<b>Migdal Holdings and Management of Insurance Agencies Ltd.</b>	(5,061)	1,613	(3,448)	--	--	--	--
<b>Peltours Insurance Agencies Ltd.</b>	4,500	--	4,500	--	--	--	--
<b>Sagi Yogev Life Assurance Agency (1988) Ltd.</b>	(305)	--	(305)	--	119 <sup>70</sup>	--	--
<b>Ihud Insurance Agencies Ltd.</b>	1,132	1,282	2,414	--	238 <sup>67</sup>	--	--
<b>Mivtach Simon Insurance Agencies Ltd.</b>	(3,470)	--	(3,470)	--	--	--	--
<b>Migdal Makefet Pension and Provident Funds Ltd.</b>	54,830	4,526	59,356	--	--	--	--
<b>Ihud – David Berman Insurance Agency Ltd.</b>	585	--	585	1,000 <sup>71</sup>	520 <sup>71</sup>	--	--
<b>Shaham Insurance Agencies (1977) Ltd.</b>	(6,437)	--	(6,437)	--	119 <sup>70</sup>	11 <sup>70</sup>	Quarterly
<b>Si-El Insurance Agency (1995) Ltd.</b>	931	--	931	500 <sup>72</sup>	300 <sup>72</sup>	--	--
<b>Migdal Technologies Ltd.</b>	--	--	--	--	--	--	--
<b>Migdal Claims Management Company Ltd.</b>	--	--	--	--	--	--	--
<b>Data Car Israel Ltd.</b>	951	--	951	--	--	--	--
<b>Migdal Real Estate Holdings Ltd.</b>	53,012	--	53,012	--	--	4,459 <sup>73</sup>	Monthly

<sup>67</sup> Reflects the profits (losses) of the Corporation in full.

<sup>68</sup> Received in the Company.

<sup>69</sup> Recorded in the Company.

<sup>70</sup> Received in Migdal Agencies, a subsidiary of Migdal.

<sup>71</sup> Received in Peltours, a subsidiary of Migdal Agencies.

<sup>72</sup> Received in Shaham, a subsidiary of Migdal Agencies.

Company name	Profit (loss) for the period <sup>67</sup>	Other comprehensive profit (loss) for the period <sup>67</sup>	Total comprehensive profit (loss) for the period <sup>67</sup>	Dividend	Mgmt. fees	Nominal interest	Date of interest payment
Migdal Eshkol Finansim B.M.	4,584	--	4,584	--	--	--	--
Yozma Pension Fund for Self-Employed Ltd.	89	132	221	--	10,534 <sup>73</sup>	--	--
Hamagen Properties Ltd.	11,397	--	11,397	--	--	--	--
Pel Hamagen House Ltd.	11,402	--	11,402	--	--	--	--
Migdal Credit Services Ltd.	1,126	--	1,126	--	--	1,501 <sup>74</sup>	Monthly
Migdal Leasing Ltd.	687	--	687	--	--	--	--
Yevulim Financial & Business Consultations Company Ltd.	(313)	--	(313)	--	--	35 <sup>75</sup>	Quarterly
Hi-Capital Ltd.	(480)	--	(480)	--	--	76 <sup>75</sup>	Quarterly
Talent HR Systems Ltd.	(13)	--	(13)	--	--	--	--
B-Diyuk - Pension Arrangements Operation Insurance agency Ltd.	--	--	--	--	--	--	--
Avgad Yahalom Management and Services Ltd. <sup>76</sup>	--	--	--	--	--	--	--
Reshef Insurance Agency (2004) Ltd.	1,830	--	1,830	900 <sup>77</sup>	--	--	--
Ihud Peltours Diamonds Insurance Agency (2002) Ltd.	848	--	848	--	--	93 <sup>71</sup>	Quarterly
Municipalit Insurance Agency (2000) Ltd.	60	--	60	--	550 <sup>71</sup>	--	--
Makefet Financial Services – Insurance Agency (1998) Ltd.	574	--	574	--	--	--	--
Shaham Weinstein (Netanya) Insurance Agencies Ltd.	111	--	111	--	--	--	--
Sofer Moshe Insurance Agency (1997) Ltd.	512	--	512	--	--	--	--
Amir Aloni Life Assurance Agency (1994) Ltd.	5	--	5	--	1,453 <sup>78</sup>	--	--
Arxcis Global Wealth Management Ltd.	(1,592)	--	(1,592)	--	--	28 <sup>75</sup>	Quarterly
Orlan Insurance Agency (1994) Ltd.	458	--	458	--	--	--	--

<sup>73</sup> Received in Migdal, a subsidiary of the Company.

<sup>74</sup> Received in Migdal Eshkol, a subsidiary of Migdal.

<sup>75</sup> Received in Mivtach Simon Management, a subsidiary of the Company.

<sup>76</sup> We have not received the Financial Statements for 2012 yet.

<sup>77</sup> Received in Sagi Yogev, a subsidiary of Migdal Agencies.

<sup>78</sup> Received in Mivtach Simon, a subsidiary of Migdal Agencies.

Company name	Profit (loss) for the period <sup>67</sup>	Other comprehensive profit (loss) for the period <sup>67</sup>	Total comprehensive profit (loss) for the period <sup>67</sup>	Dividend	Mgmt. Fees	Nominal interest	Date of interest payment
Eli Erlich Health Services (1999) Ltd.	1,269	--	1,269	--	--	--	--
Aviv Mall – Management and Holding Ltd.	(20)	--	(20)	--	--	--	--
Migdal Capital Markets (1965) Ltd.	8,410	--	8,410	--	--	--	--
Ramat Aviv Mall Ltd.	105,067	--	105,067	15,960 <sup>79</sup>	--	--	--
Isabel Ouda – Shaham – Insurance Agency	(247)	--	(247)	--	--	11 <sup>72</sup>	Quarterly
Migdal Underwriting and Business Initiative Ltd.	149	--	149	--	--	6 <sup>80</sup>	Quarterly
Migdal Capital Markets (Management Services) Ltd.	675	--	675	1,800 <sup>80</sup>	--	456 <sup>80</sup>	Quarterly
Migdal Investment Portfolio Management (1998) Ltd.	2,426	--	2,426	4,800 <sup>80</sup>	--	14 <sup>80</sup>	Quarterly
Migdal Stock Exchange Services (N.E.) Ltd.	3,474	--	3,474	--	--	3,599 <sup>80</sup>	Quarterly
Migdal Issuers Ltd.	333	--	333	--	--	165 <sup>81</sup>	Quarterly
MCM Alternative Investments Ltd.	(299)	--	(299)	--	--	272 <sup>80</sup>	Quarterly
Tau Hedge Funds Management Ltd.	109	--	109	--	--	--	--
Migdal Capital Markets - Finance Academy Ltd.	(1,720)	--	(1,720)	--	--	40 <sup>80</sup>	Quarterly
50 Plus Ltd.	(2,344)	--	(2,344)	--	--	--	--
Club 50 Insurance Agency Ltd.	(1,003)	--	(1,003)	--	--	32 <sup>82</sup>	Annual
BrainSpa Ltd.	(460)	--	(460)	--	--	--	--
Infomed Medical Sites Ltd.	(1,258)	--	(1,258)	--	--	280 <sup>83</sup>	Monthly
B-Well Quality of Life Solutions Ltd.	(839)	--	(839)	--	--	--	--
Migdal Insurance Capital Raising Ltd.	--	--	--	--	--	--	--
Migdal trust Funds.	422	--	422	--	--	157 <sup>80</sup>	Quarterly
Tvuna Life Assurance Agency (1998) Ltd.	--	--	--	--	--	--	--

<sup>79</sup> Received in Migdal Real Estate Holdings, a subsidiary of Migdal.

<sup>80</sup> Received in Migdal Capital Markets, a subsidiary of the Company.

<sup>81</sup> Received in Migdal Underwriting and Business Initiative Ltd., a subsidiary of MCM.

<sup>82</sup> Recorded in 50 Plus Ltd.

<sup>83</sup> Recorded in Migdal Health.

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**Regulation 14: List of groups of balances of loans granted as at the balance sheet date, if the granting of loans was one of the main businesses of the Corporation**

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The Corporation does not grant loans

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**Regulation 20: Trading on the Stock Exchange - Securities listed for trading - Dates of and reasons for interruption of trading**

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In the report period, there were no interruptions of trading in the Company's securities



**Regulation 21 Payments to Interested Parties and Executives**

Following are the payments (in NIS thousands) made by Migdal Insurance Company Ltd., a subsidiary of the Company, or by other corporations in the Group, and all the undertakings for payment they took upon themselves, in NIS (excluding payroll tax and VAT) for each of the highest paid Executives serving in the Company and in the Corporation controlled by it in 2012, as well as to interested parties in the Company:

Particulars of the remuneration receiver				Benefits for services							Other benefits			
Name	Position	Extent of employment	Holding rate in the Corporation on equity ***	Salary *	Grant	Share-based payment **	Mgmt . fees	Advising fees	Comm.	Other	Interest	Rent	Other	Total
Yonel Cohen (1)	Company and Migdal Insurance CEO, and Migdal Health CoB	100%		3,415	1,768	812	-	-	-	411	-	-	-	6,406
Jacob Weinstein (2)	Chief investment manager - Migdal Capital Markets	100%		4,199	597	-	-	-	-	-	-	-	-	4,796
Aharon Fogel (3)	CoB of the Company, Migdal Insurance and MCM	Partial		2,310	896	488	-	-	-	-	-	-	-	3,694
Arik Yogev (4)	Head of the Customer and Distribution Channels Division	100%		2,693	450	323	-	-	-	-	-	-	-	3,466
Amir Shelah (5)	Health and Quality of Life Businesses Division Manager	100%		1,634	1,000	343	-	-	-	-	-	-	-	2,977
Zvi Shoan (6)	Deputy to Shaham's CoB	Partial		2,487	-	-	-	-	-	-	-	-	-	2,487
Eran Czerninski (7)	Finances Discipline Manager	100%		1,034	340	239	-	-	-	-	-	-	-	1,613
Directors' remuneration (8)													3,632	3,632

\* The salary component includes management fees paid to a company controlled by the Senior Officer and includes a grant and/or a payment required by an agreement that does not depend on objectives or discretion. Also, this component includes social provisions and ancillaries such as car expenses, per diem etc. Grants such as an accommodation grant or persistency grant, if the Senior Officer is entitled to them, reflect the expenditure recognized this year as per the accounting rules.

\*\* The amount set forth in the column "share-based payment" reflects the expenditure by the accounting rules as recorded in the FS. The range of exercise prices of options exercisable to shares in 2012 totals NIS 5.66 - 5.97 per option (in 2011 – NIS 5.66 – 5.98 per option, in 2010 – NIS 5.82 – 6).

\*\*\*\* Senior Officers do not hold company shares. However, by virtue of allocating eligibility deeds included under "share-based payment", the relevant Senior Officers hold the eligibility deeds for exercising Company shares as described below.

**(1) Mr. Yonel Cohen**

Mr. Yonel Cohen has been serving as the Company and Migdal Insurance CEO as of June 15<sup>th</sup>, 2008 and as CoB of Migdal Health since July 2011. Prior to his appointment as Company CEO, Mr. Cohen fulfilled various positions in the Group including, inter alia, an officer in Migdal Holdings, CoB of Migdal Makefet and CoB of Mivtach Simon Insurance Agencies ("Mivtach Simon"). The terms of Mr. Yonel Cohen's office in former positions were arranged under a service agreement between Mivtach Simon and a company fully owned by the CEO as of December 31<sup>st</sup>, 2001, as amended in the agreement dated August 28<sup>th</sup>, 2005 ("The previous service agreement"). Within the previous service agreement, Mivtach Simon undertook that in any event of a termination of the agreement with Mr. Cohen, the company owned by the CEO shall receive a monthly CPI-linked payment, in respect of advising fees and non-competition with Mivtach-Simon's businesses (amounting to approx. NIS 150 thousand as of December 31<sup>st</sup>, 2012), for a period of 36 months since the termination of the CEO's agreement, as defined herewith. Within the previous agreement, it was also agreed that this period will be extended by another two months in respect of each year as of January 1<sup>st</sup> 2004, in which Mr. Yonel Cohen will continue to fulfill his position.

In August 2009, a service agreement was signed with a company fully owned by the CEO, regulating the terms of his office as the CEO of the Company and Migdal Insurance ("CEO agreement"). The CEO agreement replaces the previous agreement for any intent and purpose. The agreement is for an unlimited time, and may be terminated upon early notice of 90 days. In case of service discontinuation, the CEO is entitled to an adaptation grant equaling the monthly management fees in respect of 6 months, against an undertaking by the CEO not to practice and/or provide services, directly or indirectly, whether himself or via a corporation controlled by him or held by him in the Company's areas of activity during a period of six months from the moment he stopped rendering services to the Company.

Within the CEO agreement, an appendix was signed between Mivtach Simon and the company owned by the CEO, in which Mivtach Simon undertook to continue the undertaking as to the payment of advising fees and non-competition with Mivtach-Simon's businesses under the previous service agreement as set forth above, until the termination of the CEO agreement, and accordingly, to continue the calculation of the payment period of advising fees and non-competition also for the period in which the CEO serves in the Company and in Migdal Insurance. Accordingly, this period shall be extended by another two months in respect of each year also for the period in which Mr. Cohen served in the Company and in Migdal Insurance. Total monthly advising fees and non-competition as of December 31<sup>st</sup>, 2012 are NIS 8,098 thousand. As at the report date, the CEO-owned company accumulated 18 months beyond the aforesaid 36 months. The cost of such liability for 2012 is approx. NIS 411 thousand and is included in the "other" column set forth in the table.

As at the date of the CEO agreement, the CEO-owned company accumulated 18 months beyond the aforesaid 36 months in Mivtach Simon.

The salary set forth in the table includes the following components: monthly management fees totaling NIS 220,000 (CPI-linked in respect of June 2008), expenses of the adaptation grant and leave recognized this year, car grossing-up and maintenance, telephone, daily newspaper, medical screening tests etc.

For further details about the CEO's terms of employment, see the Company's Immediate Report dated March 17<sup>th</sup> 2009, Ref. No. 2009-01-059427.

The amount set forth in the "grant" column is the amount approved by the Company BoD on March 19<sup>th</sup>, 2013, after the Compensation Committee recommended it on March 13<sup>th</sup>, 2013, and after the Audit Committee approved it on March 13<sup>th</sup>, 2013 as a grant payable to Mr. Cohen in respect of 2012 within the 2012 short term remuneration plan (the grant payment is subject to the GM approval). For details regarding the 2012 short term remuneration plan, see Clause 50 to Part E in the Corporation Businesses Description Chapter.

For details regarding the payment of the grant, including regarding the arguments of the BoD as to the amount of the remuneration that was paid and the way it was determined, and the invitation to the GM for the grant's approval, see the Immediate Report issued by the Company on March 19<sup>th</sup>, 2013.

As at December 31<sup>st</sup>, 2012, Mr. Yonel Cohen holds 1,000,000 options allocated as per the 2009 share-based remuneration plan, as well as 1,131,684 eligibility deeds allocated as per the 2010 long-term

remuneration plan. The fair value of the options and eligibility deeds as at the granting date is approx. NIS 4,273 thousand. For further details about these remuneration plans, see the Company's Immediate Report dated August 18<sup>th</sup> 2008, Ref. No. 2009-01-200589 and the Company's Immediate Report dated September 5<sup>th</sup> 2010, Ref. No. 2010-01-612342, respectively. For further details, see also Note 33 to the FS.

**(2) Mr. Jacob Weinstein**

Since May 2006, Mr. Jacob Weinstein has served as Migdal Capital Markets' Chief Investments Manager, as well as the investments manager of certain mutual funds of Migdal Trust Funds Ltd. ("Migdal Trusts"), the manager of some portfolios of Migdal Investment Portfolio Management (1998) Ltd., and several provident and educational funds of Migdal Makefet (within the investment management services of Makefet by Migdal Portfolio Management), and as of January 1<sup>st</sup>, 2013 he also serves as the investments manager of Dragon hedge fund, managed by Tau Hedge Funds Management Ltd., controlled by MCM.

As per his employment agreement with Migdal Funds dated May 2006 (amended in May 2007, May 2011 and May 2012), Mr. Weinstein is entitled to a monthly gross salary (as an employee) in the amount of NIS 46,060, plus social provisions at the maximum rate recognized for tax purposes and cellular phone, at a total employer's cost of approx.. NIS 58,000 per month. Furthermore, the Company controlled by Mr. Weinstein shall receive the monthly amount of NIS 290,320 + VAT plus linkage differences (linked to March 2006 CPI), as well NIS 12,000 per month in respect of a monthly reimbursement of transportation expenses and car maintenance, against the services it provides to Migdal Funds as per the service agreement with him.

In addition, the company controlled by Mr. Weinstein is entitled to an annual bonus of 10% of the income in the funds managed by him (the funds were acquired in 2006 by Migdal Funds from a company controlled by him), as well as to an annual bonus of 7.5% of the income from several other funds of Migdal Funds (funds acquired by Migdal Funds from a company controlled by him) and transferred to his management. Furthermore, the company controlled by him is entitled to a bonus of 7.5% from the management of investment portfolios of certain customers (customers actually managed by Mr. Weinstein or under his supervision, as well as customers who started being managed by Migdal Investment Portfolio Management (1998) Ltd. within the previous acquisition of portfolio management activity from a company controlled by Mr. Weinstein). Migdal's funds managed by Mr. Weinstein, held in the customers' portfolios managed by him, are brought for the bonus calculation only once, within the calculation of bonus in respect of portfolio management and are neutralized from the bonus in respect of funds management.

In respect of the investment management of certain Makefet provident funds (previously Migdal Platinum), Mr. Jacob Weinstein is entitled to an annual bonus in respect of achieving a yield objective compared with the benchmark set forth in the agreement, in an amount that shall not exceed NIS 80 thousand, as well as to an annual bonus as per Migdal Capital Markets' CEO's discretion, that should not exceed NIS 30 thousand. It should be noted that Mr. Jacob Weinstein did not meet the yield objective compared with the benchmark as set forth above, therefore he was not entitled to the annual bonus, and as Migdal Capital Markets' CEO's decision, the bonus that depends on his discretion was not granted to Mr. Weinstein in respect of 2012.

The employment agreement is effective until May 15<sup>th</sup>, 2014, but Migdal Funds may terminate it with early notice of 6 months. Mr. Weinstein may not terminate the agreement before its end, unless in extraordinary cases set forth in the agreement, with an early notice of 6 months.

In addition, corporations controlled by Mr. Jacob Weinstein conduct brokerage activity in their accounts at a sub-subsidiary of the Company, Migdal Stock Exchange Services (N.E) Ltd., for derivatives, futures and options on indices overseas against paying commissions to Migdal Stock Exchange Services, as common for other customers of his kind, depending on the scope of activity. This activity is not included in the employment agreement and/or in relation with his service as a Senior Officer in the Company.

**(3) Mr. Aharon Fogel**

Mr. Aharon Fogel has been serving as the Company CoB since December 1<sup>st</sup>, 2000 as per an agreement dated February 2001, as amended in February 2008. Since August 2011 he also serves as the CoB of Migdal Capital Markets. The agreement is for an unlimited period and may be terminated upon early notice of 180 days. The CoB is entitled to a one-off payment of 6 monthly payments in respect of non-competition upon termination of the agreement. According to the employment contract, the CoB shall devote the necessary time, energy and skills to rendering the services for the companies, and as much as required for him to do his job.

The aforesaid salary includes the following components: monthly management fees totaling NIS 144,444, linked to the CPI published on December 2007, adaptation grant expenses, car grossing-up and maintenance, daily newspaper, medical screening tests etc.

The amount set forth in the "grant" column is the amount approved by the Company BoD on March 19<sup>th</sup>, 2013, after the Compensation Committee recommended it on March 13<sup>th</sup>, 2013, and after the Audit Committee approved it on March 13<sup>th</sup>, 2013 as a grant payable to Mr. Fogel in respect of 2012 within the 2012 short term remuneration plan (the grant payment is subject to the GM's approval). For details regarding the 2012 short term remuneration plan, see Clause 50 to Part E in the Corporation Businesses Description Chapter. For details regarding the payment of the grant, including regarding the arguments of the BoD as to the amount of the remuneration that was paid and the way it was determined, and the invitation to the GM for the grant's approval, see the Immediate Report issued by the Company on March 19<sup>th</sup>, 2013.

As at December 31<sup>st</sup>, 2012, Mr. Aharon Fogel holds 650,000 options allocated as per the share-based payment plan for 2009 and 679,997 eligibility deeds allocated as per the 2010 long-term remuneration plan. The fair value of the options and eligibility deeds as at the granting date is NIS 2,666 thousand. For further details about these remuneration plans, see the Company's Immediate Report dated December 24<sup>th</sup>, 2006, Ref. No. 2006-01-169972, the Company's Immediate Report dated August 18<sup>th</sup>, 2009, Ref. No. 2009-01-200589 and the Company's Immediate Report dated September 5<sup>th</sup>, 2010, Ref. No. 2010-01-612342, respectively. For further details, see also Note 33 to the FS.

**(4) Mr. Arik Yogev**

On January 1<sup>st</sup>, 2011 Mr. Arik Yogev was appointed Customer and Distribution Channels Division Manager. Prior to such appointment, Mr. Yogev served as Mivtach Simon and Migdal Agencies CEO (and he continues to serve as the CEO of Migdal Agencies), as well as Sagi Yogev CEO. In April 2010 a service agreement was signed with a company fully owned by him, replacing previous agreements, and it regulates Mr. Arik Yogev's terms of employment in the Group.

The aforesaid salary includes the following components: monthly management fees of NIS 173,120, linked to December 2009 CPI, car maintenance (in the value of a car at his service, the cost of grossing up and car maintenance expenses), telephone, per diem etc.

In addition, Mr. Yogev is entitled to a persistency grant in respect of 2008 until 2012 ("grant period"), totaling NIS 269,660 in respect of every year in which he provided services in the grant period, linked to December 2009 CPI, paid to him on January 31<sup>st</sup>, 2013 as per the service agreement, in the total amount of NIS 1,434,682.

The agreement is for an unlimited period and may be terminated upon early notice of 60 days. Mr. Yogev is entitled to a one-off payment of 6 monthly payments upon termination of the agreement, in the amount of NIS 134,755 per month (linked to December 2009 CPI), against an undertaking not to practice and/or provide services, directly or indirectly, whether himself or via a corporation controlled by him or held by him in the Company's areas of activity during a period of six months from the moment the agreement is terminated, as well as a prohibition on addressing and soliciting the Company's customers and/or Migdal Agencies Group's customers, as per the definition of this term in the agreement, agents and/or employees in Migdal Group, during two years after the end of the agreement.

The amount set forth in the "grant" column is the amount approved by the Company BoD on March 19<sup>th</sup>, 2013, after the Compensation Committee recommended it on March 13<sup>th</sup>, 2013, and after the Audit

Committee approved it on March 13<sup>th</sup>, 2013 as a grant within the 2012 short term remuneration plan, see Clause 50 to Part E in the Corporation Businesses Description Chapter.

As at December 31<sup>st</sup>, 2012, Mr. Yogev holds 402,500 option warrants allocated as per the 2009 share-based remuneration plan, and 424,781 eligibility deeds allocated as per the 2010 long-term remuneration plan. The fair value of the options and eligibility deeds as at the granting date is NIS 1,629 thousand. For further details about these remuneration plans, see the Company's Immediate Report dated August 18<sup>th</sup> 2009, Ref. No. 2009-01-200589 and the Company's Immediate Report dated September 5<sup>th</sup>, 2010, Ref. No. 2010-01-612342, respectively. For further details, see also Note 33 to the FS.

**(5) Mr. Amir Shelah**

Up until January 13<sup>th</sup>, 2013, Mr. Shelah served as the Health and Quality of Life Businesses Division Manager in Migdal Insurance (for the above, see the Immediate Report issued by the Company on January 13<sup>th</sup>, 2013, Ref. No. 2013-01-012093), and up until March 31<sup>st</sup>, 2013 he will serve as the CEO of Migdal Health and Quality of Life Ltd. as per his working agreement dated April 14<sup>st</sup>, 2003, which was updated throughout the years. He is terminating his work in the Group after 22 years, in which he served in senior management positions.

The aforesaid salary includes the following components: a monthly salary of NIS 85,000, linked to November 2007 CPI, Company car and grossing up 90% of tax charged in respect of this benefit, telephone, annual leave, sick leave, R & R, provisions for pensionary insurance, educational fund, per diem etc.

As per the working agreement, Mr. Shelah is entitled to an early notice of 60 days and an adaptation grant of 6 monthly salaries against an undertaking not to address and solicit the Group's employees in order to employ them not in the Group companies for 12 months after the termination of employer-employee relations. The early notice period will end on March 31<sup>st</sup>, 2012 and the adaptation period will end on September 30<sup>th</sup>, 2013.

The amount set forth in the "grant" column is a retirement grant approved by Migdal Insurance's BoD on January 29<sup>th</sup>, 2013, after Migdal Insurance's Audit Committee approved it on January 27<sup>th</sup>, 2013, which is, inter alia, for 6 months of non-competition and his large contribution to the Company within the positions in which he served throughout many years (for additional details regarding this matter see also Clause 1.3.5 to the BoD Report).

As at December 31<sup>st</sup>, 2011, Mr. Shelah holds 402,500 options allocated as per the 2009 share-based remuneration plan and 451,203 eligibility deeds allocated as per the 2010 long-term remuneration plan. The fair value as at the granting date is approx. NIS 1,682 thousand. For further details about these remuneration plans, see the Company's Immediate Report dated August 18<sup>th</sup>, 2009, Ref. No. 2009-01-200589 and the Company's Immediate Report dated September 5<sup>th</sup>, 2010, Ref. No. 2010-01-612342, respectively. For further details, see also Note 33 to the FS.

**(6) Mr. Zvi Shoan**

Mr. Zvi Shoan served until November 2010 as the CEO of Shaham Agencies and he serves as the Deputy to the CoB of Shaham Agencies. It was agreed with him that his terms of employment shall continue to be as per the agreement signed between Shaham Agencies and a company controlled by him, dated August 31<sup>st</sup>, 2004, but it includes amendments such that the consideration to which Mr. Shoan will be entitled is management fees of approx. NIS 150,598 per month (linked to January 2004 CPI). Starting from December 31<sup>st</sup>, 2006, the agreement may be terminated at any time with an early notice of 90 days. With mutual consent, Mr. Shoan stopped providing services as per this agreement on December 31<sup>st</sup>, 2012, therefore the management fees set forth above include a remuneration in respect of 13 months.

**(7) Mr. Eran Czerninski**

Mr. Eran Czerninski serves as the Finances Discipline Manager of the Company, and before that he assumed different positions in the Group starting from November 7<sup>th</sup>, 2002 under a working agreement dated September 19<sup>th</sup>, 2002, which was updated for the last time in March 2011.

As of January 1<sup>st</sup>, 2013, he will serve as the Finances and Actuary Division Manager pursuant to the organizational change as detailed in Chapter E to the Corporation Businesses Report.

The salary set forth above includes the following components: a monthly salary in the amount of NIS 70,000, Company car, telephone, annual leave, sick leave, R & R, provisions for pensionary insurance, educational fund, per diem etc.

The agreement is for an unlimited period and may be terminated with a written advance notice of 45 days. Upon The termination of the agreement with Mr. Czerninski, he will be entitled to a retirement grant of three monthly salaries, against an undertaking not to compete, directly or indirectly, with Migdal Group's businesses.

The amount set forth in the "grant" column is the amount approved by the Company BoD on March 19<sup>th</sup>, 2013, after the Compensation Committee recommended it on March 13<sup>th</sup>, 2013, and after the Audit Committee approved it on March 13<sup>th</sup>, 2013 as a grant within the 2012 short term remuneration plan. For details regarding the 2012 short term remuneration plan, see Clause 50 to Part E in the Corporation Businesses Description Chapter.

As at December 31<sup>st</sup>, 2011, Mr. Czerninski holds 172,500 options allocated as per the 2009 share-based remuneration plan and 295,191 eligibility deeds allocated as per the 2010 long-term remuneration plan. The fair value as at the granting date is approx. NIS 925 thousand. For further details about these remuneration plans, see the Company's Immediate Report dated August 18<sup>th</sup>, 2009, Ref. No. 2009-01-200589 and the Company's Immediate Report dated September 5<sup>th</sup>, 2010, Ref. No. 2010-01-612342, respectively. For further details, see also Note 33 to the FS.

#### **(8) Directors fees**

The Company and its subsidiaries paid salary and ancillary expenses to the Company's Directors and to Generali in respect of the incumbency of senior officers in Generali as Directors in the Group, at a total sum of approx. NIS 3,632 thousand (excluding CoB remuneration). Messrs. Shlomo Eliahu, Israel Eliahu and Ofer Eliahu – serve as Directors with no remuneration.

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#### **Regulation 21a: Control of the Corporation**

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The Company is controlled by Eliahu Insurance Company Ltd. since October 29<sup>th</sup>, 2012. Up until then, the Company was controlled by Assicurazioni Generali S.p.A (directly and indirectly).

For further details regarding see Clause 5.2 to Part A Corporation Businesses Description – transactions in the Company's shares.

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**Regulation 22: Transactions with controlling shareholders or in which the controlling shareholders have a personal interest**

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Enclosed please find details, to the Company's best knowledge, regarding any transaction with the controlling shareholder in the Company or in which the controlling shareholders in the Company have a personal interest in approving it ("a transaction with a controlling shareholder") that the Company, companies controlled by it and its related companies ("the Group") engaged in in the reported year or after the end of the reported year and until this report is submitted, or a transaction still in effect as of this report's date:

- a. The Company is controlled by Eliahu Insurance. On October 29<sup>th</sup>, 2012 the transaction in which Generali sold all its shares in the Company to Eliahu Insurance was completed, thus as of that date, it stopped being the Company's controlling shareholders. Due to the change in controlling shareholders, the Company conducted a re-mapping of the relations with related parties and interested parties. For more details regarding the change in controlling shareholders in the Company, see Note 1b.
- b. Within the completion of the control acquisition transaction, the Company received an undertaking from Generali towards it, by virtue of the agreement for the transfer of control signed between Eliahu and Generali, pursuant to which Generali undertook to allow Migdal Insurance to continue and renew with it reinsurance treaties, as per Migdal Insurance's discretion, for a period of five years, up to the exposure limit to Generali effective at that time. This undertaking was stipulated by renewing in the same conditions and subject to the same provisions (including regarding insurance fees) as extended to the Company by the leading participants in the high-quality international reinsurance market. See the Immediate Report issued by the Company on October 29<sup>th</sup>, 2012 (Ref. No. 2012-01-266412). The Company is examining its legal position as to the existence of personal interest for the new controlling shareholder in the Company, who acquired the control from Generali, in the Group's engagements with Generali and companies controlled by it. Up to the final decision on this matter, the Company, only for the sake of caution, and although apparently these are not transactions that the controlling shareholder in the Company has a personal interest in them, decided to approve transactions with Generali as per the law provisions regarding controlling shareholders transactions. Since the control in the Company was transferred from Generali to Eliahu during the reported period, as set forth, and since even after the control transfer, the Company acted towards transactions with Generali, as set forth above, as per the law provisions regarding controlling shareholders transactions, the following is a description of transactions with controlling shareholders or transactions in which the controlling shareholders have a personal interest, including transactions with Generali, although some of them are after the date of transfer of control.
- c. Mr. Shlomo Eliahu, serving, as of October 29<sup>th</sup>, 2012, also as a Director in the Company, holds, directly and indirectly (except his holdings via the Company and its subsidiaries), at approx. 8.49% in Bank Leumi le-Israel Ltd. ("Bank Leumi") (another approx. 4.04% of Bank Leumi's share equity are held by the Company and its subsidiaries), as well as a direct and indirect holding (except his holdings via the Company and its subsidiaries), at approx. 27.1% in Union Bank Ltd. ("Union Bank") (another approx. 0.46% of Union Bank's share equity

are held by the Company and its subsidiaries). Accordingly, the Group's transactions with Bank Leumi and Union Bank, after the transfer of control in the Company, are transactions in which the Company's controlling shareholders (Eliahu) have a "personal interest" in. (This is in addition to them being, starting from the date upon he started serving as a Director in the Group, engagements in which a Senior Officer in the Company has a personal interest in).

- d. Prior to the execution of the acquisition control in the Company by Eliahu and in light of Mr. Eliahu's holding in Bank Leumi and Union Bank, on June 12<sup>th</sup>, 2012 the Anti-Trust Director General published his decision to approve the transaction, subject to a condition prohibiting an engagement by the Company, including any person related to it, in an agreement with a related trading company for the execution of transactions in beneficiaries' assets, in which the remuneration shall be paid from the beneficiaries' assets, unless via a tender granting an equal opportunity to every trading company participating in it, and the tender should include at least four trading companies (hereinafter: "the merger condition"). The merger condition applies to all trading companies (Stock Exchange members, that execute transactions for others in one or more of the following: securities, future contracts, foreign securities and foreign currencies) that the controlling shareholder in the Company holds at least 5% in them (which, as of the date upon which the control transfer transaction was carried out, as well as of the date of this report) are Bank Leumi and Union Bank. On July 3<sup>rd</sup>, 2012 the Company's BoD decided not to appeal the merger condition, after the Company's Audit Committee classified the decision as an "action" pursuant to Clause 254 to the Companies Law, in which Directors serving in Generali as well have a personal interest and which is not material. See Immediate Report dated July 3<sup>rd</sup>, 2012 (Ref. No. 2012-01-175143). It should be noted that pursuant to a clarification received from the Anti-Trust Director General, on July 18<sup>th</sup>, 2012 the option to extend an engagement that existed at the time with between Migdal trust Funds Ltd. and Bank Leumi regarding the trading of derivatives overseas was exercised ("the funds' agreement regarding derivatives overseas"), without having to comply with the merger conditions, since such option was exercised before the actual completion of the control acquisition, and before it was known whether the control acquisition would be carried out and whether all the other necessary regulatory approvals would be received. The funds' agreement regarding derivatives overseas was extended till March 13<sup>th</sup>, 2015).
- e. The following is a summary, with a reference to the details in Note 38 to the FS, as per two main parts, one is Generali's and the other is Eliahu's. In each part (Generali/Eliahu), the transactions are detailed in chapters. One is the transactions pursuant to Clause 270 (4) to the Companies Law, and then the chapter of transactions not stated in Clause 270 (4) to the Companies Law and are not negligible
- f. For guidelines and rules for the classification of transactions as transactions with controlling shareholders as a negligible transaction pursuant to Regulation 41 (a) (6) to the Securities Regulations (Preparation of Annual Financial Statements) - 2010 ("negligibility procedure"), see Clause i in Note 38 to the FS.



g. **Transactions with Generali or transaction in which Generali has a personal interest**

(1) Transactions pursuant to Clause 270 (4) to the Companies Law

Reinsurance treaties – All the reinsurance treaties with Generali in the areas of general insurance, life assurance and health insurance for 2012 and 2013, which are in the ordinary course of business and in market conditions were brought for an annual approval pursuant to Regulation 1 (5) to the Companies Regulations (Reliefs in Transactions with Interested Parties) - 2000 ("**Relief Regulations**"). See Clause e.1 in Note 38 to the FS.

Engagements in facultative agreements in general insurance / framework agreement for 2010-2012 – for the framework approval of engagements of Migdal with Generali Group, in facultative reinsurance treaties for 2010-2012, see Clause e.2.a in Note 38 to the FS.

Special approvals – the approval of facultative reinsurance treaties as per the Relief Regulations – for special approvals to the Company's engagement in facultative treaties with Generali after Generali's downgrade, see Clause e.2.b in Note 38 to the FS.

Limit of exemption from liability and undertaking to indemnify, granted to Senior Officers in the Company, serving as Senior Officer in the Company's controlling shareholders – see Clause e.4 in Note 38 to the FS.

Approval of updated letters of indemnification to Senior Officers in a company in which the controlling shareholders may be perceived as having a personal interest in granting them letters of indemnification – regarding the approval of the Company's GM to granting updated letters of indemnification to Senior Officers in a company in which the controlling shareholders may be perceived as having a personal interest in, as appointed from time to time. These updated letters of indemnification are identical to the letters of indemnification that will be granted to all the Directors and Senior Officers in the Company, see Clause e.5 in Note 38 to the FS.

(2) Transactions not under Clause 270 (4) to the Companies Law and are not negligible

None

Miscellaneous – for the Company's engagements with Generali ABM, a subsidiary of Generali in Aachen, Germany, see Clause e.6 in Note 38 to the FS.

h. **The Company's engagements with Eliahu or with whoever Eliahu has a personal interest in**

(1) Transactions pursuant to Clause 270 (4) to the Companies Law

Engagement for the absorption of a new business in new general insurance of Eliahu Insurance Company Ltd. in Migdal Insurance Company – for the engagement in an agreement for the absorption of new business in Eliahu Insurance's general insurance pursuant to the provisions of Regulation 1 (2) to the Companies Regulations, since it is a transaction that does not benefit the Company and Migdal Insurance, and details regarding this engagement, see Clause d. in Note 38 to the FS.

Engagements with Bank Leumi and Union Bank in relation with banking activity – treasury and ongoing investments with Bank Leumi and Union Bank – for details regarding the approval of the engagement between the Group companies, except Migdal Capital Markets and its subsidiaries, and Bank Leumi le-Israel Ltd. and its related companies, and between Migdal Insurance Group and the Union Bank of Israel Ltd. and its related companies, after the control in the Company was transferred, see Clause g.1.3 in Note 38 to the FS.

Provident funds operation agreement – for details regarding the engagement of a sub-subsidiary, Migdal Makefet Pension and Provident Funds Ltd. ("Makefet") with Leumi Capital Markets Services Ltd., a subsidiary fully owned by Bank Leumi, in an agreement for receiving operation services in relation to all the provident and educational funds managed by Makefet, after the control in the Company was transferred, see Clause g.5 in Note 38 to the FS.

Terms of employment of a "relative" of Eliahu – for details regarding the terms of employment of Mr. Eliahu Eliahu and Ofer Eliahu in respect of their employment in Migdal Insurance – see details in Clause d.2 in Note 38 to the FS.

(2) Transactions not under Clause 270 (4) to the Companies Law and are not negligible

The insurance of Bank Leumi's debtors' assets – for details regarding the engagement for the insurance of debtors' assets, after the transfer of control in the Company, see Clause g.1.4 in Note 38 to the FS.

**Regulation 24: Shares and other securities held by interested parties and executive officeholders in the Corporation, subsidiary or related company, as close as possible to the report date (to the best of the Corporation's knowledge)**

**a. In the Corporation**

Name of interested party	Registered company no./ I.D. Number	Ordinary shares	Number of the securities in the Stock Exchange	Number of shares held on 28.2.2013 <sup>84</sup>	Number of options/ eligibility deeds held in trusteeship on 28.2.2013	Rate of holding in capital <sup>85</sup>	Rate of holding in voting & right to appoint Directors <sup>85</sup>
Eliahu Insurance Company Ltd. <sup>86</sup>	520029851	NIS 0.01	1081165	413,671,481		39.33	39.33
Adad Trusteeship Company Ltd. <sup>88, 87</sup>	511169781	NIS 0.01	1081165	315,496,828		30.00	30.00
Migdal Insurance Company Ltd. <sup>89</sup>	52-000489-6	NIS 0.01	1081165	6,365			
Aharon Fogel	01017648-5	NIS 0.01	1115518		650,000 <sup>90</sup>	0.06	
			1121631		679,997 <sup>91</sup>	0.06	
Yonel Cohen	014963268-3	NIS 0.01	1115518		1,000,000 <sup>90</sup>	0.09	
			1121631		1,131,684 <sup>91</sup>	0.1	

<sup>84</sup> As of December 31<sup>st</sup>, 2012, Bank Leumi held 103,005,104 Company ordinary shares of NIS 0.01, which constitute approx. 9.8% of the Company's issued share capital. As Bank Leumi informed the Company, on January 3<sup>rd</sup>, 2013 and January 7<sup>th</sup>, 2013 Bank Leumi sold 53,500,000 ordinary shares of NIS 0.01, which constitute 5.1% of the Company's issued and paid-up share capital. After this sale, as of January 8<sup>th</sup>, 2013, to the Company's best knowledge, Bank Leumi holds 49,505,104 ordinary shares of NIS 0.01, which constitute approx. 4.7% of the Company's issued and paid-up share capital. See the Company's Immediate Report issued on January 8<sup>th</sup>, 2013, Ref. No. 2013-01-008517.

<sup>85</sup> Theoretically assuming that all the options that were allocated pursuant to the plans for granting options and eligibility deeds, whose principles were approved in August 2009 and in October 2010 will be fully exercised.

<sup>86</sup> To the best knowledge of the Company, the shareholders of Eliahu Insurance Company Ltd. (hereinafter: "Eliahu Insurance") are: Mr. Shlomo Eliahu (holding 25.14% of capital and 98% of management shares), Ms. Haya Eliahu (holding 0.02% of capital and 2% of management shares), Shlomo Eliahu Holdings Ltd. (holding 61.7% of capital) and Eliahu Brothers Trusteeship and Investments Ltd. (holding 13.14% of capital). The shareholders of Shlomo Eliahu Holdings Ltd. are Mr. Shlomo Eliahu, holding 83.13% and Ms. Haya Eliahu, holding 16.69%. The only shareholder in Eliahu Brothers Trusteeship and Investments Ltd. is Shlomo Eliahu Holdings Ltd. (100%).

<sup>87</sup> As the Company was informed, the shares held by Adad Trustee Company Ltd. (hereinafter: "Adad") were pledged by Eliahu Insurance in favor of Bank Leumi as a collateral for the liabilities taken by Eliahu Insurance towards Bank Leumi, and for this purpose Eliahu Insurance transferred the pledged shares to Adad, for trusteeship. See Clause 2.1 in Part A in the Corporation Businesses Description chapter.

<sup>88</sup> To the best knowledge of the Company, the shareholders of Adad are: Mr. Amir Levi (holding 25% of capital), Mr. David Hodak (holding 25% of capital), Mr. Gene Kleenhendler (holding 25% of capital) and Mr. Eitan Grinberg (holding 25% of capital).

<sup>89</sup> Migdal holds the shares in trusteeship for those who were shareholders prior to July 31<sup>st</sup>, 1997. Migdal is fully owned by the company.

<sup>90</sup> Options which were allocated as per the option plan approved in August 2009.

<sup>91</sup> Eligibility deeds pursuant to the remuneration plan for Senior Officers that was approved in October 2010.

Name of interested party	Registered company no./ I.D. Number	Number of the securities in the Stock Exchange	Number of option / eligibility deeds held in trusteeship as of 28.2.2013	Rate of holding in capital <sup>85</sup>
<b>Leybush Ulmann</b>	16020752	1115518	172,500	0.02
		1121631	126,510	0.01
<b>Shay Basson</b>	022091581	1121631	309,950	0.03
<b>Ilana Bar</b>	22190839	1115518	172,500	0.02
		1121631	211,806	0.02
<b>Limor Dannesh</b>	027392760	1115518	123,625	0.01
		1121631	196,794	0.02
<b>Shlomo Handel</b>	77041739	1115518	172,500	0.02
		1121631	208,160	0.02
<b>Ronen Torem</b>	58890138	1115518	172,500	0.02
		1121631	195,500	0.02
<b>Arie Yogev</b>	51169605	1115518	402,500	0.04
		1121631	424,781	0.04
<b>Gil Yaniv</b>	058451170	1115518	402,500	0.04
		1121631	368,675	0.03
<b>Tali Cassif</b>	54677836	1115518	172,500	0.02
		1121631	170,623	0.02
<b>Michal Leshem</b>	27862721	1115518	123,625	0.01
		1121631	161,301	0.01
<b>Osnat Manor-Zisman</b>	23096233	1115518	123,625	0.01
		1121631	85,394	0.0075
<b>Hava Salomon</b>	09364670	1115518	123,625	0.01
		1121631	119,214	0.01
<b>Itamar Farbstein</b>	058699075	1115518	123,625	0.01
		1121631	126,510	0.01
<b>Bezalel Zucker</b>	50671627	1115518	172,500	0.01
		1121631	158,704	0.015
<b>Eran Czerninski</b>	57693236	1115518	172,500	0.02
		1121631	295,191	0.03
<b>Omer Kreizel</b>	024342032	1115518	123,625	0.01
		1121631	221,393	0.02
<b>Gideon Rozolio</b>	030250567	1115518	123,625	0.01
		1121631	184,273	0.02
<b>Sigalit Raz</b>	22843908	1121631	85,394	0.0075
<b>Moshe Tamir</b>	25108374	1115518	172,500	0.02
		1121631	170,623	0.02
<b>Amos Rokach</b>	58456909	1115518	123,625	0.01
		1121631	120,185	0.01

**b. In subsidiaries and related companies<sup>92</sup>**

Name of subsidiary/ related company	Name of interested party	Registered company No.	Name of security	No. of shares held as of 28.2.2013	Rate of holding in capital	Rate of holding in voting and right to appoint Directors
<b>Migdal Insurance Capital raising Ltd.</b>	Migdal Insurance Company Ltd. <sup>93</sup>	52-000489-6	Ordinary NIS 0.01	1,000	100	100
<b>Migdal Holdings and Management of Insurance Agencies Ltd.</b>	Migdal Insurance Company Ltd. <sup>93</sup>	52-000489-6	Ordinary NIS 1	804	100	100
<b>Peltours Insurance Agencies Ltd.</b>	Migdal Holdings and Management of Insurance Agencies Ltd. <sup>94</sup>	52-001162-8	Ordinary NIS 0.01	18,760,002	73.27	73.27
<b>Migdal Real Estate Holdings Ltd.</b>	Migdal Insurance Company Ltd. <sup>93</sup>	52-000489-6	Ordinary NIS 0.0001	61,660,406	100	100
<b>Migdal Eshkol Finansim B.M.</b>	Migdal Insurance Company Ltd. <sup>93</sup>	52-000489-6	Ordinary NIS 1	485,056	100	100
<b>Yozma Pension Fund for the Self-Employed Ltd.</b>	Migdal Insurance Company Ltd. <sup>93</sup>	52-000489-6	Ordinary NIS 1	4,500,000	100	100
<b>Ihud Insurance Agencies Ltd.</b>	Migdal Holdings and Management of Insurance Agencies Ltd. <sup>94</sup>	52-001162-8	Ordinary NIS 0.001	1,499,999	100	100
<b>Hamagen Properties Ltd.</b>	Migdal Insurance Company Ltd. <sup>93</sup>	51-059201-7	Ordinary NIS 1	6,090,837	100	100
<b>Pel Hamagen House Ltd.</b>	Hamagen Properties Ltd. <sup>95</sup>	51-093969-7	Ordinary NIS 1	14,066,595	100	100
<b>Shaham Insurance Agency (1977) Ltd.</b>	Migdal Holdings and Management of Insurance Agencies Ltd. <sup>94</sup>	52-001162-8	Ordinary NIS 1	1,728	100	100
<b>Shaham Insurance Agency (1977) Ltd.</b>	Migdal Holdings and Management of Insurance Agencies Ltd. <sup>94</sup>	52-001162-8	Preferred shares Class A NIS 0.1	782	43.88	43.88
<b>Sagi Yogev Life Assurance Agency (1988) Ltd.</b>	Migdal Holdings and Management of Insurance Agencies Ltd. <sup>94</sup>	52-001162-8	Ordinary NIS 1	1,722	100	100

<sup>92</sup> The details are regarding held companies whose activity is material.<sup>93</sup> Migdal is a company fully owned by the Company.<sup>94</sup> Migdal Agencies is a company fully owned by Migdal.<sup>95</sup> Hamagen Properties is a company fully owned by Migdal.

Name of subsidiary/ related company	Name of interested party	Registered company No.	Name of security	No. of shares held as of 28.2.2013	Rate of holding in capital	Rate of holding in voting and right to appoint Directors
<b>Sagi Yogev Life Assurance Agency (1988) Ltd.</b>	Migdal Holdings and Management of Insurance Agencies Ltd. <sup>94</sup>	52-001162-8	Profits NIS 1	2,000	100	100
<b>Mivtach Simon Insurance Agencies Ltd.</b>	Migdal Holdings and Management of Insurance Agencies Ltd. <sup>94</sup>	52-001162-8	Ordinary NIS 0.001	1,000	100	100
<b>Migdal Capital Markets (1965) Ltd.</b>	Migdal Trust Funds Ltd. <sup>96</sup>	51-130366-1	Ordinary NIS 1	33,000	0.4	0.4
<b>Migdal Underwriting and Business Initiative Ltd.</b>	Migdal Capital Markets (1965) Ltd. <sup>97</sup>	52-003937-1	Ordinary NIS 1	5,001,053	100	100
<b>Migdal Trust Funds Ltd.</b>	Migdal Stock Exchange Services (N.E) Ltd. <sup>98</sup>	51-285221-1	Ordinary NIS 1	259,518,001	100	100
<b>Migdal Trust Funds Ltd.</b>	Migdal Capital Markets (Management Services) Ltd. <sup>98</sup>	51-098008-9	Ordinary NIS 1	1	--	--
<b>Migdal Investment Portfolio Management (1998) Ltd.</b>	Migdal Capital Markets (1965) Ltd. <sup>97</sup>	52-003937-1	Ordinary NIS 1	694,246	100	100
<b>Migdal Investment Portfolio Management (1998) Ltd.</b>	Migdal Capital Markets (Management Services) Ltd. <sup>98</sup>	51-098008-9	Ordinary NIS 1	1	--	--
<b>Migdal Makefet Pension and Provident Funds Ltd.</b>	Migdal Insurance Company Ltd. <sup>93</sup>	52-000489-6	Ordinary NIS 1	2,034	100	100
<b>Ramat Aviv Mall Ltd.</b>	Migdal Real Estate Holdings Ltd. <sup>99</sup>	51-063389-4	Ordinary NIS 0.0001	965,579	26.599	26.599

<sup>96</sup> Migdal Trust Funds is fully owned (indirectly) by Migdal Capital Markets.

<sup>97</sup> Migdal Capital Markets is fully owned by the Company.

<sup>98</sup> The Company is fully owned by Migdal Capital Markets.

<sup>99</sup> Migdal Real Estate Holdings is a company fully held by Migdal.

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**Regulation 24a:: Authorized capital, issued capital and convertible securities of the Corporation**


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**Authorized capital as of February 28<sup>th</sup>, 2013**

NIS 15,000,000

Divided into 1,500,000,000 Ordinary NIS  
0.01 shares**Issued capital as of February 28<sup>th</sup>, 2013**

NIS 10,516,805.00

Divided into 1,051,680,500 Ordinary NIS 0.01  
shares**The Corporation's convertible securities**

<u>Security No.</u>	<u>Type of security</u>	<u>Number of options</u>
1115518	Warrants, August 2009 plan	8,145,625
1121631	Eligibility deeds, October 2010 plan	12,732,657

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**Regulation 24b: The Corporation's shareholders register**

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See appendix A to the Additional data on the Corporation Report



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**Regulation 25a Registered address of the Corporation**

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The Corporation's registered address is 4, Ef'al Street, Kiryat Aryeh, Petach Tikva 4951229, Israel; P.O. Box 3063, Petach Tikva 49130, Israel  
Telephone No. 076-8868962, Facsimile No. 03-9238988.  
E-mail: [migdalhold@migdal.co.il](mailto:migdalhold@migdal.co.il)

<b>Regulation 26: The Directors of the Corporation</b>	
<b>Name:</b>	<b>Aharon Fogel</b> , Chairman of the Board ID 01017648-5
<b>Date of birth:</b>	19.4.1947
<b>Address:</b>	3, Tarsat St., Tel Aviv
<b>Citizenship:</b>	Israeli
<b>Executive committee membership:</b>	Chairman of Investments Committee, Re-organization Committee, Computerization Strategy Committee and the Committee for the Deployment Towards Solvency II.
<b>From the public:</b>	No
<b>Director with accounting and financial skills:</b>	Yes
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No
<b>Date of starting tenure as a Director:</b>	24.8.2000
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	B.A in Economics and Statistics (the Hebrew University), M.A. studies in Economics (the Hebrew University). Chairman of the BoD in Migdal Insurance Company Ltd., Migdal Capital Markets (1965) Ltd. and the Israeli Philharmonic Orchestra Ltd., Director in Migdal Health and Quality of Life Ltd., Hadasit Medical Research Services Ltd. and in Paz Oil Company Ltd.
<b>Member of the family of another interested party in the Corporation:</b>	No
<b>Name:</b>	<b>Shlomo Eliahu</b> ID 43661602
<b>Date of birth:</b>	18.1.1936
<b>Address:</b>	6, Hadassah St., Tel Aviv
<b>Citizenship:</b>	Israeli
<b>Executive committee membership:</b>	No.
<b>From the public:</b>	No
<b>Director with accounting and financial skills:</b>	Yes
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No
<b>Date of starting tenure as a Director:</b>	29.10.2012
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	Chairman of Shlomo Eliahu Holdings Ltd. and subsidiaries, Eliahu Insurance Company Ltd, Director, entrepreneur and partner in Gan Ha'ir Ltd. project and subsidiaries and a partner in the control core in Union Bank, Director in Migdal Insurance Company Ltd.
<b>Member of the family of another interested party in the Corporation:</b>	Yes, the father of Messrs. Israel Eliahu and Ofer Eliahu, Directors in the Corporation.

<b>Name:</b>	<b>Israel Eliahu</b>	ID 27768969
<b>Date of birth:</b>	16.5.1970	
<b>Address:</b>	6, Hadassah St., Tel Aviv	
<b>Citizenship:</b>	Israeli	
<b>Executive committee membership:</b>	Investments Committee	
<b>From the public:</b>	No	
<b>Director with accounting and financial skills:</b>	Yes	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No	
<b>Date of starting tenure as a Director:</b>	29.10.2012	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	B.A in Cinema and Television and Economy (Tel Aviv University), graduated courses for Executives, specialization in negotiations, mergers and acquisitions and family businesses (INSEAD). Director and CEO in Shlomo Eliahu Holdings Ltd., Director in subsidiaries of Shlomo Eliahu Holdings Ltd., Eliahu Insurance Company Ltd. and subsidiaries and Migdal Insurance Company Ltd. Chairman of the Nostro Investments Committee in Eliahu Insurance Company Ltd.	
<b>Member of the family of another interested party in the Corporation:</b>	Yes, the son of Mr. Shlomo Eliahu and the brother of Mr. Ofer Eliahu, Directors in the Corporation	
<b>Name:</b>	<b>Ofer Eliahu</b>	ID 55444699
<b>Date of birth:</b>	28.8.1958	
<b>Address:</b>	6, Hadassah St., Tel Aviv	
<b>Citizenship:</b>	Israeli and French	
<b>Executive committee membership:</b>	Computerization Strategy Committee	
<b>From the public:</b>	No	
<b>Director with accounting and financial skills:</b>	Yes	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	Yes, CEO of Eliahu Insurance Company Ltd., the Corporation's parent company, the General Insurance and Reinsurance Division Manager in Migdal Insurance Company Ltd., a subsidiary of the Corporation.	
<b>Date of starting tenure as a Director:</b>	29.10.2012	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	CEO and Director in Eliahu Insurance Company Ltd., Director in subsidiaries of Eliahu Insurance Company Ltd., in Shlomo Eliahu Holdings Ltd. and subsidiaries, in Gan Ha'ir project Ltd. and subsidiaries.	
<b>Member of the family of another interested party in the Corporation:</b>	Yes, the son of Mr. Shlomo Eliahu and the brother of Mr. Israel Eliahu, Directors in the Corporation	

<b>Name:</b>	<b>Ronit Abramzon</b>	ID 54121108
<b>Date of birth:</b>	17.8.1957	
<b>Address:</b>	5, Shimshon St., Jerusalem	
<b>Citizenship:</b>	Israeli	
<b>Executive committee membership:</b>	Audit Committee and Seniors Compensation Committee	
<b>From the public:</b>	No	
<b>Director with accounting and financial skills:</b>	No	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No	
<b>Date of starting tenure as a Director:</b>	25.2.2009	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	LL. B. (the Hebrew University), lawyer regarding business issues and Companies Laws. Director in Migdal Insurance Company Ltd. and Migdal Capital Markets (1965) Ltd., External Director in Carmel Olefins Ltd., member of the Executive Committee of Jerusalem Fund and Shiluv Institute for Family and Couple therapy.	
<b>Member of the family of another interested party in the Corporation:</b>	No	
<b>Name:</b>	<b>Eyal Ben Chelouche</b>	ID 57440638
<b>Date of birth:</b>	15.12.1961	
<b>Address:</b>	148, Ha'shaked St., Moshav Shoresh	
<b>Citizenship:</b>	Israeli	
<b>Executive committee membership:</b>	Chairman of the Financial Statements Committee, member of the Audit Committee, Investments Committee, Committee for the Deployment Towards Solvency II. And the Seniors Compensation Committee	
<b>From the public:</b>	Yes	
<b>Director with accounting and financial skills</b>	Yes	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No	
<b>Date of starting tenure as a Director:</b>	10.6.2008	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	B.A. in Economics and Statistics, M.A. in Economics, (the Hebrew University). External Director in Migdal Insurance Company Ltd., member of the Investment Committee in Old Mivtachim Construction Workers Pension Fund, Hadassah Fund and Egged Fund, Deputy to COB of DavidShield – Life Insurance Agency (2000) Ltd., Director in Matrix-IT Ltd., Karnit Fund for the Compensation of Road Accident Casualties, Sapiens International Corporation N.V, Arcana Ltd. and BlueSky Energy Ltd. and their subsidiaries.	
<b>Member of the family of another interested party in the Corporation:</b>	No	

<b>Name:</b>	<b>Yigal Bar Yossef</b>	ID 1543198
<b>Date of birth:</b>	6.3.1947	
<b>Address:</b>	3, Adam Hacoheh St. Tel Aviv	
<b>Citizenship:</b>	Israeli	
<b>Executive committee membership:</b>	Chairman of the Computerization Strategy Committee, member of the Financial Statements Committee, Re-organization Committee, Seniors Compensation Committee and the Committee for the Deployment Towards Solvency II.	
<b>From the public:</b>	Yes	
<b>Director with accounting and financial skills</b>	Yes	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No	
<b>Date of starting tenure as a Director:</b>	5.9.2007	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	MBA (the Hebrew University). External Director in Migdal Insurance Company Ltd. and a Director in Tidhar Investments Ltd. Member of the Board of Trustees of the Branco Weiss Institute for the Development of Thinking. General Manager in Globalsim Ltd.	
<b>Member of the family of another interested party in the Corporation:</b>	No	
<b>Name:</b>	<b>Jacob Dannon</b>	ID 969014
<b>Date of birth:</b>	11.1.1946	
<b>Address:</b>	279, Ha'Agam St., Beit Zayit	
<b>Citizenship:</b>	Israeli	
<b>Executive committee membership:</b>	Chairman of the Seniors Compensation Committee, Memberr of the Audit Committee, Seniors Compensation Committee, Re-organization Committee and Financial Statements Committee.	
<b>From the public:</b>	Yes	
<b>Director with accounting and financial skills</b>	Yes	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No	
<b>Date of starting tenure as a Director:</b>	5.10.2008	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	B.A. in Economics MBA (the Hebrew University). External Director in Migdal Insurance Company Ltd., Malam-Team Ltd. and consultant to companies and organizations. CEO of the Bank of Israel until September 2008.	
<b>Member of the family of another interested party in the Corporation:</b>	No	

<b>Name:</b>	<b>Moshe Habbah</b>	ID 46096988
<b>Date of birth:</b>	1.4.1950	
<b>Address:</b>	66, Zarhi St., Ramot 3, Jerusalem	
<b>Citizenship:</b>	Israeli	
<b>Executive committee membership:</b>	No.	
<b>From the public:</b>	No.	
<b>Director with accounting and financial skills</b>	Yes	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No	
<b>Date of starting tenure as a Director:</b>	30.7.2009	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	B.A. in Economics and Business Administration (the Hebrew University). Director in Migdal Insurance Company Ltd., Migdal Capital Markets (1965) Ltd., Epsilon Mutual Funds Management (1991) Ltd., Tachanot M.A. 2005 Ltd. and Migdero (Israel) Ltd. Member of the Board of Trustees and the executive committee of Ben Gurion University, member of the Shaare Zedek Medical Center executive committee and management committee.	
<b>Member of the family of another interested party in the Corporation:</b>	No	
<b>Name:</b>	<b>Dan Suesskind</b>	ID 175810
<b>Date of birth:</b>	7.2.1944	
<b>Address:</b>	2, Tzruya St., Jerusalem	
<b>Citizenship</b>	Israeli	
<b>Executive committee membership:</b>	Financial Statements Committee.	
<b>From the public:</b>	No	
<b>Director with accounting and financial skills</b>	Yes	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No	
<b>Date of starting tenure as a Director:</b>	6.11.2002	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	B.A. in Economics and Political Science (the Hebrew University), MBA (University of Massachusetts, USA). Director in Teva Pharmaceutical Industries Ltd., Syneron Medical Ltd., Redhill Biopharm Ltd., Geffen Biomed Investments Ltd., and Israel Corporation Ltd. Member of the managing committee in Jerusalem Fund, member of the Investments (Beneficiaries) Committee in Migdal Insurance Company Ltd. Served as a financial manager in Teva Pharmaceutical Industries Ltd. until June 30 <sup>th</sup> , 2008.	
<b>Member of the family of another interested party in the Corporation:</b>	No	

<b>Name:</b>	<b>Samuel Penchas</b>	ID 6116891
<b>Date of birth:</b>	12.2.1939	
<b>Address:</b>	6, Itzik Manger St., Tel Aviv	
<b>Citizenship:</b>	Israeli	
<b>Executive committee membership:</b>	Investments Committee, Seniors Compensation Committee, Re-organization Committee and Computerization Strategy Committee.	
<b>From the public:</b>	No	
<b>Director with accounting and financial skills</b>	No	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No	
<b>Date of starting tenure as a Director:</b>	27.8.2002	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	Professor of Health Administration, Associate Professor in internal medicine, M.D. (the Hebrew University), M.Sc. in Human Engineering (University of London, UK), DIC in Medical Electrical Engineering (University of London, UK). Director in Rosebud Medical Ltd. Ltd. and in Procognia (Israel) Ltd., Migdal Health and Quality of Health Ltd. and Hadassah Medical Association.	
<b>Member of the family of another interested party in the Corporation:</b>	No	
<b>Name:</b>	<b>Ran Croll</b>	ID 50417245
<b>Date of birth:</b>	5.2.1951	
<b>Address:</b>	8a, Balfour St., Tel Aviv	
<b>Citizenship:</b>	Israeli and American	
<b>Executive committee membership:</b>	Investments Committee	
<b>From the public:</b>	No	
<b>Director with accounting and financial skills</b>	Yes	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No	
<b>Date of starting tenure as a Director:</b>	6.11.2002	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	B.A. in Economics and Political Science (the Hebrew University), M.A. in Economics (the Hebrew University). CoB of Metropolin Public Transportation Ltd. and Metrodan Beer Sheva Ltd., Director in Atgal Ashdod Ltd., Israel Oil Refineries Ltd., Energy Arrays for Jerusalem Limited Partnership and Atgal Energy Ltd.	
<b>Member of the family of another interested party in the Corporation:</b>	No	

<b>Name:</b>	<b>Herzl Shalem</b>	ID 8429383
<b>Date of birth:</b>	16.9.1942	
<b>Address:</b>	7, Rav Ashi St., Tel Aviv	
<b>Citizenship:</b>	Israeli	
<b>Executive committee membership:</b>	Financial Statements Committee	
<b>From the public:</b>	No	
<b>Director with accounting and financial skills</b>	Yes	
<b>Employee of the Corporation, a subsidiary, a related company or an interested party:</b>	No.	
<b>Date of starting tenure as a Director:</b>	24.6.2008	
<b>Education and occupation during the past five years, and the Corporations in which he serves as a Director:</b>	<p>B.A. in Social Sciences Faculty - Economics and Statistics (the Hebrew University), Business Administration Diploma (School of Economics and Social Sciences, the Hebrew University).</p> <p>CoB of Atarim Project Development Corp. Tel Aviv Jaffa Ltd., Director in Migdal Health and Quality of Life Ltd., Migdal Capital Markets (1965) Ltd., Migdal Investment Portfolio Management (1990) Ltd. Chairman of the executive committee - Afeka Tel Aviv Academic College for Engineering and Afeka Applications Ltd. and member of the public committee on behalf of the Ministry of Interior for the Appointment of Directors in Municipal Corporations.</p>	
<b>Member of the family of another interested party in the Corporation:</b>	No	



<b>Regulation 26a: Senior Officers of the Corporation<sup>100</sup></b>	
<b>Name:</b>	<b>Yonel Cohen</b> ID 14963268
<b>Date of birth:</b>	22.6.1960
<b>Office held in Corporation:</b>	CEO of the Company
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	CoB of Migdal Health and Quality of Life Ltd., Migdal Makefet Pension and Provident Fund Ltd., Yozma Pension Fund for Self-Employed Ltd., Mivtach Simon Insurance Agencies Ltd., Migdal Claims Management Ltd., Migdal Holdings and Management of Insurance Agencies Ltd. Director in Migdal Capital Markets (1965) Ltd. and Migdal Technologies Ltd.
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No
<b>Education and business experience in the past five years:</b>	B.A in Mathematics and Computer Sciences (Tel Aviv University). Owner of private companies. Chairman of the Board of Trustees of Juvenile Diabetes. Previously COB of insurance agencies in Migdal Group and the Chairman of the Association of Life Assurance Companies Ltd. until June 2011.
<b>Date of taking office:</b>	15.6.2008
<b>Name:</b>	<b>Leybush Ulmann</b> ID 16020752
<b>Date of birth:</b>	27.2.1955
<b>Office held in Corporation:</b>	No
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Chief actuary and appointed life assurance actuary in Migdal Insurance Company Ltd.
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No
<b>Education and business experience in the past five years:</b>	Ph. D. in Actuarial Studies (University of Basle, Switzerland), M.A in Actuarial Studies (University of Basle, Switzerland), B.A in Mathematics and Statistics and Operations Research (University of Basle, Switzerland).
<b>Date of taking office:</b>	1.12.2006

<sup>100</sup> Since 2010 the Company classifies managers in the Company and in the Group's institutional organs with the title "Assistant to CEO" and who report directly to the CEO as "Senior Officers" pursuant to the Companies Law. Also, the classification includes managers who fulfill roles that as per their content and essence, including regarding institutional organs in consolidated companies as per the legislative arrangement that applies to them, roles that require subordination to the CEO or regarding which there are regulatory provisions testifying that they hold a position who, from the material aspect, are "Senior Officers". On the other hand, managers with the title "Assistant to the CEO" but who do not actually report to the CEO, and their position does not match the title in its content and essence, are no longer perceived as "Senior Officers" by the Company pursuant to the Companies Law, in light of the examination of the content and essence attached to the types of positions in which these managers serve. Accordingly, managers fulfilling a position that according to their essence and content. There is no change in the managers included under "Senior Officers of the Corporation" as detailed in this Regulation, due to the above mentioned change in classification

<b>Name:</b>	<b>Ofer Eliahu</b>	ID 55444699
<b>Date of birth:</b>	28.8.1958	
<b>Office held in Corporation:</b>	Director	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	The General Insurance and Reinsurance Division Manager in Migdal Insurance Company Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	Yes, the son of Mr. Shlomo Eliahu and the brother of Mr. Israel Eliahu, Directors in the Corporation.	
<b>Education and business experience in the past five years:</b>	CEO and Director in Eliahu Insurance Company Ltd., Director in subsidiaries of Eliahu Insurance Company Ltd., in Shlomo Eliahu Holdings Ltd. and subsidiaries, in Gan Ha'ir project Ltd. and subsidiaries.	
<b>Date of taking office:</b>	29.10.2012	
<b>Name:</b>	<b>Shay Basson</b>	ID 22091581
<b>Date of birth:</b>	5.10.1965	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Technology and Organizational Infrastructures Division Manager in Migdal Insurance Company Ltd. ("Migdal Insurance"), in charge of information security in Migdal Insurance, CEO of Migdal Technologies Ltd., a subsidiary of Migdal Insurance and Director in B-Diyuk Pension Arrangements Operation Insurance Agency (2000) Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.A in Economics and Computer Sciences (Tel Aviv University), MBA (Tel Aviv University), MA in Social Sciences (Haifa University). He served as Senior VP and Director in subsidiaries of Malam Systems until April 2010.	
<b>Date of taking office:</b>	1.5.2010	

**Name:** **Ilana Bar** ID 22190839

**Date of birth:** 7.11.1965

**Office held in Corporation:** Legal advisor of the Company

**Office held in a subsidiary or related company of the Corporation or in an interested party therein:** Legal Consultancy discipline Manager of Migdal Insurance Company Ltd., Migdal Health and Quality of Life Ltd., Migdal Makefet Pension and Provident Funds Ltd. and other companies in Migdal Insurance Group

**Is she an interested party of the corporation or member of the family of another senior officer or interested party:** No

**Education and business experience in the past five years:** LL. B (Bar-Ilan University) and LIm. (Harvard University, U.S.A.).  
A lawyer

**Date of taking office:** 10.7.2001

**Name:** **Limor Dannesh** ID 27392760

**Date of birth:** 2.2.1975

**Office held in Corporation:** No

**Office held in a subsidiary or related company of the Corporation or in an interested party therein:** CIO of Credit, Nostro and Real Investments of Migdal Insurance Company Ltd., CIO of Real Investments, PE, Credit and Nostro Investments of Migdal Group's companies.  
Director in Migdal Real Estate Holdings Ltd., Hamagen Properties Ltd., Pel-Hamagen House Ltd. and Migdal Eshkol Finansim Group Ltd., Migdal Credit Services Ltd. and Migdal Leasing Ltd.

**Is she an interested party of the corporation or member of the family of another senior officer or interested party:** No

**Education and business experience in the past five years:** B.A. in Economics and Management (Tel Aviv College of Management)), served as Migdal Insurance Company Ltd.'s Nostro Discipline until May 25<sup>th</sup>, 2010.

**Date of taking office:** 25.5.2010

<b>Name:</b>	<b>Shlomo Handel</b>	ID 77041739
<b>Date of birth:</b>	11.2.1946	
<b>Office held in Corporation:</b>	Internal Auditor of the Company	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Internal Auditor of Migdal Insurance Company Ltd., Migdal Health and Quality of Life Ltd. and other companies in Migdal Insurance Group.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.A. in Social Sciences, Diploma in Business Administration (Tel-Aviv University). Council Member of the Open University Chairman of the Audit Committee in the Israeli Philharmonic Orchestra and the Chairman of the managing committee of the Center for Values in Businesses in Jerusalem, Member of the BoD of Shemesh Fund for the Encouragement of Young Entrepreneurs - Safra Fund and member in the Board of Trustees of the Juvenile Diabetes.	
<b>Date of taking office:</b>	1.3.2000	
<b>Name:</b>	<b>Ronen Torem</b>	ID 58890138
<b>Date of birth:</b>	3.9.1964	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	CEO of Migdal Capital Markets (1965) Ltd. a subsidiary of the Corporation. CoB of Migdal stock Exchange Services Ltd., Migdal trust Funds Ltd., MCM Alternative Investments Ltd., Migdal Capital Markets (Management Services) Ltd., Director in Migdal Investment Portfolio Management Ltd. and Migdal Capital Markets - Finance Academy Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.A in Economics and Business Administration (Haifa University).	
<b>Date of taking office:</b>	13.12.2006	

<b>Name:</b>	<b>Aryeh Yogev</b>	ID 51169605
<b>Date of birth:</b>	14.11.1952	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Head of the Customers, Service and Distribution Channels Division of Migdal Insurance Company Ltd., CEO of Migdal Holdings and Management of Agencies Ltd., CoB of Peltours Insurance Agencies Ltd., Sagi Yogev Insurance Agencies (1988) Ltd., Ihud Insurance Agencies Ltd., Shaham Insurance Agencies (1977) Ltd., Mivtach Simon Insurance Agencies Management Ltd., Shaham Weinstein (Netanya) Insurance Agency Ltd., Hi-Capital Ltd. and Talent HR Systems Ltd. Director in Arxcis Global Wealth Management Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	BA in Political Sciences and International Relations (the Hebrew University), MBA (Ramat Gan College, Extension of Heriot Watt University, Britain). Served as CEO of Mivtach Simon Insurance Agency Ltd. until November 1 <sup>st</sup> , 2011.	
<b>Date of taking office:</b>	1.1.2011	
<b>Name:</b>	<b>Gil Yaniv</b>	ID 58451170
<b>Date of birth:</b>	16.11.1963	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Head of LTS Health and Quality of Life Businesses Division in Migdal Insurance Company Ltd., CoB of Migdal Technologies Ltd. and B-Diyuk - Implementation, Operation and Control Insurance Agency (200) Ltd., Director in Migdal Holdings and Management of Insurance Agencies Ltd., Mivtach Simon Insurance Agencies Ltd. and Mivtach Simon Insurance Agencies Management Ltd. and in Migdal Claims Management Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.A in Economics (Haifa University), MBA (Tel Aviv University). Director in the Clearing House Center of Insurance Companies Ltd. Served as the Head of Headquarters and Cross-Organization Resources Division in Migdal Insurance Company Ltd. until May 31 <sup>st</sup> , 2010, and previously he served as Deputy to CEO, Manager of the Strategy and Business Development in Clal Insurance Company Ltd. until November 30 <sup>th</sup> , 2008.	
<b>Date of taking office:</b>	1.6.2010	

<b>Name:</b>	<b>Tali Cassif</b>	ID 54677836
<b>Date of birth:</b>	13.2.1957	
<b>Office held in Corporation:</b>	Company Secretary	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Company secretary of Migdal Insurance Company Ltd., Migdal Health and Quality of Life Ltd. and other companies in Migdal Insurance Group.	
<b>Is she an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	LL.B (Tel Aviv University). A lawyer	
<b>Date of taking office:</b>	18.3.1991	
<b>Name:</b>	<b>Michal Leshem</b>	ID 27862721
<b>Date of birth:</b>	30.7.1970	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Head of SOX 404, Group Enforcement, strategy, Business Development and Control Discipline in Migdal Insurance Company Ltd., Director in Ihud Insurance Agencies Ltd., Sagi Yogev Insurance Agencies (1988) Ltd., Migdal Insurance Capital Raising Ltd., Peltours Insurance Agencies Ltd., Shaham Insurance Agencies (1977) Ltd., B-Diyuk - Implementation, Operation and Control Insurance Agency (2000) Ltd., Shaham Weinstein (Netanya) Insurance Agency Ltd., and Mivtach Simon Agencies Management Ltd.	
<b>Is she an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	MBA (the College of Administration), CPA (the College of Administration). Serves as An External Director in Matrix IT Ltd., Served as the SOX 404 Discipline Manager in Migdal Insurance up until March 19 <sup>th</sup> , 2013.	
<b>Date of taking office:</b>	19.3.2013	

<b>Name:</b>	<b>Osnat Manor-Zisman</b>	ID 23096233
<b>Date of birth:</b>	19.11.1967	
<b>Office held in Corporation:</b>	Deputy to the Company's Internal Auditor	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Deputy to the Internal Auditor in Migdal Insurance Company Ltd.	
<b>Is she an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.A. in Economics and Management (Tel Aviv University), CPA. Served as the Company's Compliance Officer until December 31 <sup>st</sup> , 2012, and previously, as Deputy to the Chief Internal Auditor in Migdal Group until August 31 <sup>st</sup> , 2011.	
<b>Date of taking office:</b>	1.1.2013	
<b>Name:</b>	<b>Hava Salomon</b>	ID 9364670
<b>Date of birth:</b>	14.9.1946	
<b>Office held in Corporation:</b>	Company's risk manager	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Risk Manager in Migdal Insurance Company Ltd. and additional companies in Migdal Insurance Group.	
<b>Is she an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.A in Economics (Tel Aviv University).	
<b>Date of taking office:</b>	1.5.2006	

<b>Name:</b>	<b>Itamar Farbstein</b>	ID 58699075
<b>Date of birth:</b>	16.12.1964	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	CEO of Migdal Claims Management Ltd., a subsidiary of Migdal Insurance Company Ltd. Director in B-Diyuk - Implementation, Operation and Control Insurance Agency (2000) Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	BA in Mathematics and Statistics (Haifa University). Served as the Head of Life Assurance Headquarters Discipline, Chief Underwriter in Life Assurance and in charge of compliance with duties regarding the Anti-Money Laundering Prohibition Law till the end of January 2012.	
<b>Date of taking office:</b>	1.2.2012	
<b>Name:</b>	<b>Bezalel Zucker</b>	ID 050671627
<b>Date of birth:</b>	24.4.1951	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	CEO of Migdal Makefet Pension and Provident Funds Ltd. and Yozma Pension Fund for Self-Employed Ltd., subsidiaries of Migdal Insurance Company Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	CLU (Insurance College), Life Assurance Studies (Insurance College).	
<b>Date of taking office:</b>	CEO of Migdal Makefet Pension and Provident Funds Ltd. – 9.2.2009. CEO of Yozma Pension Fund for Self-Employed Ltd. – 1.12.2006.	



<b>Name:</b>	<b>Eran Czerninski</b>	ID 57693236
<b>Date of birth:</b>	20.6.1962	
<b>Office held in Corporation:</b>	CFO of the Company.	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Finance and Actuary Division Manager in Migdal Insurance Company Ltd. CFO in Migdal Holdings and Management of Insurance Agencies Ltd. CFO and Director in Migdal Eshkol Finansim Ltd., Migdal Credit Services Ltd. and Migdal Leasing Ltd. Director in Migdal Real Estate Holdings Ltd., Hamagen Properties Ltd., Pel-Hamagen House Ltd., Migdal Technologies Ltd., Migdal Insurance and Capital Raising Ltd., Panorama Center Services Ltd. and Mivtach Simon Insurance Agencies Management Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.A in Economics and Accounting (Tel Aviv University), CPA, a member in the professional committee of the Institute of Certified Public Accountants in Israel. Previously Chief Comptroller of the Company and Migdal insurance Company Ltd. until March 31 <sup>st</sup> , 2009.	
<b>Date of taking office:</b>	1.4.2009.	
<b>Name:</b>	<b>Omer Kreizel</b>	ID 24342032
<b>Date of birth:</b>	2.4.1969	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	CIO of Beneficiaries, Real Estate and Hedge Funds Investments Discipline of Migdal Insurance Company Ltd., CIO of Beneficiaries, Real Estate and Hedge Funds Investments Discipline of Migdal Group's Institutional Organs, Director in Migdal Real Estate Holdings Ltd., Hamagen Properties Ltd., Pel-Hamagen House Ltd., Ramat Aviv Mall Ltd. , the Company for the Development of Yefe Nof – Haifa Ltd., Aviv Mall – Management and Holding Ltd., IA Israel America Investments Ltd. and Panorama Center Services Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.A in Economics (Haifa University). Served as the CIO of Beneficiaries Discipline in the Company until May 25 <sup>th</sup> , 2010.	
<b>Date of taking office:</b>	25.5.2010	

<b>Name:</b>	<b>Gideon Rozolio</b>	ID 030250567
<b>Date of birth:</b>	20.8.1949	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Head of the Reinsurance Discipline in Migdal Insurance Company, Ltd., Director in Migdal Claims Management Ltd. and Data-Car Israel Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.Sc. In Industry and Management Engineering (Technion, Haifa). Served as the General Insurance and Reinsurance Division Manager up to December 31 <sup>st</sup> , 2012, and previously, as Deputy to Migdal Claims Management Ltd.'s CEO until December 31 <sup>st</sup> , 2011.	
<b>Date of taking office:</b>	1.1.2013	
<b>Name:</b>	<b>Amos Rokach</b>	ID 58456906
<b>Date of birth:</b>	23.1.1964	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	CEO of Mivtach Simon Insurance Agencies Ltd., a sub-subsiary of Migdal Insurance Ltd., temporary substitute to the CEO of B-Diyuk Pension Arrangements Operation Insurance Agency (2000) Ltd., Director in Amir Aloni Life Assurance Agency (1994) Ltd., Yevulim Financial and Business Consultants Ltd., Ihud Insurance Agencies Ltd. and Eli Erlich Insurance Services (1999) Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	. B.A in Economics (the Hebrew University). Served as the Agencies District Manager in Migdal Insurance Company Ltd. until December 31 <sup>st</sup> , 2012.	
<b>Date of taking office:</b>	1.1.2013	

<b>Name:</b>	<b>Sigalit Raz</b>	ID 22843908
<b>Date of birth:</b>	22.1.1976	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Head of the HR Discipline in Migdal Insurance Company Ltd.	
<b>Is she an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	MA in organizational behavior (Tel Aviv University). Previously she served as the training and organizational development manager in Migdal Insurance Company Ltd. till the end of 2010, and afterwards as the Deputy to the HR Discipline Manager in Migdal Insurance company Ltd. till the end of June 2011.	
<b>Date of taking office:</b>	1.7.2011	
<b>Name:</b>	<b>Moshe Tamir</b>	ID 25108374
<b>Date of birth:</b>	4.1.1973	
<b>Office held in Corporation:</b>	No	
<b>Office held in a subsidiary or related company of the Corporation or in an interested party therein:</b>	Head of the Marketing and Business Development Discipline in Migdal Insurance Company Ltd.	
<b>Is he an interested party of the corporation or member of the family of another senior officer or interested party:</b>	No	
<b>Education and business experience in the past five years:</b>	B.A in Economics (Ben-Gurion University), MBA (Ben-Gurion University).	
<b>Date of taking office:</b>	15.5.2006	

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**Regulation 26b: The signatories of the Corporation**


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The Corporation does not have independent signatories.

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**Regulation 27: The Auditors of the Corporation**


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Somekh Chaikin Accountants, 17, Ha'arba'a Street, Tel Aviv.

Kost, Forer Gabbay & Kasierer Accountants, 3, Aminadav Street, Tel Aviv.

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**Regulation 28: Amendments in Memorandum or in Articles of Association**


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On February 7<sup>th</sup>, 2012 the extraordinary general Meeting approved the amendment of the Company Articles of Association as per the BoD resolution dated December 27<sup>th</sup>, 2011. For details, see the Company's Periodic Report dated March 26<sup>th</sup>, 2012 and the Company's Immediate Report dated February 7<sup>th</sup>, 2012, Ref. No. 2012-01-036555.

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**Regulation 29: Recommendations and Resolutions of the Board of Directors**


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(a) The recommendations of the Board of Directors to the General Meeting and their resolutions which do not require the approval of the General Meeting regarding:  
(Regarding the BoD recommendations to the GM, see details of the extraordinary GM resolutions in (c) below):

1. Paying dividend (interim and final) and distribution of bonus shares: and
  - 26.3.2012
    - To approve the declaration of a dividend distribution of NIS 150 million, to be distributed on May 15<sup>th</sup>, 2012. The X-day will be May 1<sup>st</sup>, 2012. The distribution is from the surpluses accrued in the Company. The resolution requires the approval of the Company's GM.
2. Changes in the Corporation's authorized or issued capital: yes.
  - In 2012 198,625 options were exercised into 10,109 Company shares, such that the Company's issued capital increased from 1,051,656,093 to 1,051,666,202 shares, see Regulation 24a.
3. Changing the Corporation's memorandum or Articles of Association: yes (see Regulation 28 above).
4. Redemption of shares: none.
5. Early redemption of bonds: none.
6. A transaction not according to the market conditions between the Corporation and an interested party therein: none. (See Regulation 22 above regarding the absorption of new business of Eliahu Insurance Company Ltd. in Migdal Insurance, pursuant to Regulation 1 (5) to the Relief Regulations).

(b) Resolutions of the Extraordinary General Meeting regarding the issues detailed above that were made not pursuant to the BoD's recommendation: none

## (c) Resolutions of special General Meetings:

7.2.2012

- To approve the amendment of provisions in the Company's Articles of Association, dealing, inter alia, with setting the quorum in GMs of the Company shareholders and BoD meetings, setting the requirement for simple majority upon making certain resolutions in Company shareholders' GMs, BoD Committees, the approval of non-extraordinary transactions with Senior Officers, and indemnification and insurance of Directors and Officers in the Company. In this regard, the amendment of the proposed Articles of Association as set forth above, is aimed at adjusting the provisions of the Company's Articles of Association as to certain liabilities pursuant to the Streamlining of ISA Enforcement Procedures Law (Legislative Amendments) - 2011 ("Administrative Enforcement Law") and pursuant to the Enhanced Enforcement in the Capital Market Law (Legislative Amendments) - 2011 ("Enhanced Enforcement in the Capital Market Law"), and approving various amendments in order to adjust the Articles of Association to the provisions of Amendment No. 16 to the Companies Law.
- To approve updated letters of indemnification of the version attached as an Appendix to the minutes of the GM ("updated letters of indemnification") for Directors who are not Senior Officers that the Company controlling shareholder might be considered as having an interest in granting letters of indemnification to them, who serve in the Company and as appointed from time to time ("the Directors"). The update of the existing letters of indemnification, includes, inter alia, an undertaking to advance indemnification in respect of a financial penalty imposed on a Senior Officer to pay the victims as a result of an administrative violation as well as expenses incurred by a Senior Officer as a result of an administrative proceeding in his/her matter, including reasonable litigation fees, including attorney fees, all in accordance with the coming into effect of the Administrative Enforcement Law and the amendment of the Securities Law – 1968, and with the Enhanced Enforcement in the Capital Market. Also, given the developments occurred in the business environment surrounding the Company and regulation applied to it, the list of events in respect of which the Company may undertake indemnification was updated.

The provisions of the updated letters of indemnification shall apply, subject to the provisions of any Law, also regarding actions made prior to their amendment. The adoption of the updated letters of indemnification is subject to amending the Company's Articles of Association.

The letters of indemnification shall replace, for all intents and purposes, all the previous general letters of indemnification received, if received, by Senior Officers in the Group from the Group in the past.

- To approve updated letters of indemnification for Senior Officers in the Company, in whose indemnification the controlling shareholder may have personal interest, as set forth below, as appointed from time to time ("certain Senior Officers"). The updated letters of indemnification granted to the certain senior officers are identical to the letters of indemnification granted to Directors, whose version is attached as Appendix to the minutes of the GM.

Right now, the Company BoD includes two Directors who are employed by the controlling shareholder: Mr. Sergio Balbinot and Mr. Alessandro Corsi, who are Executive Senior Officers in the controlling shareholder.

These two Directors were appointed by the Company's GM. Furthermore, Mr. Livio Steindler, employed as the Reinsurance Discipline Manager in Migdal Insurance Company Ltd. (a subsidiary fully owned by the Company), serves as a Director in a subsidiary of the controlling shareholder.

The provisions of the updated letters of indemnification that will be extended to certain Senior Officers shall apply, subject to the provisions of any Law, also regarding actions made prior to their amendment. The adoption of the updated letters of indemnification that will be extended to certain Senior Officers is subject to amending the Company's Articles of Association.

The letters of indemnification shall replace, for all intents and purposes, all the previous general letters of indemnification received by Senior Officers in the Company from the Company, that the company shareholder may be perceived as having a personal interest in extending letters of indemnification to them.

- 24.4.2012
- To approve the Company's engagement in a D & O liability insurance policy for all Senior Officers in the Company and in subsidiaries and related companies, as they will be from time to time (except Directors and Senior Officers who are controlling shareholders in the Company or their relatives), for the period from April 1<sup>st</sup>, 2012 through March 31<sup>st</sup>, 2013. Pursuant to the terms of the policy, the liability limit is USD 100 million per event and for the period, and the total group premium is USD 447,225.
  - To approve the announcement regarding the distribution of a dividend of NIS 150 million, which, as of the date of the BoD resolution, constitute NIS 0.14 per share and 1426.322179% of the Company's issued and paid-up capital. The dividend rate to be actually paid is determined as per the Company's issued and paid-up capital by the end of the business day of May 1<sup>st</sup>, 2012 (hereinafter: "the **X-day**"). The dividend will be paid to the Company shareholders who will be registered in the Company shareholders register by the end of the X-day. The payment date is May 15<sup>th</sup>, 2012.
  - To approve the payment of the annual remuneration to the Company CoB in respect of 2011 in the amount of NIS 570,142.
  - To approve the participation of the CoB in the 2012 short term remuneration plan, pursuant to the provisions of the 2012 short term remuneration plan as approved by the Company's BoD on March 26<sup>th</sup>, 2012.
- 6.3.2013
- To approve the appointments of Messrs. Shlomo Eliahu, Ofer Eliahu and Israel Eliahu ("the new Directors") as Directors in the Company. It should be noted that the new Directors announced that they would serve in the Company's BoD free of charge.
  - Not to approve the payment of NIS 70,760 (including VAT) to the Director Mr. Dan Suesskind, as an enhancement to the Directors' fees paid to him in respect of his office as a Director in 2011, in respect of his office on behalf of the Company in the BoD of a subsidiary and in Investments Committees of companies held by the Company in 2011.
  - Not to approve the terms of employment of Mr. Ofer Eliahu, the son of Mr. Shlomo Eliahu, the Company's controlling shareholder, as Deputy to CEO, General and Reinsurance Businesses Division Manager in

Migdal, at 90%, including – a monthly salary of NIS 85,500, CPI-linked and ancillaries (R & R, annual leave, sick leave, car maintenance, expense reimbursement, provisions for managers' insurance and/or pension fund, PHI insurance and adaptation remuneration).

It should be noted that Mr. Ofer Eliahu serves in his position free of charge starting from the date upon which he was appointed by Migdal insurance BoD (January 29<sup>th</sup>, 2013).

- To approve the terms of employment of Mr. Eliahu Eliahu, the brother of Mr. Shlomo Eliahu, the Company's controlling shareholder, as the General Insurance Businesses manager in the Central district in Migdal, including - a monthly salary of NIS 50,000 and ancillaries (R & R, annual leave, sick leave, car maintenance, expense reimbursement, provisions for managers' insurance and/or pension fund, PHI insurance and provisions to an educational fund). It should be noted that Mr. Eliahu Eliahu serves in his position free of charge starting from January 1<sup>st</sup>, 2013. His terms of employment are approved for the period from that date and onwards.

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**Regulation 29a: The Corporation's Resolutions**

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1. Approval of activities as per clause 255 to the Companies Law: none.

On July 3<sup>rd</sup>, 2012, the Company's Bod decided not to appeal the conditions set forth by the Israel Antitrust Director General ("the Director General") regarding the approval of the merger between Mr. Shlomo Eliahu, Eliahu Insurance Company Ltd. and Migdal Insurance and Financial Holdings Ltd. In his resolution from June 12<sup>th</sup>, 2012, which was given within the Company's request for the approval of the sale of the shares held by the controlling shareholder, Generali Group, to Mr. Shlomo Eliahu, the Director General agreed to approve the merger subject to a condition prohibiting, starting from the completion of the control acquisition (as defined in the engagement between Generali and Mr. Shlomo Eliahu), the engagement by the Company, including any person related to it, in an agreement with related trading companies (companies that the controlling shareholder in the Company holds at least 5% of the shares) for the execution of transactions in beneficiaries' assets (as defined in the Director General's resolution), that the exchange against them shall be paid from the beneficiaries' assets, only by way of a tender granting to every trading company an equal chance to participate in it, and in which at least four trading companies shall participate.

2. Action as per clause 254 (a) to the Companies Law which was not approved: none.

3. Extraordinary transactions requiring special approvals as per clause 270 (1) to the Companies Law:

- On October 18<sup>th</sup>, 2012, the Company's BoD decided to approve an extraordinary transaction of Migdal Health and Quality of Life Ltd., a subsidiary of the Company, for increasing its share in Club 50, a transaction which, pursuant to Clause 270 (1) to the Companies Law- 1999, a Senior Officer in the Company has a personal interest. Details of the transaction: Migdal Health shall increase its share (50%) in Club 50, such that it will hold all the means of control assigning it 100% ownership in Club 50. In order to increase its share in Club 50, the Company will infuse to Migdal Health the amount of NIS 15.1 million, part of which is payment by Migdal Health to third parties holding the balance of Club 50 shares ("the other shareholders") in order to pay for the shares' consideration, and part thereof is a capital infusion to Club 50 and the insurance agency, in order to pay various liabilities of Club 50 and the insurance agencies to third parties (including to the other shareholders and the joint CEOs who are part of the other shareholders) and other subsidiaries of the Company (there is a guarantee by the other shareholders for part of Club 50's liabilities, and within the acquisition agreement Migdal Health undertook to release them from these guarantees), as well as for the ongoing financing and development of Club 50.

- On November 8<sup>th</sup>, 2012 the Company's BoD decided to approve an extraordinary transaction of Hi-Capital Ltd., a sub-subsiary of the Company, for the acquisition of the activity of Pilat Israel, which pursuant to Clause 270 (1), a Senior Officer in the Company has a personal in. The details of the transaction: the acquisition of the activity of Pilat Israel via Hi-Capital, engaged in the area of providing advising services in the area of HR. In August 2012 a temporary liquidator was appointed for Pilat Israel, and the activity's acquisition will be performed within procedures in Court. As per the offer submitted by Hi-Capital to the liquidator, the activity's acquisition will be against the total amount of NIS 3.5 million plus VAT, which will be paid to the liquidation's cashier in a few installments. In addition, Hi-Capital undertook to absorb some of Pilat Israel's workers. See the Company's Immediate Report dated November 11<sup>th</sup>, 2012, Ref. No. 2012-01-276528. For details regarding the execution of the acquisition see Clause 3.3.2 to Part A in Corporation Businesses Description.

4. A release, insurance or obligation to indemnify senior officers effective on the Report's date:

**1. Letters of indemnification until 2006**

- a. The Company gave letters of indemnification to officers of investee companies and other Corporations in which they serve in their capacity as officers in the consolidated company as well as to a few employees in the Group, according to which Migdal will indemnify them, in the scope, limits and circumstances detailed in the letters of indemnification, in respect of a financial liability that will be imposed on them, in connection with any actions carried out as officers of the said Corporations, or in respect of actions detailed in the letters of indemnification.
- b. The Company gave letters of exemption to officers of investee companies and other Corporations in which they serve in their capacity as officers in Migdal Insurance Company Ltd., a subsidiary of the Company (hereinafter: "Migdal") and in subsidiaries of Migdal, according to which, the Company waived claims against officers, to the extent and under the circumstances and restrictions specified in the letters of waiver, in connection with any actions and/or omissions carried out as officers of the said Corporations.
- c. The Company gave letters of indemnification to officers of Migdal, of Migdal's subsidiaries and of investee companies, according to which it will indemnify them to the extent, under the circumstances and restrictions specified in the letters of indemnification, in respect of financial liabilities which may be imposed on them in connection with the following:
  - (1) The prospectus of the Company from 1996.
  - (2) Obligations of the Company and/or companies of the Migdal Group in respect of the Company being a company whose shares are held by the public and listed for trading on the Stock Exchange, only insofar as the obligation to indemnify will apply solely to liabilities resulting from activities carried out during a period of up to one year from the date of the prospectus.
- d. The Company gave letters of waiver and a commitment to dismiss claims to officers of Corporations owned by Migdal Group, according to which, the Company waived all claims against such officers, to the extent and under the circumstances and restrictions specified in the letters of exemption, in connection with any actions and/or omissions carried out as officers of any of the Corporations, including an action related with any of the following areas:
  - (1) The prospectus of the Company from 1996.
  - (2) Obligations of the Corporation in respect of the Company being a company whose shares are held by the public and listed for trading on the Stock Exchange. Furthermore, the Company undertook, under the circumstances and restrictions specified in the letters of exemption and commitment, to dismiss any claim it filed against the Corporations or any of them, if resulting from such a claim, officers will be sued by any of the Corporations in a claim which will not be dismissed in limine.



**2. Letters of exemption and indemnification given in 2006**

- e. In November 2006, the extraordinary General Meeting of the Company resolved to release officers of the Company from responsibility and undertook to indemnify them.

Subsequently, the Company informed the Senior Officers of the following:

**Undertaking for exemption** – the Company exempts the Senior Officers in the Company of any liability towards it, as much as this is allowed by the law, for any damage that was incurred and/or will be incurred, if it was incurred and/or will be incurred due to a breach of the duty of care of the Senior Officers in acting in good faith by virtue of being Senior Officers in the Company and/or in another company in Migdal Group and/or as a representative of the Company and as per its request in another corporation in which the Company holds rights, directly or indirectly, or is an interested party (hereinafter: “the other company”) as detailed in the exemption and indemnification letter given to the Senior Officers.

**Undertaking for indemnification** - the Company undertakes in advance to indemnify the Senior Officers in the Company, including Senior Officers in the other company as per the wording of the exemption and indemnification letter given to the Senior Officers. As per the indemnification letter and subject to the provisions of the law, the Company will undertake to indemnify the Senior Officers for any liability or expense as detailed in the indemnification letter that will be imposed on them or will be incurred due to activities they performed (including activities prior to the date of the indemnification warrant) and/or that will be performed by virtue of them being Senior Officers in the Company and/or other company, as long as the activities are related, directly or indirectly, to one or more of the types of events detailed in the addendum to the indemnification letter, and as long as the maximum total aggregate amount of indemnification in respect of clause 2.1.1 to the indemnification letter that will be paid by the Company to all the Senior Officers in aggregate as per all the indemnification letters that were issued and/or will be issued by the Company shall not exceed an aggregate amount that equals 25% of the Company's equity (consolidated) as per the Company's last annual consolidated Financial Statements before actually granting the indemnification, for each of the Senior Officers and jointly, for a single event and in aggregate, in addition to the amounts that will be received from the insurance company, if they are received, within the insurance acquired by the Company.

**3. Limiting the exemption from liability and undertaking for indemnification given in 2011**

In November 2011 the Company's Audit Committee decided to limit by November 30<sup>th</sup>, 2020 the period of events in which the existing exemption and indemnification arrangements in the Company shall apply, provided they are not replaced by other arrangements, as well the letters of exemption or indemnifications that will be given from time to time by the Company as per the existing exemption and indemnification arrangements in the Company, regarding Senior Officers in the Company that the controlling shareholder in the Company may be perceived as having a personal interest in giving the exemption and indemnification letters to them, serving or who would serve from time to time.

**4. Updated letters of indemnification given in 2012**

Regarding the letters of indemnification, see details in regulation 29 above, in the Immediate Report dated December 28<sup>th</sup>, 2011, Ref. No. 2011-01-378141, and February 7<sup>th</sup>, 2012, Ref. No. 2012-01-036555.

5. On April 24<sup>th</sup>, 2012, the extraordinary General Meeting of the Company approved the Company's engagement in D & O insurance policies for all the Senior Officers in the Company, in subsidiaries and related companies of the Company, as they are from time to time, for the period from April 1<sup>st</sup>, 2012 till March 31<sup>st</sup>, 2013 with a liability limit of USD 100 million per event and for the period. The total Group premium is USD 447,225.

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**Migdal Insurance and Financial Holdings Ltd.**

**The names and functions of the signatories**

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**Aharon Fogel**  
**Chairman of the Board of Directors**

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**Yonel Cohen**  
**CEO**

Date: 19.3.2013

**The Corporation's shareholders' register - Appendix A**

Name :Shapiro Shoshana Lee	Holder's balance: 6,270
Share name: Ordinary	
Name :A. Lazarus Sank Family Y Trust c/o Mr A.I. Sank	Holder's balance: 164,818
Share name: Ordinary	
Name :ABELMAN EST. S. C/O DR. B. ABELMAN	Holder's balance: 110
Share name: Ordinary	
Name :ABELSOHN, RUBY	Holder's balance: 110
Share name: Ordinary	
Name :ABELSON, MONA	Holder's balance: 110
Share name: Ordinary	
Name :ABRAHAMS MAX SOLOMON	Holder's balance: 110
Share name: Ordinary	
Name :ABRAHAMS, SAMUEL	Holder's balance: 110
Share name: Ordinary	
Name :ABRAHAMS, YVONNE	Holder's balance: 110
Share name: Ordinary	
Name :ABRAMOWITZ, JANIE	Holder's balance: 110
Share name: Ordinary	
Name. :ABRO BETTY (MRS.)	Holder's balance: 110
Share name: Ordinary	
Name :ADAM ELIJAH SAFFER C/O Jack Greenblatt	Holder's balance: 66,110
Share name: Ordinary	
Name :ADELSON EST LOUIS C/O J. PODLASHUK	Holder's balance: 110
Share name: Ordinary	
Name :ADLER, ETTIE (MRS.)	Holder's balance: 110
Share name: Ordinary	
Name :ADLER, HARRIS	Holder's balance: 110
Share name: Ordinary	
Name :ALBERT ABRAHAM, BLOUMHILL	Holder's balance: 110
Share name: Ordinary	
Name :ALBERT DAVID	Holder's balance: 110
Share name: Ordinary	
Name :ALPERSTEIN, CHARLES	Holder's balance: 110
Share name: Ordinary	
Name :ALPERSTEIN, YUTEL	Holder's balance: 110
Share name: Ordinary	
Name :AMOILS BROTHERS c/o Glenhaven Properties (Pty)	Holder's balance: 220
Share name: Ordinary	

Name : AMOILS EST. LATE ABRAHAM c/o Glenhaven Properties (Pty)  
Share name: Ordinary                      Holder's balance: 440

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Name : ANSTEY, MAON c/o Anstey Bros  
Share name: Ordinary                      Holder's balance: 30,394

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Name : ANSTEY, MICHAEL  
Share name: Ordinary                      Holder's balance: 20,064

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Name : ARCADIA JEWISH CHILDREN'S HOME  
Share name: Ordinary                      Holder's balance: 220

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Name : ARONSON MENDEL LEIB C/O R.Y. ARONSON  
Share name: Ordinary                      Holder's balance: 110

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Name : ARZEE ELMA c/o D Derman  
Share name: Ordinary                      Holder's balance: 110

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Name : AY AY TRUST HONOR ESTABLISHMENT  
Share name: Ordinary                      Holder's balance: 660

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Name : Alan M. Kunovsky  
Share name: Ordinary                      Holder's balance: 110

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Name : Anne Brock  
Share name: Ordinary                      Holder's balance: 660

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Name : Anstey Brian  
Share name: Ordinary                      Holder's balance: 15,275

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Name : Anstey David  
Share name: Ordinary                      Holder's balance: 6,688

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Name : Anstey Errol  
Share name: Ordinary                      Holder's balance: 6,689

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Name : Anstey Tobias  
Share name: Ordinary                      Holder's balance: 5,016

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Name : Anthula Markovitz  
Share name: Ordinary                      Holder's balance: 5,500

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Name : Arenson Barbara Jill  
Share name: Ordinary                      Holder's balance: 572

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Name : Ashna Diamond  
Share name: Ordinary                      Holder's balance: 254

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Name : Avron Anstey  
Share name: Ordinary                      Holder's balance: 5,016

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Name : BACHER, ABRAHAM KOPPEL  
Share name: Ordinary                      Holder's balance: 3,630

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Name : BADER, LESLIE  
Share name: Ordinary                      Holder's balance: 110

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Name : BAKER, HARRY  
Share name: Ordinary                      Holder's balance: 110

Name :BARK, MAY  
Share name: Ordinary                      Holder's balance: 110

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Name :BARKES BROS. & KOBRIN C/O B. KOBRIN  
Share name: Ordinary                      Holder's balance: 110

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Name :BARZEL EST. L MOSHE  
Share name: Ordinary                      Holder's balance: 110

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Name :BASHEW ESTATE LATE CHARLOTTE  
Share name: Ordinary                      Holder's balance: 1,320

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Name :BASNER FANNY MIRIAM Africa Israel Investments  
Share name: Ordinary                      Holder's balance: 1,430

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Name :BEARE, AARON  
Share name: Ordinary                      Holder's balance: 4,840

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Name :BEHR, BARNETT  
Share name: Ordinary                      Holder's balance: 110

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Name :BEINKINSTADT EST. L. MOSES  
Share name: Ordinary                      Holder's balance: 110

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Name :BEN-ARIE OVED  
Share name: Ordinary                      Holder's balance: 110

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Name :BENJAMIN, MAURICE  
Share name: Ordinary                      Holder's balance: 110

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Name :BENTEL EST. L. ISRAEL  
Share name: Ordinary                      Holder's balance: 110

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Name :BERDEN TRADING CO.(PTY)  
Share name: Ordinary                      Holder's balance: 110

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Name :BERKMAN, LOLA c\o the writer  
Share name: Ordinary                      Holder's balance: 98,230

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Name :BERMAN, J. JUDITH  
Share name: Ordinary                      Holder's balance: 660

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Name :BERNSTEIN EST. L HENRY  
Share name: Ordinary                      Holder's balance: 110

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Name :BERNSTEIN EST. LATE JOSEPH  
Share name: Ordinary                      Holder's balance: 1,980

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Name :BERNSTEIN ESTATE L H.H  
Share name: Ordinary                      Holder's balance: 110

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Name :BERNSTEIN, C.&I.M  
Share name: Ordinary                      Holder's balance: 110

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Name :BERNSTEIN, CLARISSA  
Share name: Ordinary                      Holder's balance: 110

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Name :BERNSTEIN, HAROLD LOUIS  
Share name: Ordinary                      Holder's balance: 1,208

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Name :BERNSTEIN, IVAN MORRIS	
Share name: Ordinary	Holder's balance: 110
-----	
Name :BERNSTEIN, MAURINE ANN	
Share name: Ordinary	Holder's balance: 1,320
-----	
Name :BERNSTEIN, REBECCA	
Share name: Ordinary	Holder's balance: 770
-----	
Name :BERTHA FRAME	
Share name: Ordinary	Holder's balance: 110
-----	
Name :BIRMAN MORRIS C/O LINDHOUT & BIRMAN	
Share name: Ordinary	Holder's balance: 110
-----	
Name :BLACKSTONE, YITZHACK ZEEV	
Share name: Ordinary	Holder's balance: 330
-----	
Name :BLAIBERG, HELEN	
Share name: Ordinary	Holder's balance: 110
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Name :BLOCH, IAN C/O M. BLOCH & CO	
Share name: Ordinary	Holder's balance: 110
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Name :BLOCK, MAURICE	
Share name: Ordinary	Holder's balance: 110
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Name :BLOOM, BLOOM & NACHIMOWITZ	
Share name: Ordinary	Holder's balance: 220
-----	
Name :BOFFARD JENNIFER ANN C/O Taback Pelkowitz & Berman	
Share name: Ordinary	Holder's balance: 9,020
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Name :BOFFARD, KENNETH DAVID	
Share name: Ordinary	Holder's balance: 10,120
Date of last allocation/transfer	09/01/1997
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Name :BOXER EST. LATE WILLIAM c/o A H Steinaberg	
Share name: Ordinary	Holder's balance: 13,530
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Name :BRADLOW, FRANK & BERTIE	
Share name: Ordinary	Holder's balance: 110
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Name :BRAKPAN YOUNG ISRAEL SOCIETY	
Share name: Ordinary	Holder's balance: 110
-----	
Name :BRAMELD, ZELMA	
Share name: Ordinary	Holder's balance: 5,500
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Name :BRANDT, SHIRLEY	
Share name: Ordinary	Holder's balance: 110
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Name :BRAUDE, JONATHAN	
Share name: Ordinary	Holder's balance: 110
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Name :BRAUDU J.M. C& M C/O J.M. BRAUDO	
Share name: Ordinary	Holder's balance: 660
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Name :BRAUN, ISAAC	
Share name: Ordinary	Holder's balance: 110
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Name :BRENKEL BEULAH AND ALAN ROUP	
Share name: Ordinary	Holder's balance: 330
-----	
Name :BROCK ANNE	
Share name: Ordinary	Holder's balance: 220
-----	
Name :BROOMBERG, EDWIN	
Share name: Ordinary	Holder's balance: 110
-----	
Name :BROUZE TRUST, KEITH c/o Eland Furnishers	
Share name: Ordinary	Holder's balance: 209,934
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Name, :BROUZE TRUST, RODNEY c/o Eland Furnishers	
Share name: Ordinary	Holder's balance: 209,646
-----	
Name :BROWN, BARBARA	
Share name: Ordinary	Holder's balance: 330
-----	
Name :BROZIN EST L NAHUM	
Share name: Ordinary	Holder's balance: 770
-----	
Name :BRYER A. & COMPANY	
Share name: Ordinary	Holder's balance: 110
-----	
Name :BRYER ESTATE L JACK C/O BRYER M	
Share name: Ordinary	Holder's balance: 110
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Name :BURSOOK, SHEILA	
Share name: Ordinary	Holder's balance: 6,930
-----	
Name :Boquinar Property Holdings Trust c/o Katz Salber & Co. Charter	
Share name: Ordinary	Holder's balance: 194,091
-----	
Name :Broc Caplan	
Share name: Ordinary	Holder's balance: 220
-----	
Name :C/O A.B. GARSH ALLAN LIFSCHITZ	
Share name: Ordinary	Holder's balance: 2,640
Date of last allocation/transfer	09/01/1997
-----	
Name :CALMA RUTH	
Share name: Ordinary	Holder's balance: 110
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Name :CENSOR, IDA	
Share name: Ordinary	Holder's balance: 110
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Name :CHAIT, HARRY	
Share name: Ordinary	Holder's balance: 110
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Name :CHAIT, THELMA	
Share name: Ordinary	Holder's balance: 10,120
-----	
Name :CHAITOWITZ, RUTH	
Share name: Ordinary	Holder's balance: 47,683
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Name :CHARIFF, BERTHA  
Share name: Ordinary                      Holder's balance: 1,100

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Name :CHARLES ISAIAH, BLOUMHILL  
Share name: Ordinary                      Holder's balance: 110

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Name :CHEDECKEL EST. L. DAVID  
Share name: Ordinary                      Holder's balance: 110

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Name :CHENIK, ZELMA  
Share name: Ordinary                      Holder's balance: 110

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Name :CHIPKIN MERVIN  
Share name: Ordinary                      Holder's balance: 13,200

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Name :CHIPKIN MERVYN and BERNARD AND ISAAC BERMAN  
Share name: Ordinary                      Holder's balance: 22,000

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Name :CIPOLLA, MARIUS  
Share name: Ordinary                      Holder's balance: 110

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Name :CITRON, BETSY  
Share name: Ordinary                      Holder's balance: 440

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Name :CITRON, HEIMAN  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN EST LOUIS C/O P. COHEN  
Share name: Ordinary                      Holder's balance: 1,320

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Name :COHEN EST SOLOMON C/O J. COHEN  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN EST. L. MORRIS B. C/O I. GEVER  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN ESTATE LATE MORRIS  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN, HELENA C/O A. COHEN  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN, JEANETTE  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN, JOSEPH via Africa Israel Investments  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN, JOYCE c/o Messrs Cecil Kiplin & Co  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN, LOUIS  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN, M  
Share name: Ordinary                      Holder's balance: 330

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Name :COHEN, NATHAN  
Share name: Ordinary                      Holder's balance: 110

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Name :COHEN, SAM WINDHOEK FOUNDATION TRUST  
Share name: Ordinary Holder's balance: 10,780

Name :CONLEY EST L MAX C/O B. SILBERMAN  
Share name: Ordinary Holder's balance: 110

Name :CONYER, DINA  
Share name: Ordinary Holder's balance: 220

Name :COOPER, WILLIAM  
Share name: Ordinary Holder's balance: 110

Name :COULIER MARIANNE C/O DRISCOLL  
Share name: Ordinary Holder's balance: 1,320

Name :COUZIN, DAVID GABRIEL  
Share name: Ordinary Holder's balance: 3,520

Name :CRAWITZ EST DAVID C/O MRS. BAINET  
Share name: Ordinary Holder's balance: 110

Name :Charmaine Lampet  
Share name: Ordinary Holder's balance: 5,016

Name :DAINOW EST L DAVID  
Share name: Ordinary Holder's balance: 110

Name :DAITSCH EST H. C/O SELWYN DAITSH  
Share name: Ordinary Holder's balance: 330

Name :DANIELS EST. LATE JOHN  
Share name: Ordinary Holder's balance: 110

Name :DAVID EST L SAMUEL  
Share name: Ordinary Holder's balance: 110

Name :DAVIS, FREDA  
Share name: Ordinary Holder's balance: 110

Name :DE AAR ZIONIST ASSOC. C/O T.A. HERBERL  
Share name: Ordinary Holder's balance: 110

Name :DERMAN EST. LATE DORA  
Share name: Ordinary Holder's balance: 110

Name :DERMAN FRANK DAVID  
Share name: Ordinary Holder's balance: 110

Name :DERMAN, DORA  
Share name: Ordinary Holder's balance: 110

Name :DERMAN, ELIAS MOSES  
Share name: Ordinary Holder's balance: 110

Name :DIAMOND ESTHER C/O W. DIAMOND  
Share name: Ordinary Holder's balance: 110

Name :DISSLER EST L.B. C/O L. SIDELSKY  
Share name: Ordinary Holder's balance: 110

Name :DITZ, CAROL A	Holder's balance: 110
Share name: Ordinary	
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Name :DOVE, PETER JOHN	Holder's balance: 346,780
Share name: Ordinary	
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Name :DRUBIS EST. RACHMIEL C/O DE HART	Holder's balance: 110
Share name: Ordinary	
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Name :DUCHEN, RAYMOND	Holder's balance: 110
Share name: Ordinary	
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Name :DUCHEN, SOLOMON	Holder's balance: 660
Share name: Ordinary	
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Name :DUDLEY ARNOLD KARK	Holder's balance: 110
Share name: Ordinary	
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Name :David and Morris Segal	Holder's balance: 220
Share name: Ordinary	
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Name :Denis Moritz Herbstein	Holder's balance: 6,820
Share name: Ordinary	
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Name :Denise Margaret Movson	Holder's balance: 9,350
Share name: Ordinary	
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Name :Desiree Kaplan	Holder's balance: 5,016
Share name: Ordinary	
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Name :Dr. Morris M. Cohen	Holder's balance: 102,630
Share name: Ordinary	
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Name :Dr. Victoria Bernstein	Holder's balance: 440
Share name: Ordinary	
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Name :Druckman Zelda c/o Ms. Hillary S. Baitz	Holder's balance: 110
Share name: Ordinary	
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Name. :E.A.T Investments Holdings CC East African Timbers(PTY) Ltd	Holder's balance: 507,277
Share name: Ordinary	
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Name :EDELSTEIN EST.L ROSE C/O AIKEN CARTE	Holder's balance: 110
Share name: Ordinary	
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Name :EDELSTEIN, LOUIS	Holder's balance: 110
Share name: Ordinary	
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Name :EDELSTEIN, SHEILA	Holder's balance: 110
Share name: Ordinary	
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Name :EDINBURG, SAMUEL	Holder's balance: 3,300
Share name: Ordinary	
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Name :EDMIN EST L NOACH WOLFF	Holder's balance: 110
Share name: Ordinary	
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Name :ESTATE LATE HERMAN MARKS (c/o Adv. S C Goddard)	Holder's balance: 440
Share name: Ordinary	
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Name : ETTINGER, M	Share name: Ordinary	Holder's balance: 1,540
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Name : Elaine Katz	Share name: Ordinary	Holder's balance: 9,952
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Name : Esptein Rhona	Share name: Ordinary	Holder's balance: 1,210
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Name : Estate Late Dissler Willie	Share name: Ordinary	Holder's balance: 110
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Name : Estate Late Ivan Philip A/c Abrahams & Cross	Share name: Ordinary	Holder's balance: 4,840
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Name : Estate Late Tuch Harry c\o Mr. Jack Galloon	Share name: Ordinary	Holder's balance: 880
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Name : Estelle Ratzker	Share name: Ordinary	Holder's balance: 44,574
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Name : FAINSINGER N. C/O SYFRETS TRS	Share name: Ordinary	Holder's balance: 10,450
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Name : FAKTOR, YERACHMIEL	Share name: Ordinary	Holder's balance: 110
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Name : FEINGENBAUM, MORRIS	Share name: Ordinary	Holder's balance: 110
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Name : FEINSTEIN EST L ISAAC	Share name: Ordinary	Holder's balance: 110
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Name : FELDMAN JACQUELINE RUTH	Share name: Ordinary	Holder's balance: 330
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Name : FELDMAN, MAUREEN	Share name: Ordinary	Holder's balance: 3,410
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Name : FELDT, BASIL	Share name: Ordinary	Holder's balance: 827
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Name : FELDT, BAZIL AND JEAN	Share name: Ordinary	Holder's balance: 890
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Name : FIG, DENNIS	Share name: Ordinary	Holder's balance: 39,345
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Name : FINE ALIC WILL TRUST c\o Mr. L.H. Fine	Share name: Ordinary	Holder's balance: 550
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Name : FINE EST L PAULIEN HINDA	Share name: Ordinary	Holder's balance: 1,210
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Name : FINE, GEORGE	Share name: Ordinary	Holder's balance: 550
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Name : FINE, GREGORY GERSHON	Share name: Ordinary	Holder's balance: 770
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Name : FINE, MISCHEL, Z  
 Share name: Ordinary                      Holder's balance: 220

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Name : FINN, MORRIS  
 Share name: Ordinary                      Holder's balance: 110

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Name : FLORENCE, FROIME  
 Share name: Ordinary                      Holder's balance: 110

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Name : FLUXMAN, ESTELLE  
 Share name: Ordinary                      Holder's balance: 110

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Name : FRANK EST. LATE JACOB  
 Share name: Ordinary                      Holder's balance: 220

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Name : FRANK, REBBECA RACHEL  
 Share name: Ordinary                      Holder's balance: 110

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Name : FRANKEL & SASS  
 Share name: Ordinary                      Holder's balance: 110

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Name : FRANKEL ESTATE LATE ALEX  
 Share name: Ordinary                      Holder's balance: 11,000

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Name : FRANKEL ESTATE LATE LENKE  
 Share name: Ordinary                      Holder's balance: 1,540

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Name : FRANKEL, MARGARET  
 Share name: Ordinary                      Holder's balance: 110

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Name : FREDMAN, JACK  
 Share name: Ordinary                      Holder's balance: 110

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Name : FRIEDE, HAROLD GEORGE  
 Share name: Ordinary                      Holder's balance: 110

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Name : FRIEDLAND EST L.D.I. C/O FRIEDLAND A  
 Share name: Ordinary                      Holder's balance: 440

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Name : FROOTRO EST LF HEBREW UNIV. FRIEND  
 Share name: Ordinary                      Holder's balance: 110

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Name : FUCHS, QUEENIE  
 Share name: Ordinary                      Holder's balance: 220 :

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Name : FURMAN, JOSEPH HENRY  
 Share name: Ordinary                      Holder's balance: 220

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Name : Frank Rosslyn Bradlow  
 Share name: Ordinary                      Holder's balance: 220

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Name : GAL, Anise C/O KESSEL FEINSTEIN  
 Share name: Ordinary                      Holder's balance: 330

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Name : GALGUT EST L SELIG C/O POB 20  
 Share name: Ordinary                      Holder's balance: 220

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Name : GERING, GERING  
 Share name: Ordinary                      Holder's balance: 660

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Name :GETZ FANNY LEAH C/O J. LEAMAN  
Share name: Ordinary Holder's balance: 110

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Name :GETZ, D & D  
Share name: Ordinary Holder's balance: 110

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Name :GEVISSER VIVIENNE J C/O MESKIN, LEVY  
Share name: Ordinary Holder's balance: 5,500

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Name :GFRIEDE M. GOLDSTEIN & V.G. MANSELL  
Share name: Ordinary Holder's balance: 110

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Name :GILLIS, LYNN SINCLAIR  
Share name: Ordinary Holder's balance: 220

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Name :GINSBERG EST E.J. C/O M.GINSBERG  
Share name: Ordinary Holder's balance: 110

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Name :GITLIN & JOFEE  
Share name: Ordinary Holder's balance: 110

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Name :GLAJCHEN, LILIAN, MIRIAM  
Share name: Ordinary Holder's balance: 110

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Name :GLASER EST M.B. C/O J.J. DVTOIT  
Address: PoB 4, HOFMEYER Cape South Africa  
Share name: Ordinary Holder's balance: 110  
Date of last allocation/transfer 09/01/1997

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Name :GLASSER DAVID  
Share name: Ordinary Holder's balance: 11,770

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Name :GLASSER LESLIE c/o Mr. S. Glasser  
Share name: Ordinary Holder's balance: 8,030

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Name :GOLDBERG AST. A.L. C/O I. ARONSTAM  
Address: WRENROSE AVE. 48 BIRDAVEN 2196 South africa  
Share name: Ordinary Holder's balance: 660  
Date of last allocation/transfer 09/01/1997

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Name :GOLDBERG EST L HARRY  
Share name: Ordinary Holder's balance: 110

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Name :GOLDBERG, HARRY  
Share name: Ordinary Holder's balance: 110

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Name :GOLDBERG, PAULINE ANNIE  
Share name: Ordinary Holder's balance: 2,090

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Name :GOLDBLATT EST. L. EDNA C/O A. GOULD  
Share name: Ordinary Holder's balance: 4,510

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Name :GOLDBLATT M., H. C/O KATZ SALBER  
Share name: Ordinary Holder's balance: 220

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Name :GOLDES LIONEL, CLARA MIRIAM & HARRY  
Share name: Ordinary Holder's balance: 110

-----

Name :GOLDING, JACK EST. LATE C/O C.S. GROBLER  
 Share name: Ordinary Holder's balance: 440

-----  
 Name :GOLDSMITH, MAURICE  
 Share name: Ordinary Holder's balance: 660

-----  
 Name :GOLDSTEIN, MARCEL  
 Share name: Ordinary Holder's balance: 220

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 Name :GOODMAN, TAUBE LEAH  
 Share name: Ordinary Holder's balance: 110

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 Name :GORDON, ROY LIONEL  
 Share name: Ordinary Holder's balance: 110

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 Name. :GOTLIEB, A  
 Share name: Ordinary Holder's balance: 110

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 Name :GRAFF LEON C/O V.M. GRAFF  
 Share name: Ordinary Holder's balance: 110

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 Name :GRAFF, DAVID MAURICE  
 Share name: Ordinary Holder's balance: 21,450

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 Name :GRAFF, MICHAEL C/O V.M. GRAFF  
 Share name: Ordinary Holder's balance: 110

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 Name :GREEN, CYNTHIA FRANCES  
 Share name: Ordinary Holder's balance: 3,624

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 Name :GREOLER EST ISAAC C/O HAYMAN  
 Share name: Ordinary Holder's balance: 330

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 Name :GREVLER, ANN  
 Share name: Ordinary Holder's balance: 110

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 Name :GROLL CYRIL  
 Share name: Ordinary Holder's balance: 220

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 Name :GRUSD EST L ISAIAH ABRAHAM  
 Share name: Ordinary Holder's balance: 110

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 Name :GUNSKI BLUME HELENE  
 Share name: Ordinary Holder's balance: 1,650

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 Name :GURLAND, HARRY  
 Share name: Ordinary Holder's balance: 110

-----  
 Name :Gentin Adele Louise  
 Share name: Ordinary Holder's balance: 3,300

-----  
 Name :Georgina Virginia Brown  
 Share name: Ordinary Holder's balance: 110

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 Name :Gerald Gordon  
 Share name: Ordinary Holder's balance: 572

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 Name :Gild Estate L. Mervyn  
 Share name: Ordinary Holder's balance: 220

Name : Gillian Karstaedt  
Share name: Ordinary                      Holder's balance: 8,360

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Name : Ginsberg, Asne  
Share name: Ordinary                      Holder's balance: 880

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Name : Greg Alan Plein  
Share name: Ordinary                      Holder's balance: 5,060

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Name : Gurion Lev Marks  
Share name: Ordinary                      Holder's balance: 110

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Name. : H.M.F.S. INVESTMENTS (PTY) LTD  
Share name: Ordinary                      Holder's balance: 9,240

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Name : HAEL , SMAHARBA  
Share name: Ordinary                      Holder's balance: 110

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Name : HALLIS ESTATE LATE JOSEPH  
Share name: Ordinary                      Holder's balance: 110

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Name : HARRIS, ESTHER  
Share name: Ordinary                      Holder's balance: 110

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Name : HARRIS, MYER HARRY  
Share name: Ordinary                      Holder's balance: 110

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Name : HARRY , LIPTZ  
Share name: Ordinary                      Holder's balance: 110

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Name. : HAYMAN INVESTMENTS (PTY) LTD  
Share name: Ordinary                      Holder's balance: 3,300

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Name : HELLER, WOLF  
Share name: Ordinary                      Holder's balance: 440

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Name : HENDLER, NATHAN  
Share name: Ordinary                      Holder's balance: 110

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Name : HEPKER EST L C/O STANDARD BK  
Share name: Ordinary                      Holder's balance: 110

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Name : HEPKER EST L SIDNEY URIA  
Share name: Ordinary                      Holder's balance: 110

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Name : HEPKER EST. LATE JOHANA  
Share name: Ordinary                      Holder's balance: 770

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Name : HEPKER, VICTOR NORMAN  
Share name: Ordinary                      Holder's balance: 110

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Name : HERBER JOHN c/o T F Sussman  
Share name: Ordinary                      Holder's balance: 85,910

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Name : HERBER NORMAN HERTZ c/o T F Sussman  
Share name: Ordinary                      Holder's balance: 99,220

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Name : HERBSTEIN EST. LATE ANNIE  
Share name: Ordinary                      Holder's balance: 990

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Name :HERBSTEIN, FRANK  
Share name: Ordinary                      Holder's balance: 880

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Name :HERMAN EST L SAMUEL  
Share name: Ordinary                      Holder's balance: 110

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Name :HERMAN, ABEL  
Share name: Ordinary                      Holder's balance: 440

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Name :HERMAN, JOANNA SARAH  
Share name: Ordinary                      Holder's balance: 1,430

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Name :HERMER, MANFRED  
Share name: Ordinary                      Holder's balance: 2,200

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Name :HERSCH ESTATE L MAYER DAVID  
Share name: Ordinary                      Holder's balance: 110

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Name :HERSCH, MAURICE BERNARD JOHNSTON ST. 33  
Share name: Ordinary                      Holder's balance: 110

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Name :HERSCHMAN EST R. C/O L. WEINER  
Share name: Ordinary                      Holder's balance: 110

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Name :HERTZ, MEYER  
Share name: Ordinary                      Holder's balance: 110

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Name :HERZL LADIES ZIONIST ASSOC  
Share name: Ordinary                      Holder's balance: 110

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Name :HESSEN, CHAIM  
Share name: Ordinary                      Holder's balance: 110

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Name :HILLELI ELAINE  
Share name: Ordinary                      Holder's balance: 880

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Name :HILLMAN EST NATHAN C/O HAYMAN  
Share name: Ordinary                      Holder's balance: 110

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Name :HIRSCHMANN EST. L. SOLOMON  
Share name: Ordinary                      Holder's balance: 110

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Name :HIRSCHOWITZ, JOSEPH  
Share name: Ordinary                      Holder's balance: 110

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Name :HIRSHMAN EST L HARRY SAMUEL  
Share name: Ordinary                      Holder's balance: 110

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Name :HIRSHMAN, DORA  
Share name: Ordinary                      Holder's balance: 110

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Name :HIRSHOWITZ, MATHEW SAMUEL  
Share name: Ordinary                      Holder's balance: 110

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Name :HOCHMAN, BARNEY  
Share name: Ordinary                      Holder's balance: 110

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Name :HOCHSTADTER EST. SIDNEY JAMES  
Share name: Ordinary                      Holder's balance: 110



Name :HOCHSTADTER, ERIC JOSEPH  
Share name: Ordinary Holder's balance: 110

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Name :HOFFBRAND, MENDEL  
Share name: Ordinary Holder's balance: 110

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Name :HOFFMAN EST L ARTHUR  
Share name: Ordinary Holder's balance: 110

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Name :HOFFMAN EST. LATE HAROLD  
Share name: Ordinary Holder's balance: 1,100

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Name. :HOFFMAN, MARK S  
Share name: Ordinary Holder's balance: 66,055

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Name. :HOFFMAN, R  
Share name: Ordinary Holder's balance: 110

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Name :HOTH, PHILIP  
Share name: Ordinary Holder's balance: 110

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Name :HOTZ EST. JENNY C/O BASS GORDON WILLIS  
Share name: Ordinary Holder's balance: 1,144

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Name :HUDELSON, BERNARD  
Share name: Ordinary Holder's balance: 110

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Name :HURWITZ EST L EMILY MARY  
Share name: Ordinary Holder's balance: 330 :

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Name :HURWITZ ESTATE LATE GABRIEL  
Share name: Ordinary Holder's balance: 110

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Name :HYMAN ESTATE L BRUNON  
Share name: Ordinary Holder's balance: 110

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Name :HYMAN MURIEL C/O SYFRETS TRU  
Share name: Ordinary Holder's balance: 10,450

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Name :Haidee Rhona Malkin  
Share name: Ordinary Holder's balance: 128,755

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Name :Harold Moskow Will Trust  
Share name: Ordinary Holder's balance: 108,242

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Name :Harold Pupkewitz Descendants Trust  
Share name: Ordinary Holder's balance: 660

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Name :Heyman Wilfred Mirkin  
Share name: Ordinary Holder's balance 330

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Name :IDA MOSHAL  
Share name: Ordinary Holder's balance: 9,350

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Name :IMBER MRS. E. & SON  
Share name: Ordinary Holder's balance: 110

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Name :IMMERMAN ROSALIE  
Share name: Ordinary Holder's balance: 110

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Name :ISAKOV MESSERS ISAKON  
 Share name: Ordinary                      Holder's balance: 220

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Name :ISRAEL, BLOCH  
 Share name: Ordinary                      Holder's balance: 110

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Name :ISRAEL ESTATE LATE SYDNEY  
 Share name: Ordinary                      Holder's balance: 5,280

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Name :ISRAEL JAFFE  
 Share name: Ordinary                      Holder's balance: 27,500

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Name :ISSROFF, RAHLE JILL  
 Share name: Ordinary                      Holder's balance: 110

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Name :Irene Naomi Wiener  
 Share name: Ordinary                      Holder's balance: 1,971

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Name :Irwin Raymond Soltar  
 Share name: Ordinary                      Holder's balance: 22,000

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Name. :JABKOVITZ, MRS  
 Share name: Ordinary                      Holder's balance: 110

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Name :JACOB, SOPHIE  
 Share name: Ordinary                      Holder's balance: 5,390

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Name :JACOBSON EST L MOLLY  
 Share name: Ordinary                      Holder's balance: 660

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Name :JACOBSON EST. LAH C/O H.JACOBSON  
 Share name: Ordinary                      Holder's balance: 770

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Name :JACOBSON EST.LATE HARRIS  
 Share name: Ordinary                      Holder's balance: 440

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Name :JACOBSON EST.LATE K  
 Share name: Ordinary                      Holder's balance: 110

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Name :JACOBSON FANNY C/O BARCLAYS N. ASET  
 Share name: Ordinary                      Holder's balance: 110

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Name :JACOBSON INEZ BERTHA  
 Share name: Ordinary                      Holder's balance: 110

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Name :JACOBSON, RAY  
 Share name: Ordinary                      Holder's balance: 220

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Name. :JAEGERFONTEIN, ZIONIST ASSOC  
 Share name: Ordinary                      Holder's balance: 110

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Name :JAFF HANNAH PHYLLIS and SAMUEL  
 Share name: Ordinary                      Holder's balance: 127

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Name :JAFFIT, RUTH  
 Share name: Ordinary                      Holder's balance: 220

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Name :JASON, FRANK  
 Share name: Ordinary                      Holder's balance: 770

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Name :JEWISH HELPING HAND & BURIAL SOCIETY  
Share name: Ordinary Holder's balance: 110

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Name :JEWISH WOMANS COMMUNAL LEAGUE  
Share name: Ordinary Holder's balance: 990

-----  
Name :JOFFA, HARRY  
Share name: Ordinary Holder's balance: 110

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Name :JOFFE BRIAN  
Share name: Ordinary Holder's balance: 110,660

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Name :JOFFE EST. LATE BENJAMIN  
Share name: Ordinary Holder's balance: 110

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Name :JOFFE, HARRY  
Share name: Ordinary Holder's balance: 110

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Name :JOFFE, ISAAC  
Share name: Ordinary Holder's balance: 110

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Name :JOFFE, ISAAC WOLF  
Share name: Ordinary Holder's balance: 37,927

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Name :JOFFE, ISAIAH  
Share name: Ordinary Holder's balance: 37,927

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Name :JOFFE, JACOB  
Share name: Ordinary Holder's balance: 110

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Name :JOFFE, PHILIP  
Share name: Ordinary Holder's balance: 110

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Name :JOFFE, RONALD  
Share name: Ordinary Holder's balance: 770

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Name :JOHN ADAM LOURIE Causeway house.Lower Weald  
Share name: Ordinary Holder's balance: 20,130

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Name :JONATHAN RAPHAEL DERMAN  
Share name: Ordinary Holder's balance: 110

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Name :JOSEPH EST L EDWARD ALBERG  
Share name: Ordinary Holder's balance: 440

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Name. :JOSEPH L.E. & CO  
Share name: Ordinary Holder's balance: 110

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Name. :JOSEPH WILD TRUST (PTY) LTD  
Address: PoB 4800 Johannesburg South Africa  
Share name: Ordinary Holder's balance: 110  
Date of last allocation/transfer 09/01/1997

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Name :JOSMAN, CECIL  
Share name: Ordinary Holder's balance: 110

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Name :JOSMAN, SELIG  
Share name: Ordinary Holder's balance: 110

Name :JSAAK ESTATE L BEAR	
Share name: Ordinary	Holder's balance: 110
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Name :John Anstey	
Share name: Ordinary	Holder's balance: 5,016
-----	
Name :John Brick	
Share name: Ordinary	Holder's balance: 440
-----	
Name :John Mark Ratzker	
Share name: Ordinary	Holder's balance: 44,574
-----	
Name :Jonathan Neil Roux	
Share name: Ordinary	Holder's balance: 3,178
-----	
Name :KACEV, GERTRUDE	
Share name: Ordinary	Holder's balance: 110
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Name :KAHAN, NATHAN	
Share name: Ordinary	Holder's balance: 110
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Name :KAHN BERTHA C/O H.T. HERSCH	
Share name: Ordinary	Holder's balance: 110
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Name :KAHN BROS. C/O S.M. KAHN	
Share name: Ordinary	Holder's balance: 110
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Name :KAHN EST. L MAX	
Share name: Ordinary	Holder's balance: 110
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Name :KAHN MICHAEL C/O D.N. KAHN	
Share name: Ordinary	Holder's balance: 110
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Name :KAHN, ANITA R. c/o Ron Lentin	
Share name: Ordinary	Holder's balance: 6,270
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Name :KAHN, SAMUEL	
Share name: Ordinary	Holder's balance: 110
-----	
Name :KANTOR LAZAR	
Share name: Ordinary	Holder's balance: 3,080
-----	
Name :KAPLAN ROBERT HERZL	
Share name: Ordinary	Holder's balance: 2,640
-----	
Name :KAPLAN, EST LATE MYER	
Share name: Ordinary	Holder's balance: 110
-----	
Name :KAPLAN, HORACE CLEMENT	
Share name: Ordinary	Holder's balance: 110
-----	
Name :KAPLAN, JOSEPH	
Address: Molteno 99999 Cape South Africa	
Share name: Ordinary	Holder's balance: 110
Date of last allocation/transfer	09/01/1997
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Name :KAPLAN, MYER	
Share name: Ordinary	Holder's balance: 110
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Name :KAPLAN, RAPHAEL  
Share name: Ordinary                      Holder's balance: 880

-----  
Name :KAPLAN, ROSLYN JOYCE  
Share name: Ordinary                      Holder's balance: 1,320

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Name :KAPLAN, SOLOMON  
Share name: Ordinary                      Holder's balance: 1,540

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Name :KAPLAN, SOLOMON  
Share name: Ordinary                      Holder's balance:110

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Name :KAPLAN, ZELDA  
Share name: Ordinary                      Holder's balance: 110

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Name :KARK GERTRUDE C/O D.A. KARK J. PERKEL & CO  
Share name: Ordinary                      Holder's balance: 110

-----  
Name :KARK JULIA ESTHER PRESB. ST. HSPTL  
Share name: Ordinary                      Holder's balance: 660

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Name :KARK MUNUAH ROBERT  
Share name: Ordinary                      Holder's balance: 1,430

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Name :KARK, MICHAEL JACOB  
Share name: Ordinary                      Holder's balance: 110

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Name :KARK, NAOMI  
Share name: Ordinary                      Holder's balance: 110

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Name. :KARK, VALERIE C  
Share name: Ordinary                      Holder's balance: 110

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Name :KARNEY, JULIEN COLIN  
Share name: Ordinary                      Holder's balance: 110

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Name :KATZ EST L. HARRY C/O R. KATZ  
Share name: Ordinary                      Holder's balance: 110

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Name :KATZ EST L. HERMAN C/O FANAROF  
Share name: Ordinary                      Holder's balance: 110

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Name :KATZ ESTATE LATE ABE  
Share name: Ordinary                      Holder's balance: 880

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Name :KATZ ESTATE LATE LOUIS  
Share name: Ordinary                      Holder's balance: 3,630

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Name :KATZ, BERNARD HIRSCH  
Share name: Ordinary                      :Holder's balance: 13,860

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Name. :KATZ, J. & D  
Share name: Ordinary                      Holder's balance: 110

-----  
Name :KATZ, RACHEL  
Share name: Ordinary                      Holder's balance: 110

-----  
Name :KATZ, RITA  
Share name: Ordinary                      Holder's balance: 880

Name :KATZ, ZELDA	Holder's balance: 110
Share name: Ordinary	
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Name :KENTRIDGE, MORRIS	Holder's balance: 110
Share name: Ordinary	
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Name :KERBEL, EDNA	Holder's balance: 1,210
Share name: Ordinary	
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Name :KIRKEL, ETHEL ESTHER	Holder's balance: 3,520
Share name: Ordinary	
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Name :KIRSON ESTATE LATE ABRAHAM	Holder's balance: 770
Share name: Ordinary	
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Name :KIRSON, CELIA	Holder's balance: 110
Share name: Ordinary	
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Name :KITAY, JULIAN	Holder's balance: 110
Share name: Ordinary	
-----	
Name :KLEMPMAN MOSHE via Africa Israel Investments	Holder's balance: 220
Share name: Ordinary	
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Name :KLIPIN EST ABE B. C/O A. MYERS	Holder's balance: 110
Share name: Ordinary	
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Name :KLIPIN, DAVID GEORGE	Holder's balance: 110
Share name: Ordinary	
-----	
Name :KRAMER EST L LOUIS MICHAEL	Holder's balance: 3,080
Share name: Ordinary	
-----	
Name :KRETZMER, ELLIOT	Holder's balance: 220
Share name: Ordinary	
-----	
Name :KRIKLER, BERNICE	Holder's balance: 220
Share name: Ordinary	
-----	
Name :KUPER EST MORRIS C/O S.M. KUPER	Holder's balance: 110
Share name: Ordinary	
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Name :Kirsty Cohen	Holder's balance 330
Share name: Ordinary	
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Name :L.R. Trust Honor Establishment Ayan Tru	Holder's balance: 660
Share name: Ordinary	
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Name :LACHMAN, DIANE TONI	Holder's balance: 3,740
Share name: Ordinary	
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Name :LAP, CHARLES	Holder's balance:110
Share name: Ordinary	
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Name :LAPIN, ADA	Holder's balance: 440
Share name: Ordinary	
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Name :LAWRENCE LILY C/O ADV. LAWRENCE	Holder's balance: 110
Share name: Ordinary	
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Name :LAZAR EST L CHARLES  
Share name: Ordinary Holder's balance: 330

Name :LAZAR EST L JACOB  
Share name: Ordinary Holder's balance: 110

Name :LAZARUS, A.J. C/O B. LAZARUS  
Share name: Ordinary Holder's balance: 110

Name :LEGER, CHARLOTTE  
Share name: Ordinary Holder's balance: 110

Name :LEVIN BARNEY C/O J. NICHOLSON  
Share name: Ordinary Holder's balance:220

Name :LEVIN EST. LATE BEAR  
Share name: Ordinary Holder's balance: 110

Name :LEVIN EST. PHILLIP C/O L. LEVIN  
Share name: Ordinary Holder's balance: 110

Name :LEVIN, SHEILA  
Share name: Ordinary Holder's balance: 110

Name :LEVY EST L HERMAN  
Share name: Ordinary Holder's balance: 110

Name :LEVY EST L SARAH RACHEL  
Share name: Ordinary Holder's balance: 330

Name :LEVY ESTATE LATE NATHAN B. C/O MR.D.S.LEVY  
Share name: Ordinary Holder's balance:110

Name :LEVY, JOSEPH  
Share name: Ordinary Holder's balance:110

Name :LEVY, MATHEW  
Share name: Ordinary Holder's balance: 110

Name :LEVY, REBECCA  
Share name: Ordinary Holder's balance: 110

Name :LEWIN, HETTY  
Share name: Ordinary Holder's balance:110

Name :LEWIS SHIRLEY MITCHEL  
Share name: Ordinary Holder's balance: 110

Name :LEWIS, JEANNOT c/o J. Lewis  
Share name: Ordinary Holder's balance:110

Name. :LEWIS, SHIRLEY M  
Share name: Ordinary Holder's balance: 127

Name" :LIBERTAS NOMINEES (PTY) LTD. "C  
Share name: Ordinary Holder's balance: 4,196

Name :LICHTENSTEIN, FRANK  
Share name: Ordinary Holder's balance: 40,181

Name :LIEBMAN ATHOLL DAVID VICTOR	Holder's balance: 7,700
Share name: Ordinary	
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Name :LIEBMAN, JOSEPH c/o Wendy Lever	Holder's balance: 4,400
Share name: Ordinary	
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Name :LIEBSON, ALAN	Holder's balance: 220
Share name: Ordinary	
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Name :LIEBSON, JENNIFER	Holder's balance: 110
Share name: Ordinary	
-----	
Name. :LIEBSON, MADELEINE B	Holder's balance: 220
Share name: Ordinary	
-----	
Name :LINDER EST H. C/O F. LINDER-SCHOOL OF SINGING	Holder's balance: 1,320
Share name: Ordinary	
-----	
Name :LIPSCHITZ, HAROLD	Holder's balance: 110
Share name: Ordinary	
-----	
Name :LIPSCHITZ, MRS. DOREEN P. AVEN KILLARNEY	Holder's balance: 220
Share name: Ordinary	
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Name :LIPWORTH ALEXANDER JOSEPH	Holder's balance: 110
Share name: Ordinary	
-----	
Name :LOMEY EST LATE RUDY C/O NAT MILLING	Holder's balance: 110
Share name: Ordinary	
-----	
Name. :LONDON, E	Holder's balance: 1,540
Share name: Ordinary	
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Name. :LONDON, Z	Holder's balance: 1,540
Share name: Ordinary	
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Name :LOVIUS, MESSERS SKLAR & SOLOMON	Holder's balance: 110
Share name: Ordinary	
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Name :LULU, PONTER C/O Ritz Hotel Hellier	Holder's balance: 110
Share name: Ordinary	
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Name :LURIE NATHAN	Holder's balance: 110
Share name: Ordinary	
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Name :LURIE SECCEI RACHEL	Holder's balance: 110
Share name: Ordinary	
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Name :LURIE, BERTHA FLORENCE	Holder's balance: 2,090
Share name: Ordinary	
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Name :LURIE, PATRICIA	Holder's balance: 8,800
Share name: Ordinary	
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Name :LYNETTE JAFFE	Holder's balance: 27,500
Share name: Ordinary	
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Name :Laurence H. Pohl	Holder's balance: 6,710
Share name: Ordinary	
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Name :Lena Sussara Kramer	Holder's balance: 660
Share name: Ordinary	
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Name :Linda Valerie Girolo c/o Graaffs Trust Ltd	Holder's balance: 12,716
Share name: Ordinary	
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Name :Lucelle Sybil Fogel	Holder's balance: 110
Share name: Ordinary	
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Name :M.G. & S. (PTY) LTD. C/O D.S. GONSKI	Holder's balance: 660
Share name: Ordinary	
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Name :MACHANIK PHILLIP C/O BARCLAYS BANK	Holder's balance: 110
Share name: Ordinary	
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Name. :MAISELS, MURIEL H	Holder's balance: 110
Share name: Ordinary	
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Name :MAISTER, MICHAEL	Holder's balance: 2,640
Share name: Ordinary	
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Name :MALKIN KAREN LISA	Holder's balance: 330
Share name: Ordinary	
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Name :MALKIN LEONARD MARK	Holder's balance: 330
Share name: Ordinary	
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Name :MALKIN NATHAN	Holder's balance: 220
Share name: Ordinary	
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Name :MANASCHEWITZ, DORA	Holder's balance: 110
Share name: Ordinary	
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Name :MANFRED LIPSON WILL TRUST c/o Grant Thornton Kessel Feinstein	Holder's balance: 222,640
Share name: Ordinary	
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Name :MANNE EST. LATE SOLOMON	Holder's balance: 1,526
Share name: Ordinary	
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Name :MANNE JOSEPH C/O A.B.C. COMPANY	Holder's balance: 110
Share name: Ordinary	
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Name :MARCUS, MARLENE	Holder's balance: 110
Share name: Ordinary	
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Name :MARCUS, R. ETHEL	Holder's balance: 660
Share name: Ordinary	
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Name :MARIN, SHIRLEY	Holder's balance: 31,789
Share name: Ordinary	
-----	
Name :MARKUS EST L MARY	Holder's balance: 220
Share name: Ordinary	
-----	
Name :MASSEL NEVILLE HARRY & OWEN J. SHERRY	Holder's balance: 330
Share name: Ordinary	
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Name :MATES, AVRAHAM	Holder's balance: 110
Share name: Ordinary	
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Name :MAYER, JACOB  
Share name: Ordinary                      Holder's balance: 110

Name :MELAMET, ENID RICA  
Share name: Ordinary                      Holder's balance: 110

Name :MELMAN BORIS  
Share name: Ordinary                      Holder's balance: 110

Name :MELMAN KEIFE C/O J. MELMAN  
Share name: Ordinary                      Holder's balance: 110

Name :MELMED MARIANNE C/O DAVID MORRIS  
Share name: Ordinary                      Holder's balance: 3,410

Name :MENACHEMSON, JACOB DAVID  
Share name: Ordinary                      Holder's balance: 110

Name :MENDEL ISRAEL KAPLAN  
Share name: Ordinary                      Holder's balance: 2,640

Name :MENDEL, BERYL  
Share name: Ordinary                      Holder's balance: 110

Name :MERKEL, MIRIAM  
Share name: Ordinary                      Holder's balance: 110

Name :MESSRS. MALKIN, GLAJCHEN & BEEN  
Share name: Ordinary                      Holder's balance: 660

Name :MEYER, NATHAN  
Share name: Ordinary                      Holder's balance: 110

Name :MICHALOWSKY EST. L.E. MRS P FIG  
Share name: Ordinary                      Holder's balance: 440

Name. :MILLER C.L. FRIDJOHN L.T.D  
Share name: Ordinary                      Holder's balance: 1,980

Name :MILLER EST. L WALF  
Share name: Ordinary                      Holder's balance: 1,540

Name :MILLER LEONARD TRUST a/c Lack Flaum & Associates  
Share name: Ordinary                      Holder's balance: 247,500

Name :MILLER, ISRAEL c/o Bass Gordon Willis  
Share name: Ordinary                      Holder's balance: 770

Name :MILLER, MARTIN WORLFRED  
Share name: Ordinary                      Holder's balance: 110

Name :MILLIN ADMIN. EST. SARAH GERTRUDE  
Share name: Ordinary                      Holder's balance: 770

Name :MILLS SUSANNE  
Share name: Ordinary                      Holder's balance: 880

Name :MINCER, HYMAN  
Share name: Ordinary                      Holder's balance: 6,930

Name :MIRWIS, ELIAS BENJAMIN	
Share name: Ordinary	Holder's balance: 110
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Name :MORDUKHOWITZ, ISAAC C/O MARKS & SONS	
Share name: Ordinary	Holder's balance: 110
-----	
Name :MORDUKHOWITZ, MARY C/O MARKS & SONS	
Share name: Ordinary	Holder's balance: 110
-----	
Name :MORRISON EST LATE MICHAELLA	
Share name: Ordinary	Holder's balance: 110
-----	
Name :MURICH REBECCA C/O R. ASCAL	
Share name: Ordinary	Holder's balance: 110
-----	
Name :MUSSEL, BARNEY	
Share name: Ordinary	Holder's balance: 110
-----	
Name :MYER ROSEN	
Share name: Ordinary	Holder's balance: 1,320
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Name :MYERS EST. HARRY C/O S. HAVEN BAKER M	
Share name: Ordinary	Holder's balance: 110
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Name :MYERS, ARTHUR ISIDORE	
Share name: Ordinary	Holder's balance: 990
-----	
Name :MYERS, HARRY	
Share name: Ordinary	Holder's balance: 110
-----	
Name :Margot Saffer	
Share name: Ordinary	Holder's balance: 66,110
-----	
Name :Marion Janice Malkin	
Share name: Ordinary	Holder's balance: 128,755
-----	
Name :Mendels Ora	
Share name: Ordinary	Holder's balance: 330
-----	
Name :Michael Zeev Through Rina Ging	
Share name: Ordinary	Holder's balance: 162,060
-----	
Name :Mona Shear c/o E Shear	
Share name: Ordinary	Holder's balance: 80,489
-----	
Name :Morris J. Karnovsky 61 Miller Road	
Share name: Ordinary	Holder's balance: 1,650
-----	
Name :Moses Ephraim Rabbi Vy	
Share name: Ordinary	Holder's balance: 110
-----	
Name :Mr. A. D. Segal	
Share name: Ordinary	Holder's balance: 110
-----	
Name :Mr. Barney Hurwitz	
Share name: Ordinary	Holder's balance: 293,595
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Name :Mr. H Fleishman	Holder's balance: 110
Share name: Ordinary	
-----	
Name :Mr. Colin Rosenberg	Holder's balance: 440
Share name: Ordinary	
-----	
Name :Mrs M. Bronkhorst c/o Mr, D L Matz	Holder's balance: 770
Share name: Ordinary	
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Name :Mrs Rivona Jacqueline Epstein 308 Aston Villa	Holder's balance: 990
Share name: Ordinary	
-----	
Name :Mrs. Christine May von Abo	Holder's balance: 110
Share name: Ordinary	
-----	
Name :Mrs. L. Saffer	Holder's balance: 440
Share name: Ordinary	
-----	
Name :Mrs.CASSEL Ann	Holder's balance: 440
Share name: Ordinary	
-----	
Name :NAOMI HOLDINGS (PTY) C/O R. STERN	Holder's balance: 2,750
Share name: Ordinary	
-----	
Name :NATHAN FRANCES HELEN C/O M. GOLDBERG	Holder's balance: 6,270
Share name: Ordinary	
-----	
Name. :NATHANSON EST L. G	Holder's balance: 110
Share name: Ordinary	
-----	
Name :NESTADT, GERALD	Holder's balance: 5,720
Share name: Ordinary	
-----	
Name :NEWMAN, LAURA c/o Mr N A Botha Syfrets Trust Limited	Holder's balance: 330
Share name: Ordinary	
-----	
Name :NORTON, MIRIAM	Holder's balance: 1,717
Share name: Ordinary	
-----	
Name :NORWICH, ISADORE	Holder's balance: 110
Share name: Ordinary	
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Name :NORWITZ, JACK	Holder's balance: 110
Share name: Ordinary	
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Name :NORWITZ, RONALD	Holder's balance: 110
Share name: Ordinary	
-----	
Name. :NUSSBAUM, JOHN S	Holder's balance: 110
Share name: Ordinary	
-----	
Name :NYMAN and MOSHAL	Holder's balance: 110
Share name: Ordinary	
-----	
Name :Nadin Green	Holder's balance: 6,490
Share name: Ordinary	
-----	
Name :Nedcor Bank Nominees	Holder's balance: 10,780
Share name: Ordinary	
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Name :Norris Steffan Herber	
Share name: Ordinary	Holder's balance: 12,320
-----	
Name :Norwich Rose	
Share name: Ordinary	Holder's balance: 34,430
-----	
Name :O M ROSENZWEIG	
Share name: Ordinary	Holder's balance: 330
-----	
Name :OLD AGE HOME BETH SHALOM	
Share name: Ordinary	Holder's balance: 1,320
-----	
Name :ORELOWITZ EST L ABRAHAM	
Share name: Ordinary	Holder's balance: 110
-----	
Name :ORKIN, MAX	
Share name: Ordinary	Holder's balance: 110
-----	
Name :OSBAND ASHER MANNIE & R. GRITZMAN	
Share name: Ordinary	Holder's balance: 220
-----	
Name :OSHERY, MAX	
Share name: Ordinary	Holder's balance: 110
-----	
Name :OTHERS C\O AFRICA ISRAEL via Africa Israel Investments	
Share name: Ordinary	Holder's balance: 220
-----	
Name :PACK EST L J. C/O D. FREIDBERG	
Share name: Ordinary	Holder's balance: 110
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Name :PACK EST L. LOUIS C/O B. JOSS	
Share name: Ordinary	Holder's balance: 110
-----	
Name. :PASVOLSKY EST LATE M.J	
Share name: Ordinary	Holder's balance: 1,540
-----	
Name :PATLEY, WILFRED HIRSCH c/o Jack Lurie	
Share name: Ordinary	Holder's balance: 23,540
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Name. :PEIN & CO. B	
Share name: Ordinary	Holder's balance: 110
-----	
Name :PENCHARZ, JULIAN	
Share name: Ordinary	Holder's balance: 110
-----	
Name :PERL DENISE MIRREL via Melanie Kessler	
Share name: Ordinary	Holder's balance: 110
-----	
Name :PHILIPS, NEHEMIAH	
Share name: Ordinary	Holder's balance: 110
-----	
Name :PICKER, FAY	
Share name: Ordinary	Holder's balance: 110
-----	
Name :PILLMER, RAYMOND ARNOLD	
Share name: Ordinary	Holder's balance: 2,640
-----	
Name :PINCUS THELMA	
Share name: Ordinary	Holder's balance: 110
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Name : PLATZKY EST L I.J	Holder's balance: 110
Share name: Ordinary	
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Name : POHL, JOAN	Holder's balance: 1,760
Share name: Ordinary	
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Name : POLANSKY, NINA DORIS	Holder's balance: 110
Share name: Ordinary	
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Name : POLICANSKY ESTATE L. LEON	Holder's balance: 110
Share name: Ordinary	
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Name" : POLICANSKY PATRICIA S. "JEVINGTON	Holder's balance: 110
Share name: Ordinary	
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Name : POLLACK, JANET ISA	Holder's balance: 3,630
Share name: Ordinary	
-----	
Name : POLON ADEENA C/O MR. L. POLON	Holder's balance: 770
Share name: Ordinary	
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Name : PORTER, JOCELYN	Holder's balance: 5,500
Share name: Ordinary	
-----	
Name : POSNICK, TILLE	Holder's balance: 110
Share name: Ordinary	
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Name : PUPKEWITZ, HAROLD	Holder's balance: 110
Share name: Ordinary	
-----	
Name : PUPKEWITZ, JULIUS	Holder's balance: 110
Share name: Ordinary	
-----	
Name : PUPKEWITZ, MORRIS	Holder's balance: 110
Share name: Ordinary	
-----	
Name : Paul Julian Roux	Holder's balance: 6,357
Share name: Ordinary	
-----	
Name : Percy Schwartz	Holder's balance: 313,500
Share name: Ordinary	
-----	
Name : R. SEGAL, ADELE	Holder's balance: 110
Share name: Ordinary	
-----	
Name : RABINOWITZ, LAZER	Holder's balance: 110
Share name: Ordinary	
-----	
Name : RABKIN EST L LEVIK	Holder's balance: 110
Share name: Ordinary	
-----	
Name : RABSON ESTATE LATE SHARA C/O MR. F. RABSON	Holder's balance: 220
Share name: Ordinary	
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Name : RACHMAN EST. PHILIP C/O C.S. RACHMAN	Holder's balance: 110
Share name: Ordinary	
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Name : RADUS, ALEC	Holder's balance: 110
Share name: Ordinary	
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Name :RADUS, CECIL	
Share name: Ordinary	Holder's balance: 110
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Name :RADUS, LEWIS	
Share name: Ordinary	Holder's balance: 220
-----	
Name :RADUS, SIDNEY	
Share name: Ordinary	Holder's balance: 110
-----	
Name :RADUS, THEODOR	
Share name: Ordinary	Holder's balance: 110
-----	
Name :RECHTENBERG, SIMCHA	
Share name: Ordinary	Holder's balance: 110
-----	
Name. :REKUP INV. (PTY) LTD. SMILGA CO	
Share name: Ordinary	Holder's balance: 3,080
-----	
Name :RESNIK, SAMUEL	
Share name: Ordinary	Holder's balance: 110
-----	
Name :RIFKIN, VICTOR	
Share name: Ordinary	Holder's balance: 110
-----	
Name :ROBIN ESTATE L. PAULA C/O MOOS MORRIS	
Share name: Ordinary	Holder's balance: 2,750
-----	
Name :ROBINS GWYNNE YVONNE FIRST NATIONAL BANK	
Share name: Ordinary	Holder's balance: 21,890
-----	
Name :ROBINS, RAY	
Share name: Ordinary	Holder's balance: 110
-----	
Name :RONTAL, GRETH EVA	
Share name: Ordinary	Holder's balance: 110
-----	
Name :ROSEN ALAN WALTER	
Share name: Ordinary	Holder's balance: 1,870
-----	
Name :ROSEN CLIFFORD BRIAN	
Share name: Ordinary	Holder's balance: 770
-----	
Name :ROSEN EST. MAURICE (PHILIP ROSEN)	
Share name: Ordinary	Holder's balance: 110
-----	
Name :ROSEN WILFRED JOHN	
Share name: Ordinary	Holder's balance: 4,180
-----	
Name :ROSEN, JOE	
Share name: Ordinary	Holder's balance: 110
-----	
Name. :ROSENBERG, NATHAN E. C/O FANAROF BROS & CO	
Share name: Ordinary	Holder's balance: 110
-----	
Name. :RUBENSTEIN, H.L	
Share name: Ordinary	Holder's balance: 110
-----	
Name :RUBIN EST L. JANE	
Share name: Ordinary	Holder's balance: 110
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Name :RUBINSTEIN EST. L. BORIS  
 Share name: Ordinary Holder's balance: 220

Name. :RUDAIZKY R. C/O E. NATHAN & FRIED  
 Share name: Ordinary Holder's balance: 110

Name :RUDAIZKY, VIVIAN  
 Share name: Ordinary Holder's balance: 110

Name :RUSTENBURG ZIONIST SOCIETY  
 Share name: Ordinary Holder's balance: 110

Name :RUTOVITZ EST L JOSEPH  
 Share name: Ordinary Holder's balance: 110

Name. :RUTTENBERG, SYLVIA N  
 Share name: Ordinary Holder's balance: 110

Name :RUYTOWSKI EST. L. SIMON  
 Share name: Ordinary Holder's balance: 4,840

Name :Raymond Kessel via Jerrold Kessel  
 Share name: Ordinary Holder's balance: 2,273

Name :Rhona Adele Berzack  
 Share name: Ordinary Holder's balance: 660

Name :Rina Joy Dwolatzky  
 Share name: Ordinary Holder's balance: 162,060

Name :Rivelle Hasson  
 Share name: Ordinary Holder's balance: 7,040

Name :S.H. De Goede  
 Share name: Ordinary Holder's balance: 880

Name :SACHS EST. LATE LOUIS  
 Share name: Ordinary Holder's balance: 110

Name :SACKS EMMANUEL  
 Share name: Ordinary Holder's balance: 550

Name & :SACKS, FUTERAN and CO. COR BUITENKANT  
 Share name: Ordinary Holder's balance: 9,460

Name :SADUR GRETA FORMERLY BLOCH  
 Share name: Ordinary Holder's balance: 110

Name :SAFFER EST.L. PHILIP  
 Share name: Ordinary Holder's balance: 1,320

Name :SAMUEL ,NATURMAN  
 Share name: Ordinary Holder's balance: 1,540

Name :SANDIG ARCHIBALD & LAWRENCE  
 Share name: Ordinary Holder's balance: 660

Name :SANDIG, RAYMOND  
 Share name: Ordinary Holder's balance: 110



Name :SANDLER EST LATE KALIE	Share name: Ordinary	Holder's balance: 990
Name :SANDLER, ARCHIE	Share name: Ordinary	Holder's balance: 110
Name :SANDLER, BERYL	Share name: Ordinary	Holder's balance: 1,320
Name :SANK BARNEY Family Trust c/o Mr B. Sank	Share name: Ordinary	Holder's balance: 100,393
Name :SARETZKY, FRIDA	Share name: Ordinary	Holder's balance: 880
Name. :SATUSKY EST L. LILY J	Share name: Ordinary	Holder's balance: 110
Name :SATUSKY, FRANK	Share name: Ordinary	Holder's balance: 110
Name :SCHER EST L. SIMON C/O MRS. COHEN	Share name: Ordinary	Holder's balance: 2,090
Name :SCHER, ANNE	Share name: Ordinary	Holder's balance: 110
Name :SCHIFF, EVELYN STATUS IN PRINT	Share name: Ordinary	Holder's balance: 220
Name :SCHLAPOBERSKY, HARRY	Share name: Ordinary	Holder's balance: 110
Name :SCHLAPOBERSKY, IVAN	Share name: Ordinary	Holder's balance: 110
Name :SCHLAPOBERSKY, PHYLLIS	Share name: Ordinary	Holder's balance: 1,100
Name :SCHLOSBERG EST. L. ABRAHAM	Share name: Ordinary	Holder's balance: 1,320
Name :SCHNEIDER ROBERT PAUL c/o H R Friedland	Share name: Ordinary	Holder's balance: 110
Name :SCHNEIDER, LEA	Share name: Ordinary	Holder's balance: 110
Name :SCHNEIER LINDA GAIL	Share name: Ordinary	Holder's balance: 330
Name :SCHOCHAT EST. L. MICHAEL	Share name: Ordinary	Holder's balance: 110
Name :SCHRIRE SAMUEL RODES	Share name: Ordinary	Holder's balance: 13,224
Name :SCHRIRE, JEREMY RICHARD	Share name: Ordinary	Holder's balance: 990

Name :SCHRIRE, ROBERT ARTHUR  
Share name: Ordinary Holder's balance: 990

Name. :SCHRIRE, SCHRIRE & ARENSON B.J  
Share name: Ordinary Holder's balance: 110

Name :SCHULMAN, JACK RAYMOND  
Share name: Ordinary Holder's balance: 110

Name :SCHUMACHER J. EST. L C/O J. SOLOMON  
Share name: Ordinary Holder's balance: 110

Name :SCHWARTZ, VICTOR WOOLF  
Share name: Ordinary Holder's balance: 110

Name :SCHWEPPE EST. J. C/O ZIONIST COUNCIL  
Share name: Ordinary Holder's balance: 2,670

Name :SEEF SHOSHANA  
Share name: Ordinary Holder's balance: 22,000

Name. :SEEFF ESTATE LATE SAM E  
Share name: Ordinary Holder's balance: 3,080

Name :SEGAL NAOMI  
Share name: Ordinary Holder's balance: 10,780

Name :SEGAL, BERNARD C/O ACKERMANS (TVL)  
Share name: Ordinary Holder's balance: 110

Name :SENIOR ESTATE LATE G. c/o Dr. O. Rosental  
Share name: Ordinary Holder's balance: 381

Name. :SERDON (PTY) LTD  
Share name: Ordinary Holder's balance: 100,100

Name :SEREBRO EST LATE CYRIL  
Share name: Ordinary Holder's balance: 110

Name :SETZEN ESTATE L. JACOB C/O MRS. SETZEN  
Share name: Ordinary Holder's balance: 880

Name :SHAKINOVSKY, ISRAEL  
Share name: Ordinary Holder's balance: 110

Name :SHAP, GERALD  
Share name: Ordinary Holder's balance: 190,670

Name :SHAPIRO, ANNE  
Share name: Ordinary Holder's balance: 330

Name :SHAPIRO, BESSIE  
Share name: Ordinary Holder's balance: 440

Name :SHAPIRO, CHARLES  
Share name: Ordinary Holder's balance: 3,080

Name :SHAPIRO, SAMUEL  
Share name: Ordinary Holder's balance: 110

Name :SHEDROW, IRENE	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SHENKER, JOHN	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SHER, JOSEPH	
Share name: Ordinary	Holder's balance: 22,660
-----	
Name :SHER, REBECCA c/o Mr. R. Levine	
Share name: Ordinary	Holder's balance: 220
-----	
Name :SHEVEL, CARMEL	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SHILL, MERTON ANTHONY	
Share name: Ordinary	Holder's balance: 440
-----	
Name :SHNEIDER, FANNY	
Share name: Ordinary	Holder's balance: 110
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Name. :SHOLOMIR, M	
Share name: Ordinary	Holder's balance: 110
-----	
Name. :SHORE, S.C	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SHWER, BROS C/O K. SHWER	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SILBER, GERSON	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SIMMONS, LOUIS	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SIMON, FRANKEL & SONS	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SIMON, MORRIS ISAAC	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SIMSON, BROS	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SINGER EST. MORRIS Consulting Rooms Session Rooms	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SINGER, SARA FAY	
Share name: Ordinary	Holder's balance: 6,710
-----	
Name :SLESING EST L.H. JUNCTION HOTEL	
Share name: Ordinary	Holder's balance: 440
-----	
Name :SMITH, NATHAN	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SNEECH, HARRY	
Share name: Ordinary	Holder's balance: 2,640
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Name :SNIDER, DAVID	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SOLOMON, BERTHA	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SORESON, BROS	
Share name: Ordinary	Holder's balance: 1,320
-----	
Name :SORESON, ESTHER	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SPANGENTHAL, ETHEL	
Share name: Ordinary	Holder's balance: 110
-----	
Name. :SPECTOR SAMUEL J	
Share name: Ordinary	Holder's balance: 7,590
-----	
Name :SPITZ, BARRY KUPER	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SPITZ, DR. MENDEL	
Share name: Ordinary	Holder's balance: 2,860
-----	
Name :SPITZ, TILLY	
Share name: Ordinary	Holder's balance: 220
-----	
Name :SPIZ BESSIE c/O DR. O. ROZENZWEIG	
Share name: Ordinary	Holder's balance: 110
-----	
Name :SPIZ ESTATE L GETZEL	
Share name: Ordinary	Holder's balance: 9,680
-----	
Name :STANDORD LIFSCHITZ C/O A.B. GARSH	
Share name: Ordinary	Holder's balance: 2,640
-----	
Name. :STARFIELD L.H	
Share name: Ordinary	Holder's balance: 3,630
-----	
Name :STEELE, PEARLE	
Share name: Ordinary	Holder's balance: 330
-----	
Name :STEIN DIANNE	
Share name: Ordinary	Holder's balance: 4,180
-----	
Name :STEIN, MAURICE	
Share name: Ordinary	Holder's balance: 220
-----	
Name :STEIN, SAMUEL ARTHUR	
Share name: Ordinary	Holder's balance: 440
-----	
Name :STEIN, SYLVESTER	
Share name: Ordinary	Holder's balance: 110
-----	
Name :STEIN, THEODORE	
Share name: Ordinary	Holder's balance: 330
-----	
Name :STEIN, WILFRED	
Share name: Ordinary	Holder's balance: 110
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Name :STEIN, ZENA	Holder's balance: 110
Share name: Ordinary	
-----	
Name :STOLLER, NATHAN C/O	Holder's balance: 110
Share name: Ordinary	
-----	
Name. :SULARSH P. AND GOLDBERG M	Holder's balance: 220
Share name: Ordinary	
-----	
Name :SULCAS NORMAN	Holder's balance: 25,431
Share name: Ordinary	
-----	
Name :SULCAS PAUL	Holder's balance: 19,073
Share name: Ordinary	
-----	
Name :SUSKIND, RACHEL	Holder's balance: 110
Share name: Ordinary	
-----	
Name :SUSSMAN, CLIVE MELVIN	Holder's balance: 110
Share name: Ordinary	
-----	
Name :SUZMAN EST. L LEWIS	Holder's balance: 110
Share name: Ordinary	
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Name :SUZMAN MOSES MAYER	Holder's balance: 110
Share name: Ordinary	
-----	
Name :SUZMAN, MOSES MAYER	Holder's balance: 110
Share name: Ordinary	
-----	
Name :SUZMAN, SAUL	Holder's balance: 110
Share name: Ordinary	
-----	
Name :SWARTZ EST L WOLF C/O MR. M. SWARTZ	Holder's balance: 1,540
Share name: Ordinary	
-----	
Name. :SYFRETS NOMINEES LTD	Holder's balance: 31,020
Share name: Ordinary	
-----	
Name :Sapire Anne Sonnenberg and Hoff Elfreda Mansions	Holder's balance: 110
Share name: Ordinary	
-----	
Name :Sharlene Wertheimer	Holder's balance: 7,040
Share name: Ordinary	
-----	
Name :Shirley Pikholtz	Holder's balance: 330
Share name: Ordinary	
-----	
Name :Shoshana Saffer	Holder's balance: 44,110
Share name: Ordinary	
-----	
Name :Sieff Jean Patricia	Holder's balance: 16,940
Share name: Ordinary	
-----	
Name :Spector Faith	Holder's balance: 5,017
Share name: Ordinary	
-----	
Name :Stanford and Rochelle Kuper	Holder's balance: 550
Share name: Ordinary	
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Name. :TABACK, B	Share name: Ordinary	Holder's balance: 110
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Name. :TABACKNOWITZ EST. M C/O CRYSTAL C.D	Share name: Ordinary	Holder's balance: 220
-----		
Name :TALBERG, JOSEPH C/O Anette Grinblau	Share name: Ordinary	Holder's balance: 1,540
-----		
Name :TALEKINSKY, ABE	Share name: Ordinary	Holder's balance: 110
-----		
Name :TANNENBAUM CHARLES M. C/O W.LACK	Share name: Ordinary	Holder's balance: 990
-----		
Name :TANNENBAUM, HAROLD	Share name: Ordinary	Holder's balance: 990
-----		
Name :TANNENBAUM, JACOB	Share name: Ordinary	Holder's balance: 110
-----		
Name :TAUB, SAM	Share name: Ordinary	Holder's balance: 110
-----		
Name :TEEGER EST. L H. C/O DR. A. TEEGER	Share name: Ordinary	Holder's balance: 64
-----		
Name :THE ALISON TRUST C\O SAM BERK	Share name: Ordinary	Holder's balance: 43,979
-----		
Name :THE BEVERLEY TRUST C\O SAM BERK	Share name: Ordinary	Holder's balance: 44,214
-----		
Name :THE SAXE FAMILY TRUST c/o CYRIL S LONSHOE HOLDINGS	Share name: Ordinary	Holder's balance: 53,837
-----		
Name :THE STEPHANIE TRUST Stonehag, rue du putis-Godet 12	Share name: Ordinary	Holder's balance: 44,113
-----		
Name. :THE V. TRUST (PTY) LTD	Share name: Ordinary	Holder's balance: 52,690
-----		
Name :THE WITWATERS TRAND JEWISH AGED HOME	Share name: Ordinary	Holder's balance: 110
-----		
Name :TOBIAS, JACOB LOUIS	Share name: Ordinary	Holder's balance: 110
-----		
Name :TOLLMAN, PHILIP	Share name: Ordinary	Holder's balance: 110
-----		
Name :TRAUB EST LATE SOLOMON	Share name: Ordinary	Holder's balance: 1,540
-----		
Name :TRAUB EST. L ABRAHAM	Share name: Ordinary	Holder's balance: 4,180
-----		
Name :TRAUB, MOSES	POB 4899 Cape Town 8000 South Africa	
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Name :TUCH, BERTHA	Holder's balance: 550
Share name: Ordinary	
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Name :The AJB Trust through Mr. Berkowitz	Holder's balance: 132,000
Share name: Ordinary	
-----	
Name :The Salber GST Exempt Family Trust , c/o David Cohen	Holder's balance: 3,410
Share name: Ordinary	
-----	
Name :The Sandra Trust c/o Lilian Roth	Holder's balance: 3,630
Share name: Ordinary	
-----	
Name :The Stephen Trust c/o Lilian Roith	Holder's balance: 3,630
Share name: Ordinary	
-----	
Name :Trevor Fogel	Holder's balance: 110
Share name: Ordinary	
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Name :Trope Adele A206 Riepen Hall	Holder's balance: 440
Share name: Ordinary	
-----	
Name :Trustees of the Victor Schmulow Trust	Holder's balance: 110
Share name: Ordinary	
-----	
Name. :UANI INVESTMENTS (PTY) LTD	Holder's balance: 9,570
Share name: Ordinary	
-----	
Name :ULMAN M.M. C/O MR. A. WALKER	Holder's balance: 110
Share name: Ordinary	
-----	
Name :UNION CHROM TANNING	Holder's balance: 110
Share name: Ordinary	
-----	
Name :URDANG MRS. M. C/O SYFRETS TRUST	Holder's balance: 220
Share name: Ordinary	
-----	
Name :United Hebrew Institution of Benoni	Holder's balance: 110
Share name: Ordinary	
-----	
Name :VEREENIGING ZIONIST SOCIETY	Holder's balance: 110
Share name: Ordinary	
-----	
Name :VILENSKY EST L ELLA c/o David Vilensky	Holder's balance: 110
Share name: Ordinary	
-----	
Name :Vivienne Mechanic	Holder's balance: 7,040
Share name: Ordinary	
-----	
Name :WACKS ETHEL C/O THE STANDARD BANK	Holder's balance: 770
Share name: Ordinary	
-----	
Name :WATTER, LOLA ZILLAH	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WEIL DORIANNE CARA	Holder's balance: 244,288
Share name: Ordinary	
-----	
Name :WEINBERG EST. LATE RUBIN	
PORT SOY, BEACH RD. 105 Anchor Bay, Cape 8001 South Africa	
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Name :WEINER, MOSES	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WEINER, ROSE	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WEINRIB, ESME FROMA	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WEINSTOCK ESTATE L. GABRIEL	Holder's balance: 1,540
Share name: Ordinary	
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Name :WEINSTOCK NELLIE & S. C/O S. WEINSTOCK	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WEISS EST LILY C/O WITWATERSRAND	Holder's balance: 1,320
Share name: Ordinary	
-----	
Name :WELINGTON LLOYD C/O FISHER HOFF	Holder's balance: 550
Share name: Ordinary	
-----	
Name :WHEELER, CHARLES	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WHITESON RINA C/O MRS. LOVELL	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WILKEN, MR. DAVID	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WILLENZIK, ROSE	Holder's balance: 770
Share name: Ordinary	
-----	
Name :WITKIN, MORRIS	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WOOLF, MAURICE GUSTAVE	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WRIGHT LYNNE C/O B. LYONS	Holder's balance: 110
Share name: Ordinary	
-----	
Name :WRIGHT, MICHAEL WILLIAM	Holder's balance: 381
Share name: Ordinary	
-----	
Name :WULFSOHN PHILIP C/O RUSSEL WOLF	Holder's balance: 110
Address: PoB 545 Roodeport 1725 South Africa	
Share name: Ordinary	
Date of last allocation/transfer	09/01/1997
-----	
Name :WULFSON ESTATE M. C/O H. WULFSON	Holder's balance: 110
Share name: Ordinary	
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Name :YOFFE, ANBREY	Holder's balance: 220
Share name: Ordinary	
-----	
Name :YOUNG, MORRIS S	Holder's balance: 110
Share name: Ordinary	
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Name : YOUNG, SAM JOSEPH	
Share name: Ordinary	Holder's balance: 110
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Name : YUDELMAN EST I. C/O L. YUDELMAN	
Share name: Ordinary	Holder's balance: 110
-----	
Name : YUDELMAN EST Y C/O BAKER	
Share name: Ordinary	Holder's balance: 110
-----	
Name : YUDELMAN I. & SONS	
Share name: Ordinary	Holder's balance: 110
-----	
Name : YUDELMAN, SAMUEL	
Share name: Ordinary	Holder's balance: 110
-----	
Name : Yael Karol	
Share name: Ordinary	Holder's balance: 136,502
-----	
Name : ZABOW ESTATE L THEODORE	
Share name: Ordinary	Holder's balance: 110
-----	
Name : ZABOW, HENRY	
Share name: Ordinary	Holder's balance: 110
-----	
Name : ZANE, LILIAN MOIRA	
Share name: Ordinary	Holder's balance: 110
-----	
Name : ZINN, HARRY LEOPOLD	
Share name: Ordinary	Holder's balance: 36,190
-----	
Name : ZWI, WOLF	
Share name: Ordinary	Holder's balance: 28,490
-----	
Name : Kelly Cohen	
Share name: Ordinary	Holder's balance: 330
-----	
Name : Aboutboul Estate Late Shmuel Aharon	
Share name: Ordinary	Holder's balance: 110
-----	
Name : Evelson Charles and Vivienne	
Share name: Ordinary	Holder's balance: 880
-----	
Name : Ilana Herman	
Share name: Ordinary	Holder's balance: 440
-----	
Name : Eliahu Insurance Company Ltd.	
Address: 2, Ibn Gvirol Street, Israel	
Identification No.: 520029851	Type of identification: Number in the Companies Registrar
Share name: Ordinary	Holder's balance: 411,560,513
Date of last allocation/transfer	29/10/2012
-----	
Name : Alert Billy	
Share name: Ordinary	Holder's balance: 1,100
-----	
Name : Robert Estate	
Share name: Ordinary	Holder's balance: 550
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Name : General Orphan Girls Home	
Share name: Ordinary	Holder's balance: 3,520
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Name :General Orphans Education House for the Sephardic Community  
 Share name: Ordinary Holder's balance: 550

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 Name :Bernadotte Leon  
 Share name: Ordinary Holder's balance: 110

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 Name :Bar-Lev Yehuda  
 Share name: Ordinary Holder's balance: 110

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 Name :Bar-Shaul Ruth  
 Share name: Ordinary Holder's balance: 1,430

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 Name :Bardin Shlomo in the name of S. Kaspari  
 Share name: Ordinary Holder's balance: 110

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 Name :Bertram David Weiss c/o Mr. Berman  
 Share name: Ordinary Holder's balance: 110

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 Name :Bar'am Rona  
 Share name: Ordinary Holder's balance: 220

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 Name :Julis Abraham  
 Address: 3/7 Giborei Israel, Kfar Saba 44227, Israel  
 Identification No.: 017601147 Type of identification: ID No.  
 Share name: Ordinary Holder's balance: 50  
 Date of last allocation/transfer 15/05/2001

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 Name :Goldsmith Nehama  
 Share name: Ordinary Holder's balance: 110

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 Name :Ggezundheit Jacob  
 Share name: Ordinary Holder's balance: 110

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 Name :Gilon Hadassa  
 Share name: Ordinary Holder's balance: 110

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 Name :Gesner Shirley  
 Share name: Ordinary Holder's balance: 330

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 Name :Grinman Ruth  
 Share name: Ordinary Holder's balance: 110

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 Name :Dodly Kessel  
 Address: 54, Habanim street, Ramat Hasharon 45268  
 Identification No.: 015167646 Type of identification: ID No.  
 Share name: Ordinary Holder's balance: 2,273  
 Date of last allocation/transfer 27/10/2008

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 Name :Driman Barbara  
 Share name: Ordinary Holder's balance: 110

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 Name :General Administrator for Absentees Property (Rix)  
 Share name: Ordinary Holder's balance: 657,754

-----  
 Name :Horowitz Frida  
 Share name: Ordinary Holder's balance: 330

-----  
 Name :BLL Nominee Company Ltd.  
 Share name: Ordinary Holder's balance: 316,669,738

Name :Hayvim Stewart	
Share name: Ordinary	Holder's balance: 110
-----	
Name :Israel Chief Rabinat	
Share name: Ordinary	Holder's balance: 1,760
-----	
Name :Herbstein Judie	
Share name: Ordinary	Holder's balance: 110
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Name :Harari Zacky estate c/o a. Mazari	
Share name: Ordinary	Holder's balance: 110
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Name :Vian Keinan	
Share name: Ordinary	Holder's balance: 32
-----	
Name :Weinrong Bernard estate	
Share name: Ordinary	Holder's balance: 110
-----	
Name :Vered Vardi	
Share name: Ordinary	Holder's balance: 2,530
-----	
Name :Zonenfeld Shlomo Zalman	
Address: 47, Soritzkin Street, Jerusalem 94465, Israel	
Share name: Ordinary	Holder's balance: 550
Date of last allocation/transfer	09/01/1997
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Name :Hadad Shlomo	
Share name: Ordinary	Holder's balance: 1,100
-----	
Name :Hana Philips Jeff and Samuel Leo Jeff C/O Janette Inbar	
Share name: Ordinary	Holder's balance: 110
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Name :Turner Jacob	
Share name: Ordinary	Holder's balance: 110
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Name :Jonathan Goldsmidt	
Share name: Ordinary	Holder's balance: 220
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Name :Yanover Joseph estate C/O E. Gabbay, CPA	
Share name: Ordinary	Holder's balance: 110
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Name :Cohen Baruch	
Share name: Ordinary	Holder's balance: 110
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Name :Cohen Shimshon	
Share name: Ordinary	Holder's balance: 10,780
-----	
Name :Katz Netty	
Share name: Ordinary	Holder's balance: 220
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Name :Karpas Ellen Ze'ev	
Share name: Ordinary	Holder's balance: 110
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Name :Karpas Jack, Dr.	
Share name: Ordinary	Holder's balance: 110
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Name :Lev Jonathan	
Share name: Ordinary	Holder's balance: 220
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Name :Levontin Avigdor  
Share name: Ordinary                      Holder's balance: 110

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Name :Levontin Eliyahu  
Share name: Ordinary                      Holder's balance: 110

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Name :Lavi Aryeh  
Share name: Ordinary                      Holder's balance: 50

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Name :Louis Landes  
Share name: Ordinary                      Holder's balance: 110

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Name :Levin Shmaria  
Share name: Ordinary                      Holder's balance: 110

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Name :Levinkind Nathan  
Share name: Ordinary                      Holder's balance: 2,750

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Name :Luria John Ott c/o Alon Broyda, CPA  
Share name: Ordinary                      Holder's balance: 77,000

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Name :Luria Michael  
Share name: Ordinary                      Holder's balance: 440

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Name :Lichtenstein Mirna  
Share name: Ordinary                      Holder's balance: 110

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Name :Laundau John  
Share name: Ordinary                      Holder's balance: 220

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Name :Laundau Felix  
Share name: Ordinary                      Holder's balance: 220

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Name :Myers Lin  
Share name: Ordinary                      Holder's balance: 330

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Name :Migdal Insurance Company Ltd. in Trusteeship  
Share name: Ordinary                      Holder's balance: 6,365

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Name :Mizrahi Miriam c/o Bank Barcleys  
Share name: Ordinary                      Holder's balance: 22,110

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Name :Milner Tuvia  
Share name: Ordinary                      Holder's balance: 110

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Name :Meitar Zvi, Adv., Meitar, Litman, Nehmad, Advocates  
Share name: Ordinary                      Holder's balance: 110

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Name :Mendelowitz Morris  
Share name: Ordinary                      Holder's balance: 110

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Name :Menlis Yoram  
Share name: Ordinary                      Holder's balance: 550

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Name :Marimsky Nathan  
Share name: Ordinary                      Holder's balance: 110

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Name :Nevo Naomi  
Share name: Ordinary                      Holder's balance: 110

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Name :Neuman David	
Share name: Ordinary	Holder's balance: 110
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Name :Neuman Michael	
Share name: Ordinary	Holder's balance: 100
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Name :Natalie Ben Dor c/o Beny Ben Dor, Adv	
Share name: Ordinary	Holder's balance: 32
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Name :Savyon Shlomo	
Share name: Ordinary	Holder's balance: 4,070
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Name :Segal Reuven	
Share name: Ordinary	Holder's balance: 110
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Name :Sulman Zigmond	
Share name: Ordinary	Holder's balance: 110
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Name :Strud & Strud	
Share name: Ordinary	Holder's balance: 1,210
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Name :Sirota Heiman	
Share name: Ordinary	Holder's balance: 110
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Name :Salminis Janette	
Share name: Ordinary	Holder's balance: 23,764
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Name :Adad Trusteeship company Ltd.	
Share name: Ordinary	Holder's balance: 315,496,828
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Name :Jack Ross estate c/o Richard Bradenstein	
Share name: Ordinary	Holder's balance: 4,840
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Name :Ezer Lydia	
Share name: Ordinary	Holder's balance: 25,000
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Name :Amichai Klein	
Share name: Ordinary	Holder's balance: 770
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Name :Inbar Ralph	
Share name: Ordinary	Holder's balance: 110
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Name :Pamax Israel Africa Company	
Share name: Ordinary	Holder's balance: 110
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Name :Pinkus Sidney	
Share name: Ordinary	Holder's balance: 110
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Name :Peleg Dov	
Share name: Ordinary	Holder's balance: 220
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Name :Palata J.	
Share name: Ordinary	Holder's balance: 110
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Name :Peltours Ltd. - C/O Somekh Chaikin, CPA	
Share name: Ordinary	Holder's balance: 110
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Name :Factor Hillel	
Share name: Ordinary	Holder's balance: 110
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Name :Freund Paul	Holder's balance: 110
Share name: Ordinary	
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Name :Fattal David	Holder's balance: 9,282
Share name: Ordinary	
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Name :Fattal David and Haviva	Holder's balance: 2,000
Share name: Ordinary	
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Name :Kark Emily Public Medicine Department	Holder's balance: 110
Share name: Ordinary	
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Name :Kupper Michael	Holder's balance: 110
Share name: Ordinary	
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Name :Kupper Roda	Holder's balance: 330
Share name: Ordinary	
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Name :Kenny Sidney Wolf	Holder's balance: 110
Share name: Ordinary	
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Name :Kaplan Michael, Adv.	Holder's balance: 110
Share name: Ordinary	
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Name :Kaplan Netanya D.	Holder's balance: 110
Share name: Ordinary	
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Name :Late Aryeh & Rivka Shenkar Fund c/o Tali Zeidman	Holder's balance: 9,399
Share name: Ordinary	
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Name :Elran House Fund	Holder's balance: 10,490
Share name: Ordinary	
-----	
Name :Reinhold Margaret	Holder's balance: 5,720
Share name: Ordinary	
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Name :Reinhold Constance Leonora	Holder's balance: 7,480
Share name: Ordinary	
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Name :Raphael P.	Holder's balance: 110
Share name: Ordinary	
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Name :Sagi Yigal	Holder's balance: 63,222
Share name: Ordinary	
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Name :Shumacher Joyce	Holder's balance: 110
Share name: Ordinary	
-----	
Name :Sheela Shpitz	Holder's balance: 19,690
Share name: Ordinary	
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Name :Shlosberg Margaret C/O D. Shlosberg, Adv.	Holder's balance: 5,940
Share name: Ordinary	
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**Corporate governance questionnaire**<sup>100</sup>

Within this questionnaire, please note:-

- (1) The questionnaire was prepared in such a manner that the answer "correct" to any question is a positive indication for the existence of proper corporate governance, and the opposite. The answer "correct" shall be marked in the relevant square with  $\surd$ –
- (2) And the answer "incorrect" shall be marked with X; For the removal of doubt, it should be specified that the questionnaire **does not** exhaust all the aspects of corporate governance relevant to the Corporation, but it deals with only several aspects; in order to receive additional information (and whenever relevant), please peruse the Corporation's current reports.
- (3) "The reported year" means from January 1<sup>st</sup>, XX to December 31<sup>st</sup>, XX that preceded the publication date of the Periodic Report, despite the aforementioned, "the reported year" for corporations that choose to implement the questionnaire in early implementation shall be (at least) from October 1<sup>st</sup>, 2011 till September 30<sup>th</sup>, 2012 (regarding early implementation in the quarterly report as of September 30<sup>th</sup>, 2012). Regarding corporations that choose to implement the questionnaire within an Immediate Report on form no. T-121), the "reported year" shall be at least one full year, that would end just before the questionnaire's publication;
- (4) Besides each question, the normative framework is stated. If the question refers to a mandatory provision, this is stated explicitly;
- (5) If a corporation would like to add information that may be important for reasonable investors in relation with their answers in the questionnaire, they may do so within the **final comments** to the questionnaire, with a reference from the relevant question.

<sup>100</sup> Footnotes that are not built-in in the questionnaire of the ISA's instruction are in Bold. Questions that corporations may ignore in the first year of implementation pursuant to the instruction, were not answered. The Company did not adopt the first addendum – Recommended Corporate Governance Provisions ("recommended provisions"). Therefore, in questions whose normative origin is the recommended provisions, the answer was given based on the actual situation.

BOD INDEPENDENCE						
				Correct	Incorrect	Normative framework
1.		<p>In every reported year, two External Directors or more served in the Corporation.</p> <p><i>In this question, you may answer "correct" if the period in which two external Directors did not serve, does not exceed 90 days, as set forth in Clause 363a(b) (10) to the Companies Law, however, in any answer (Correct / Incorrect), the period (in number of days) in which two External Directors or more did not serve in the Corporation (including also an office period that was approved a-posteriori, with a differentiation between the various External Directors):</i></p> <p>Director A: Yigal Bar Yossef            Director B: Eyal Ben Chelouche            Director C: Jacob Dannon</p> <p>The number of independent External Directors serving in the Corporation as of the date of this questionnaire: 0</p>		✓		<p><b>Mandatory provision</b></p> <p>Clause 239 to the Companies Law</p>
2.	a.	The number of External Directors serving in the Corporation as of the date of this questionnaire.		_____	_____	<p>The Companies Law – Clause 1 to the first addendum (Recommended Corporate Governance Provisions) and Regulation 10 (b) (9a) and 48 (c) (9a) to the Reports' Regulations</p>
	b.	<p>As of the date of this questionnaire-</p> <ul style="list-style-type: none"> <li>- In a corporation with a controlling shareholder or with someone holding a controlling block (in this Clause – <b>the controlling shareholder</b>) – at least one third are independent BoD members.</li> <li>- In a corporation with no controlling shareholder – the majority are independent BoD members.</li> </ul>			x	



BOD INDEPENDENCE					
			Correct	Incorrect	Normative framework
	c.	<p>The Corporation set forth in its Articles of Association that a minimal rate<sup>101</sup> / number of independent Directors will serve therein.</p> <p>If your answer is "Correct", please note-</p> <p>The rate/number of independent Directors set forth in the Articles of Association:_____</p> <p>The Corporation complied with the provisions of the Articles of Association in the reported year (regarding independent Directors):</p> <p><input type="checkbox"/> Yes</p> <p><input type="checkbox"/> No</p> <p><i>(Please mark x in the relevant square)</i></p>		x	

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<sup>101</sup> In this questionnaire, "rate" – a certain rate of Directors. For example, in a Corporation in which there should be one-third of independent Directors, please specify 1/3.

BOD INDEPENDENCE			Correct	Incorrect	Normative framework
3.		<p>In the reported year there was an examination with External Directors (and independent Directors), and we found that in the reported year they complied with the provisions of Clause 240 (b) and (f) to the Companies Law regarding the lack of affiliation of External directors (and independent Directors) serving in the Corporation, and that they comply with the pre-requisites for the office of an External Director (or independent Director).</p> <p>If your answer is "Correct" – please note the entity that conducted that examination: approved by the BoD</p>	✓		Clauses 240 (b), 241, 245a and 246 to the Companies Law
4.		<p>All the Directors who served in the Corporation during the reported year <u>do not</u> report<sup>102</sup> to the CEO, directly or indirectly (except a Director representing the employees, if there is employees representation in the Corporation)</p> <p>If your answer is "Incorrect" (i.e., the Director reports to the CEO, as set forth above) – the number of Directors who <u>do not</u> comply with such restriction should be set forth: _____</p>		✓ 103	The Companies Law – Clause 3 to the first addendum (Recommended Corporate Governance Provisions)
5.		<p>Before the beginning of every BoD meeting, the Corporation asked all the Directors participating in the deliberation and / or in the vote as set forth above, for a disclosure regarding the existence of any personal interest and / or conflict of interests in the issue on the agenda, as the case may be<sup>103</sup>.</p> <p>In addition, please note whether the Directors who informed that there is a personal interest and / or conflict of interests participated in the deliberation and / or in the vote as set forth above (except a deliberation and / or a vote in which the majority of the BoD members had a personal interest as set forth above in Clause 278 (b) to the Companies Law):</p>			Clauses 255, 269 and 278 to the Companies Law

<sup>102</sup> The mere service as a Director in a held Corporation shall not be perceived as "reporting" as to this question. **Starting from January 1<sup>st</sup>, 2013, a Director in the Company serves as a Senior Officer in a subsidiary thereof.**

<sup>103</sup> In the first implementation year, Corporations may not answer this question.

BOD INDEPENDENCE					
			Correct	Incorrect	Normative framework
		<input type="checkbox"/> Yes. The rate of such directors who participated in the deliberation and / or in the vote: _____ (Please add lines as per the number of deliberations/votes in the reported year) <input checked="" type="checkbox"/> No			
6.		In the reported year, the BoD <u>did not refuse</u> to provide professional consulting services at the expense of the Corporation, pursuant to a request by a director pursuant to Clause 266 (a) to the Companies Law, if asked to do so.  If your answer is "Incorrect" (i.e., the BoD refused) – the arguments of the Director to the request and the arguments of the BoD to the refusal should be detailed, or alternately, there should be a reference to the Immediate Report that includes the disclosure:_____.  <input checked="" type="checkbox"/> Irrelevant (the BoD was not asked)			Clause 266 (a) to the Companies Law

BOD INDEPENDENCE			
		Correct	Incorrect
			Normative framework
7.	<p>The controlling shareholder (including a relative and / or anyone on his/her behalf), who <u>is not</u> a Director or any other executive Senior Officer in the Corporation, <u>did not attend</u> the BoD meetings that convened in the reported year.</p> <p>If your answer is "Incorrect" (i.e., the controlling shareholder and / or his/her relative and / or anyone on his / her behalf who is not a BoD member and / or executive Senior Officer in the Corporation attended the Bod meetings) – the following details as to the attendance of the additional person in the BoD meetings as set forth above should be specified:</p> <p>Identity: _____</p> <p>Position: _____</p> <p>Details of the affiliation to the controlling shareholder (if the attending person is not a controlling shareholder himself / herself): _____</p> <p>Was it for the presentation of a certain topic?</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>(Please mark x in the relevant square)</i></p> <p>Attendance rate in BoD meetings that were held in the reported year: _____</p> <p><input type="checkbox"/> Irrelevant (there is no controlling shareholder in the Corporation)</p>	✓	Clause 106 to the Companies Law

DIRECTORS' ELIGIBILITY AND SKILLS						
				Correct	Incorrect	Normative framework
8.		In the Corporation's Articles of Association there is <u>no</u> provision that restricts the possibility to terminate immediately the service of all Directors in the Corporation who are not external directors ( <i>for this matter – a decision by simple majority <b>is not</b> perceived as a restriction</i> ). If your answer is "Incorrect" (i.e., there is such restriction), please note –		✓		Clauses 85 and 222 to the Companies Law, Clause 46b to the Securities Law
		a.	The period for a Director's office set forth in the Articles of Association: _____			
		b.	The required majority for the termination of a Director's office set forth in the Articles of Association: _____			
		c.	The quorum for the termination of a Director's office set forth in the Articles of Association of the GM: _____			
		d.	The required majority for amending these provisions in the Articles of Association: _____			

DIRECTORS' ELIGIBILITY AND SKILLS			Correct	Incorrect	Normative framework
9.		<p>All the Directors who served in the Corporation in the reported year declared, prior to the convening of the GM on the agenda of which their appointment was about to be deliberated, that they have the required skills (with details) and the ability to dedicate the required time in order to perform their office, and that the restrictions set forth in Clauses 226 and 227 to the Companies Law do not apply to them, and for independent Directors – that the content of paragraphs (1) and (2) to the definition "independent Director" in Clause 1 to the Companies Law applies to them.</p> <p>If your answer is "Incorrect" – please note the name of Directors to whom the above <u>does not</u> apply:_____</p>	✓		<p><b>Mandatory provision</b></p> <p>Clauses 224a and 224b to the Companies Law</p>

DIRECTORS' ELIGIBILITY AND SKILLS			Correct	Incorrect	Normative framework
10.	<p>The Corporation has a training program for new Directors, regarding corporation businesses and the Law that applies to the Corporation and the Directors, as well as a continuation program for the training of current Directors, that matches, inter alia, the role that the Director fulfills in the Corporation.</p> <p>If your answer is "Correct" – please note whether the program was implemented in the reported year:</p> <p><input type="checkbox"/> Yes</p> <p><input type="checkbox"/> No</p> <p><i>(Please mark x in the relevant square)</i></p>		✓ <sup>104</sup>		<p>The Companies Law – Clause 4 (a) to the first addendum (Recommended Corporate Governance Provisions)</p>

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<sup>104</sup> Pursuant to the Procedure regarding the BoD Work, every new Director has meetings with the Executives and senior position holders set forth in the Procedure, in order to get acquainted with the Company, the regulatory environment, the corporate governance array in it, etc. Also, from time to time, the Company conducts trainings for Senior Officers and / or Directors regarding topics and contents that the Company deems that they should be examined thoroughly, or requested by the Directors from time to time.

DIRECTORS' ELIGIBILITY AND SKILLS						
				Correct	Incorrect	Normative framework
11.		<p>The CoB (or any other person appointed by the BoD) is in charge of integrating the corporate governance provisions that apply to the Corporation, and strived towards updating the Directors regarding issues related to corporate governance during the reported year.</p> <p>If the BoD appointed another person to be in charge (instead of the CoB), please note his/her name and position: _____</p>			x <sup>105</sup>	The Companies Law – Clause 4 (b) to the first addendum (Recommended Corporate Governance Provisions)
12.		a.	<p>In the Corporation, there is a minimal number of Directors in the BoD, who must have an accounting and financial expertise.</p> <p>If your answer is "Correct" – please note the minimal number set forth: 3</p>	✓		<p><b>Mandatory provision</b></p> <p>Clause 92 (a) (12) to the Companies Law</p>
		b.	<p>In all the reported years, in addition to the External Director with accounting and financial expertise, additional Directors with accounting and financial expertise, in the number set forth by the BoD, served in the corporation.</p> <p>In this question, you may answer "Yes" if the period in which there were no additional Directors with accounting and financial expertise does not exceed 60 days, however in any answer (Correct), please note the period (in days) in which such Directors did not serve in the Corporation: _____</p>	✓		<p><b>Mandatory provision</b></p> <p>Clause 219 (d) to the Companies Law</p>

<sup>105</sup> Accompanied by an array of position holders, headed by the CEO, the Enforcement Manager, the Auditor and additional position holders along with Division Managers.



DIRECTORS' ELIGIBILITY AND SKILLS						
				Correct	Incorrect	Normative framework
		c.	<p>The number of Directors who served in the Corporation during the reported year:</p> <p>With accounting and financial skills: see Table below</p> <p>With professional skills: see Table below</p> <p>If there were changes in the number of such directors in the reported year, please provide the lowest number (except during a period of 60 days after the change) of Directors of any kind who served in the reported year.</p>	_____	_____	<p>Clauses 92 (a) (12), 219 (d), 240 (a1) to the Companies Law, Regulation 10 (b) 9 (a) and 48 (c) (9) to the Reports' Regulations</p>

DIRECTORS' ELIGIBILITY AND SKILLS							
					Correct	Incorrect	Normative framework
			<u>Directors with accounting and financial skills until the change in control</u> Aharon Fogel Eyal Ben Chelouche Yigal Bar Yossef Jacob Dannon Moshe Habbah Dan Suesskind Alessandro Corsi Ran Croll Herzl Shalem	<u>Directors with accounting and financial skills after the change in control</u> Aharon Fogel Eyal Ben Chelouche Yigal Bar Yossef Jacob Dannon Moshe Habbah Dan Suesskind Ran Croll Herzl Shalem Shlomo Eliahu Ofer Eliahu Israel Eliahu			
			<u>Directors with professional skills until the change in control</u> Eyal Ben Chelouche Yigal Bar Yossef Jacob Dannon	<u>Directors with professional skills after the change in control</u> Eyal Ben Chelouche Yigal Bar Yossef Jacob Dannon			

DIRECTORS' ELIGIBILITY AND SKILLS				Correct	Incorrect	Normative framework
13.	a.	At the time of appointment of External Directors in the reported year, the provision of Clause 239 (d) to the Companies Law regarding the fact that the BoD slate should include both genders, was complied with.  ✓ Irrelevant (no External Director was appointed in the reported year)			<b>Mandatory provision</b>  Clause 239 (d) to the Companies Law	
	b.	In the entire reported year, the BoD slate included members of both genders. If you answered "Incorrect" – please note the period (in days), in which the above was not complied with: _____  <i>Regarding this question, you may answer "Correct" if the period in which Directors of both genders did not serve does not exceed 60 days, however, in any answer (Correct/Incorrect) the period (in days) in which they did not serve in the Corporation should be specified</i>	✓		The Companies Law – Clause 2 to the first addendum (Recommended Corporate Governance Provisions)	
	c.	The number of Directors of each gender serving in the Corporation's BoD as of the publication of this questionnaire:  Men: 12; Women: 1				

BOD MEETINGS (AND GMS)				Correct	Incorrect	Normative framework
14.	a.	<p>The number of BoD meetings held during each quarter in the reported year:</p> <p>First quarter (2012)      3 (24.1.2012, 21.2.2012, 26.3.2012)                      Second quarter            3 (24.4.2012, 29.5.2012, 13.6.2012)                      Third quarter              5 (3.7.2012, 18.7.2012, 1.8.2012, 13.8.2012, 13.9.2012)                      Fourth quarter            5 (28.10.2012, 8.11.2012, 11.11.2012, 27.11.2012, 18.12.2012)</p>		_____	_____	Clauses 97, 98 and 224a to the Companies Law
	b.	<p>Next to the name of Directors who served in the Corporation during the reported year, you may see the participation rate in BoD meetings (in this paragraph – including the meetings of Committees next to the BoD in which they are members, and as set forth below) that were held during the reported year (in reference to their tenure):</p> <p><i>(Please add lines according to the number of Directors)</i></p>		_____	_____	

BOD MEETINGS (AND GMS)												
										Correct	Incorrect	Normative framework
			Director name	Participation rate in BoD meetings (16 meetings)	Participation rate in Audit Committee meetings (for Directors who are members in this Committee) (24 meetings)	Participation rate in the meetings of the Committee for the Examination of FS (for Directors who are members in this Committee) (5 meetings)	Participation rate in the meetings of the Seniors Compensation Committee (2 meetings)	Participation rate in the meetings of Nostro Investments Committee (13 meetings)	Participation rate in the meetings of Computerization Strategy Committee (7 meetings)			
			Aharon Fohel	100%			100%	100%	86%			
			Ronit Abramzon	94%	100%							
			Yigal Bar Yossef	88%	100%	100%	100%		100%			
			Eyal Ben Chelouche	94%	100%	100%		85%				
			Jacob Dannon	100%	100%	100%	100%		100%			

BOD MEETINGS (AND GMS)											
									Correct	Incorrect	Normative framework
			Director name	Participation rate in BoD meetings (16 meetings)	Participation rate in Audit Committee meetings (for Directors who are members in this Committee) (24 meetings)	Participation rate in the meetings of the Committee for the Examination of FS (for Directors who are members in this Committee) (5 meetings)	Participation rate in the meetings of the Seniors Compensation Committee (2 meetings)	Participation rate in the meetings of Nostro Investments Committee (13 meetings)	Participation rate in the meetings of Computerization Strategy Committee (7 meetings)		
			Moshe Habbah	88%							
			Herzl Shalem	88%		50% <sup>106</sup>					
			Dan Suesskind	88%		80%					
			Ran Croll	75%				100%			

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<sup>106</sup> He took office on May 29<sup>th</sup>, 2012.

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BOD MEETINGS (AND GMS)											
									Correct	Incorrect	Normative framework
		Director name	Participation rate in BoD meetings (16 meetings)	Participation rate in Audit Committee meetings (for Directors who are members in this Committee) (24 meetings)	Participation rate in the meetings of the Committee for the Examination of FS (for Directors who are members in this Committee) (5 meetings)	Participation rate in the meetings of the Seniors Compensation Committee (2 meetings)	Participation rate in the meetings of Nostro Investments Committee (13 meetings)	Participation rate in the meetings of Computerization Strategy Committee (7 meetings)			
		Samuel Penchas	94%	80%		50%	93%	100%			
		Alessandro Corsi 107	77%			100%					
		Sergio Balbinot 107	7.7%								
		Shlomo Eliahu <sup>108</sup> <sub>1</sub>	75%				100%				

107 He terminated office on October 29<sup>th</sup>, 2012.

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BOD MEETINGS (AND GMS)												
										Correct	Incorrect	Normative framework
			Participation rate in BoD meetings	Participation rate in BoD meetings (16 meetings)	Participation rate in Audit Committee meetings (for Directors who are members in this Committee) (24 meetings)	Participation rate in the meetings of the Committee for the Examination of FS (for Directors who are members in this Committee) (5 meetings)	Participation rate in the meetings of the Seniors Compensation Committee (2 meetings)	Participation rate in the meetings of Nostro Investments Committee (13 meetings)	Participation rate in the meetings of Computerization Strategy Committee (7 meetings)			
			Ofer Eliahu <sup>108</sup>	75%								
			Israel Eliahu <sup>108</sup>	75%				100%				

<sup>108</sup> He took office on October 29<sup>th</sup>, 2012.



BOD MEETINGS (AND GMS)				
		Correct	Incorrect	Normative framework
15.	In the reported year, the BoD held at least one meeting regarding the management of Corporation businesses by the CEO and Senior Officers reporting to him, without their presence, after they were given the opportunity to express their opinion.		x	The Companies Law – Clause 5 to the first addendum (Recommended Corporate Governance Provisions)
16.	In the reported period, the GM convened (and no later than after the end of fifteen months since the last GM).	✓		<b>Mandatory provision</b> Clause 60 to the Companies Law

SEPARATION BETWEEN THE OFFICES OF CEO AND COB			Correct	Incorrect	Normative framework
17.		<p>In the entire reported year, a CoB served in the Corporation.</p> <p><i>Regarding this question, you may answer "Correct" if the period in which a CoB did not serve in the Corporation does not exceed 60 days as set forth in Clause 363 a (2) to the Companies Law, however, in any answer (Correct/Incorrect) the period (in days) in which no CoB served in the Corporation should be specified:_____</i></p>	✓		<p><b>Mandatory provision</b></p> <p>Clause 94 (a) to the Companies Law</p>
18.		<p>In the entire reported year, a CEO served in the Corporation.</p> <p><i>Regarding this question, you may answer "Correct" if the period in which a CEO did not serve in the Corporation does not exceed 90 days as set forth in Clause 363 a (6) to the Companies Law, however, in any answer (Correct/Incorrect) the period (in days) in which no CEO served in the Corporation should be specified:_____</i></p>	✓		<p><b>Mandatory provision</b></p> <p>Clause 119 to the Companies Law</p>
19.		<p>In a Corporation in which the CoB also serves as the Corporation CEO and / or exercises his/her powers, the duplicity was approved pursuant to the provisions of Clause 121 (c) to the Companies Law.</p> <p>If you answered "Correct" – please refer to the Immediate Report regarding the GM that approved the duplicity and / or the exercise of powers, as set forth above:_____</p> <p>✓ Irrelevant (if there is no such duplicity in the Corporation)</p>			<p><b>Mandatory provision</b></p> <p>Clauses 95 and 121 to the Companies Law</p>
20.		<p>The CEO <u>is not</u> a relative of the CoB.</p> <p>If you answered "Incorrect" (i.e., the CEO is a relative of the CoB)</p>	✓		<p>Clauses 95 and 121 to the</p>

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SEPARATION BETWEEN THE OFFICES OF CEO AND COB					
			Correct	Incorrect	Normative framework
	a.	State the relation between the parties:_____	_____	_____	Companies Law
	b.	The office was approved pursuant to Clause 121 (c) to the Companies Law:  <input type="checkbox"/> Yes  <input type="checkbox"/> No  <i>(Please mark x in the relevant square)</i>	_____	_____	
21.		A controlling shareholder or a relative thereof <u>does not</u> serve as the CEO or as an executive senior Officer in the Corporation, except as a Director.  <input type="checkbox"/> Irrelevant (in the Corporation there is no controlling shareholder).	✓		Clause 106 to the Companies Law

AUDIT COMMITTEE					
			Correct	Incorrect	Normative framework
22.		All the External Directors were members of the Audit Committee during the reported year.	✓		<b>Mandatory provision</b> Clause 115 to the Companies Law
23.		The Chairman of the Audit Committee is an External Director.	✓		<b>Mandatory provision</b> Clause 115 to the Companies Law
24.		In the Audit Committee, the following <u>did not</u> serve in the reported year -	—	—	<b>Mandatory provision</b> Clause 115 to the Companies Law
	a.	The controlling shareholder or a relative thereof. <input type="checkbox"/> Irrelevant (in the Corporation there is no controlling shareholder).	✓		
	b.	CoB.	✓		
	c.	A Director employed by the Corporation or by the controlling shareholder in the Corporation or by a corporation controlled by him/her.	✓		

AUDIT COMMITTEE				Correct	Incorrect	Normative framework
		d.	A Director providing services on a regular basis to the Corporation or to the controlling shareholder or a Corporation controlled by him/her.	✓		
		e.	A Director whose main livelihood relies on the controlling shareholder. <input type="checkbox"/> Irrelevant (in the Corporation there is no controlling shareholder).	✓		
25.		Whoever is not entitled to be a member of the Audit Committee, including the controlling shareholder or a relative thereof, did not attend the Audit Committee meetings in the reported year, except pursuant to the provisions of Clause 115 (e) to the Companies Law.		✓		<b>Mandatory provision</b> Clause 115 (e) to the Companies Law
26.		The quorum for the deliberation and decision-making in all Audit Committee meetings that were held in the reported year was the majority of Committee members, and the majority of attendants were independent Directors and at least one of them was an External Director.  If your answer is "Incorrect" – please note the rate of meetings in which this request was not met as set forth above: _____		✓		<b>Mandatory provision</b> Clause 116a to the Companies Law

AUDIT COMMITTEE				
27.	In the reported year the Audit Committee held at least one meeting with the attendance of the Internal Auditor and the Auditing CPA, as the case may be, and without the attendance of senior Officers in the Corporation who are not members of the Committee, regarding flaws in the Corporation's business management.		× 109	<b>Mandatory provision</b> Clause 117 (1) to the Companies Law, The Companies Law – Clause 6 to the first addendum (Recommended Corporate Governance Provisions)
28.	In all the meetings of the Audit Committee in which whoever is not entitled to be a Committee member attended, this was with the approval of the Chairman of the Committee and / or as per the Committee's request (regarding the legal counselor and the Corporation secretariat who is not the controlling shareholder or a relative thereof).	✓		<b>Mandatory provision</b> Clause 115 (e) to the Companies Law
29.	In the reported year, there were arrangements set forth by the Audit Committee regarding the way to handle complaints by the Corporation's employees in regards with the flaws in the management of businesses and the protection that would be extended to employees who complained as set forth above.	✓		<b>Mandatory provision</b> Clause 117 (6) to the Companies Law

109 Pursuant to Clause 117 (1) to the Companies Law, such a deliberation should be held if the Audit Committee found a material flaw in the Company's business management.

THE ROLES OF THE COMMITTEE FOR THE EXAMINATION OF FS (HEREINAFTER – THE COMMITTEE) IN ITS PRELIMINARY WORK FOR THE FS APPROVAL			Correct	Incorrect	Normative framework
30.	a.	The recommendations of the Committee regarding the FS submitted in the reported year were brought to the BoD a reasonable time prior to the deliberation in the BoD, and it reported to it about any flaw or problem detected during the examination.	✓		<b>Mandatory provision</b>  Regulation 2 (3) to the FS Approval regulations, and a disclosure instruction regarding the procedure for the approval of FS
	b.	The period (in days) set forth by the BoD as a reasonable time for submitting the recommendations before the BoD meeting in which the Periodic or Quarterly Reports: 2 days.	—	—	
	c.	The number of days actually elapsed between the day upon which the recommendations were transferred to the BoD and the date upon which the FS were approved: First quarter FS (2012)      3 days Second quarter FS            2 days Third quarter FS                2 days 2012 annual FS                 4 days	—	—	
31.		The Corporation's Auditing CPA was invited to all the meetings of the Committee and the BoD, and the Internal Auditor received notifications about the convening of such meetings, in which the Corporation's FS relevant to the periods included in the reported period were deliberated.	✓		<b>Mandatory provision</b>  Clause 168 to the Companies Law, Regulation 2 (2) to the FS Approval Regulations

THE ROLES OF THE COMMITTEE FOR THE EXAMINATION OF FS (HEREINAFTER – THE COMMITTEE) IN ITS PRELIMINARY WORK FOR THE FS APPROVAL			Correct	Incorrect	Normative framework
32.	In the Committee, in the entire reported year, all the following conditions were met:		—	—	<b>Mandatory provision</b> Regulation 3 to the FS Approval Regulations.
a.	The number of its members was not less than three (at the time of the deliberation in the Committee and FS approval, as set forth above)	✓			
b.	All the conditions set forth in Clause 115 (b) and (c) to the Companies Law (regarding the tenure of Audit Committee members) were met.	✓			
c.	The Chairman of the Committee is an External Director.	✓			
d.	All its members are Directors, and the majority are independent Directors.	✓			
e.	All its members are able to read and understand FS and at least one of the independent Directors has accounting and financial expertise.	✓			
f.	The Committee members gave a declaration prior to their appointment.	✓			



THE ROLES OF THE COMMITTEE FOR THE EXAMINATION OF FS (HEREINAFTER – THE COMMITTEE) IN ITS PRELIMINARY WORK FOR THE FS APPROVAL			Correct	Incorrect	Normative framework
g.	The quorum for the deliberation and decision-making in the Committee was the majority of its members, provided the majority of those attending were independent Directors, including at least one External Director.		✓		
	If your answer is "Incorrect" regarding one or more of these sub-clauses of this question, please detail which of the conditions set forth above was not met:_____		—	—	
33.	The Audit Committee (and/or the Committee for the Examination of FS) is satisfied that the scope of the Auditing CPA's work in respect of audit services in the reported year, and his fees for that scope of work in the reported year, are adequate for the execution of proper audit work.		✓		Clause 117 (5) to the Companies Law

AUDITING CPA			
		Correct	Incorrect
			Normative framework
34.	<p>Before the appointment of the Auditing CPA, the Audit Committee (and / or the Committee for the Examination of the FS) submitted its recommendations regarding the Auditing CPA's scope of work and fees to the relevant organ in the Corporation.</p> <p>Irrelevant (in the reported year an Auditing CPA was not appointed).</p> <p>If your answer is "Correct" – please note whether the relevant organ in the Corporation acted pursuant to the recommendations of the Audit Committee (and / or the Committee for the Examination of the FS):</p> <p><input checked="" type="checkbox"/> Yes</p> <p><input type="checkbox"/> No (if the answer is "No", please detail in the final comments to the questionnaire how the relevant organ (specifying its identity) is satisfied in regards with the Auditing CPA's scope of work and salary).</p> <p>(Please mark x in the relevant square).</p>	✓	Clause 117 (5) to the Companies Law

AUDITING CPA		Correct	Incorrect	Normative framework
35.	In the reported year, the Audit Committee (and / or the Committee for the Examination of the FS) made sure that there is no restriction on the work of the Auditing CPA.	✓		Securities Law and Regulations thereof (regarding "Properly audited FS")
36.	In the reported year, the Audit Committee (and / or the Committee for the Examination of the FS) discussed with the Auditing CPA the audit's findings and implications.	✓		Regulation 2 to the FS Approval Regulations, The Companies Law – Clause 6 to the first addendum (Recommended Corporate Governance Provisions)
37.	The Audit Committee (and / or the Committee for the Examination of the FS) was satisfied, prior to the appointment of the Auditing CPA, regarding the compliance of his eligibility for executing the audit in the Corporation, in light of the type of activity in the Corporation and its complexity. <input type="checkbox"/> Irrelevant (in the reported year an Auditing CPA was not appointed).	✓		Securities Law and Regulations thereof (regarding "Properly audited FS")
38.	Please detail the number of years in which the handling partner in the Auditing CPA's office is in his position (as Auditing CPA in the Corporation).	_____	_____	Securities Law and Regulations thereof (regarding "Properly audited FS")

AUDITING CPA				
		Correct	Incorrect	Normative framework
	<p>The handling partner in Ernst &amp; Young is Mr. Moshe Shahaf, CPA, and he has served in this position for two years.</p> <p>The handling partner in KPMG is Mr. Abraham Fruchtman, CPA, and he has served in this position for one year (in the current tenure, after a break of five years).</p>			
39.	<p>In the reported year, the Auditing CPA participated in all the meetings of the Committee for the Examination of the FS, to which he was invited.</p>	✓		<p>Clause 168 (b) to the Companies Law, Regulation 2 to the FS Approval Regulations</p>

TRANSACTIONS WITH INTERESTED PARTIES		Correct	Incorrect	Normative framework
40.	The Corporation adopted a procedure, that was approved by the Audit Committee, regarding transactions with interested parties, in order to make sure that such transactions are duly approved.	✓ <sup>111</sup>		Clauses 117, 253, 255, 270-278 to the Companies Law
41.	<p>The controlling shareholder or his/her relative (including a Company controlled by him/her) is not employed by the Corporation, nor he/she supplies management services to it.</p> <p>If your answer is "Incorrect" (i.e., the controlling shareholder or his/her relative is employed by the Corporation or he/she supplies management services to it) please specify –</p> <ul style="list-style-type: none"> <li>- The number of persons employed by the Corporation from the controlling shareholder in it and / or his/her relative (including companies controlled by them): 2*</li> <li>- Were the employment agreements and / or management services agreements as set forth above approved by the organs set forth by the Law:</li> </ul>		x	Clause 270 (4) to the Companies Law

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<sup>111</sup> After the reported year, a Procedure regarding the Policy as to Conflict of Interests and Transactions with Interested Parties was adopted.

\* Ofer Eliahu and Eliahu Eliahu. See the report regarding the results of the GM dated March 11<sup>th</sup>, 2013, Reference No. 2013-01-002080. Mr. Ofer Eliahu serves free of charge.

TRANSACTIONS WITH INTERESTED PARTIES				
		Correct	Incorrect	Normative framework
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>(Please mark x in the relevant square)</i>  <input type="checkbox"/> Irrelevant (in the Corporation there is no controlling shareholder)._____		<b>x</b>	Clause 254 to the Companies Law, Clause 36 to the Securities Law (Important Particular for the Reasonable Investor)

TRANSACTIONS WITH INTERESTED PARTIES			
		Correct	Incorrect
			Normative framework
42.	<p>To the best knowledge of the Corporation, the controlling shareholder does not have additional businesses in the Corporation's areas of activity (in one or more areas).</p> <p>If your answer is "Incorrect" – please specify whether there is an arrangement for the delimitation of activities between the Corporation and the controlling shareholder:</p> <p><input type="checkbox"/> Yes</p> <p><input checked="" type="checkbox"/> No</p> <p><i>(Please mark x in the relevant square)</i></p> <p><input type="checkbox"/> Irrelevant (in the Corporation there is no controlling shareholder).</p>		<p>x <sup>112</sup></p> <p>Clause 254 to the Companies Law, Clause 36 to the Securities Law (Important Particular for the Reasonable Investor)</p>

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CoB: \_\_\_\_\_ Chairman of the Audit Committee: \_\_\_\_\_ Chairman of the Committee for the Examination of FS: \_\_\_\_\_

Signature's date: March 19, 2013

<sup>112</sup> Mr. Shlomo Eliahu, the controlling shareholder, is the owner and CoB of Eliahu Insurance Company Ltd., he has holdings in Bank Leumi and Union Bank as detailed in the FS, and he also owns half of Gan Ha'ir Project, which includes a mall, a hotel and a housing project, he owns real estate assets that are Eliahu Building in Tel Aviv and real estate assets that serve as branches of Eliahu Insurance Company Ltd. He serves as a Director in companies in Gan Ha'ir Group and the CoB of companies in Shlomo Eliahu Holdings Group. As of January 1<sup>st</sup>, 2013, Eliahu Insurance Company Ltd. transferred all its activity in life assurance to Harel, and discontinued the sale of new insurance policies in the area of general insurance, and it only engages in the dissolution of liabilities in general insurance, signed till the end of 2012. In Leumi and Union, the controlling shareholder may not participate in the management or operation of means of control, therefore these are passive capital holdings for exercise only, in a period of up to 3-4 years.