

KOOR INDUSTRIES LTD  
Form SC 13D/A  
July 16, 2007

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A  
(Rule 13d-101)

Under the Securities Exchange Act of 1934  
(Amendment No.6)

KOOR INDUSTRIES LTD.  
(Name of Issuer)

ORDINARY SHARES, PAR VALUE NIS 0.001  
(Title of Class of Securities)

500507108(1)  
(CUSIP Number)

DISCOUNT INVESTMENT CORPORATION LTD.  
THE TRIANGULAR TOWER, 44TH FLOOR  
3 AZRIELI CENTER, TEL AVIV 67023  
ISRAEL

ATTN: KURT KEREN, ADV.  
TELEPHONE #: +972-3-607-5888  
(Name, Address and Telephone Number of Person Authorized to Receive  
Notices and Communications)

JULY 5, 2007  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f), or 13d-1(g), check the following box: ☐

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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(1) The CUSIP Number corresponds to the Issuer's American Depositary Shares (individually, an "ADS"), which were publicly traded on the New York Stock Exchange until June 18, 2007. Each ADS represents 0.20 Ordinary Share. The ISIN for the Issuer's Ordinary Shares, which are traded on the Tel Aviv Stock Exchange, is IL006490127.

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## SCHEDULE 13D

CUSIP NO. 500507108

1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Discount Investment Corporation Ltd.

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) ☒   
(b) ☐

3) SEC USE ONLY

4) SOURCE OF FUNDS  
WC

5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS  
2 (D) OR 2 (E) ☐

6) CITIZENSHIP OR PLACE OF ORGANIZATION  
Israel

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7) SOLE VOTING POWER 0
	8) SHARED VOTING POWER 7,500,021
	9) SOLE DISPOSITIVE POWER 0
	10) SHARED DISPOSITIVE POWER 7,500,021

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
7,500,021

12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
☐

13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
45.2%

14) TYPE OF REPORTING PERSON  
CO

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## SCHEDULE 13D

CUSIP NO. 500507108

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- 1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
IDB Development Corporation Ltd.
- 
- 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) ☒   
(b) ☐
- 
- 3) SEC USE ONLY
- 
- 4) SOURCE OF FUNDS  
Not applicable
- 
- 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E) ☐
- 
- 6) CITIZENSHIP OR PLACE OF ORGANIZATION  
Israel
- 
- |              |                              |
|--------------|------------------------------|
|              | 7) SOLE VOTING POWER         |
|              | 0                            |
| NUMBER OF    |                              |
| SHARES       | 8) SHARED VOTING POWER       |
| BENEFICIALLY | 9,130,235 *                  |
| OWNED BY     |                              |
| EACH         | 9) SOLE DISPOSITIVE POWER    |
| REPORTING    | 0                            |
| PERSON       |                              |
| WITH         | 10) SHARED DISPOSITIVE POWER |
|              | 9,130,235 *                  |
- 
- 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
9,130,235 \*
- 
- 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
☒ ☐
- 
- 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
55%
- 
- 14) TYPE OF REPORTING PERSON  
CO
- 

\* Includes (i) 7,500,021 Ordinary Shares held by DIC. Does not include (i) 1,119,028 Ordinary Shares and options to purchase 126,616 Ordinary Shares, which are exercisable within 60 days from July 5, 2007, all of which are held for members of the public through, among others, provident funds, mutual funds, pension funds, exchange traded funds and insurance policies, which are managed by subsidiaries of Clal Insurance Enterprises Holdings Ltd. ("CIEH"), a subsidiary of IDB Development, (ii) 8 Ordinary Shares which are held by unaffiliated third-party client accounts managed by subsidiaries of CIEH as portfolio managers and (iii) 44,028 Ordinary Shares held for members of the public through mutual funds which are managed by a company controlled by Epsilon Investment House Ltd., an indirect subsidiary of IDB Development (collectively, the "CIEH and Epsilon Shares"). The Reporting Person disclaims beneficial ownership of the CIEH and Epsilon Shares.

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o Excludes the CIEH and Epsilon Shares.

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## SCHEDULE 13D

CUSIP NO. 500507108

-----	
1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  IDB Holding Corporation Ltd.
-----	
2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
-----	
3)	SEC USE ONLY
-----	
4)	SOURCE OF FUNDS Not applicable
-----	
5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (D) OR 2 (E) <input type="checkbox"/>
-----	
6)	CITIZENSHIP OR PLACE OF ORGANIZATION Israel
-----	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7) SOLE VOTING POWER 0
	8) SHARED VOTING POWER 9,130,235 *
	9) SOLE DISPOSITIVE POWER 0
	10) SHARED DISPOSITIVE POWER 9,130,235 *
-----	
11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9,130,235 *
-----	
12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input checked="" type="checkbox"/> o
-----	
13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 55%
-----	
14)	TYPE OF REPORTING PERSON CO
-----	
-----	

\* Includes 7,500,021 Ordinary Shares held by DIC and 1,630,214 Ordinary Shares

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held by IDB Development. Does not include the CIEH and Epsilon Shares. The Reporting Person disclaims beneficial ownership of the CIEH and Epsilon Shares.

o Excludes the CIEH and Epsilon Shares.

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## SCHEDULE 13D

CUSIP NO. 500507108

1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Nochi Dankner

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) ☒   
(b) ☐

3) SEC USE ONLY

4) SOURCE OF FUNDS  
Not applicable

5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS  
2(D) OR 2(E) ☐

6) CITIZENSHIP OR PLACE OF ORGANIZATION  
Israel

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7) SOLE VOTING POWER 0
	8) SHARED VOTING POWER 9,130,235 *
	9) SOLE DISPOSITIVE POWER 0
	10) SHARED DISPOSITIVE POWER 9,130,235 *

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
9,130,235 \*

12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
☒ o

13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
55%

14) TYPE OF REPORTING PERSON  
IN

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\* Includes 7,500,021 Ordinary Shares held by DIC and 1,630,214 Ordinary Shares held by IDB Development. Does not include the CIEH and Epsilon Shares. The Reporting Person disclaims beneficial ownership of the CIEH and Epsilon Shares.

o Excludes the CIEH and Epsilon Shares.

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## SCHEDULE 13D

CUSIP NO. 500507108

1) NAME OF REPORTING PERSON	
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
Shelly Bergman	
2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
(a) <input checked="" type="checkbox"/> [X]	
(b) <input type="checkbox"/> [ ]	
3) SEC USE ONLY	
4) SOURCE OF FUNDS	
Not applicable	
5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (D) OR 2 (E)	
<input type="checkbox"/> [ ]	
6) CITIZENSHIP OR PLACE OF ORGANIZATION	
Israel	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7) SOLE VOTING POWER
	0
	8) SHARED VOTING POWER
	9,130,235 *
	9) SOLE DISPOSITIVE POWER
	0
	10) SHARED DISPOSITIVE POWER
	9,130,235 *
11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
9,130,235 *	
12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
<input checked="" type="checkbox"/> [X] o	
13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
55%	
14) TYPE OF REPORTING PERSON	

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IN

\* Includes 7,500,021 Ordinary Shares held by DIC and 1,630,214 Ordinary Shares held by IDB Development. Does not include the CIEH and Epsilon Shares. The Reporting Person disclaims beneficial ownership of the CIEH and Epsilon Shares.

o Excludes the CIEH and Epsilon Shares.

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## SCHEDULE 13D

CUSIP NO. 500507108

1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Ruth Manor

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) ☒   
(b) ☐

3) SEC USE ONLY

4) SOURCE OF FUNDS  
Not applicable

5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E) ☐

6) CITIZENSHIP OR PLACE OF ORGANIZATION  
Israel

7) SOLE VOTING POWER  
0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

8) SHARED VOTING POWER  
9,130,235 \*

9) SOLE DISPOSITIVE POWER  
0

10) SHARED DISPOSITIVE POWER  
9,130,235 \*

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
9,130,235 \*

12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
☒ o

13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

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55%

14) TYPE OF REPORTING PERSON  
IN

\* Includes 7,500,021 Ordinary Shares held by DIC and 1,630,214 Ordinary Shares held by IDB Development. Does not include the CIEH and Epsilon Shares. The Reporting Person disclaims beneficial ownership of the CIEH and Epsilon Shares.

o Excludes the CIEH and Epsilon Shares.

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## SCHEDULE 13D

CUSIP NO. 500507108

1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Avraham Livnat

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) ☒ [X]  
(b) ☐ [ ]

3) SEC USE ONLY

4) SOURCE OF FUNDS  
Not applicable

5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E) ☐ [ ]

6) CITIZENSHIP OR PLACE OF ORGANIZATION  
Israel

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7) SOLE VOTING POWER
	0
	8) SHARED VOTING POWER
	9,130,235 *
	9) SOLE DISPOSITIVE POWER
	0
	10) SHARED DISPOSITIVE POWER
	9,130,235 *

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
9,130,235 \*

12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES



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[X]o

-----  
13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
55%  
-----

14) TYPE OF REPORTING PERSON  
IN  
-----  
-----

\* Includes 7,500,021 Ordinary Shares held by DIC and 1,630,214 Ordinary Shares held by IDB Development. Does not include the CIEH and Epsilon Shares. The Reporting Person disclaims beneficial ownership of the CIEH and Epsilon Shares.

o Excludes the CIEH and Epsilon Shares.

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This amendment No. 6 (the "Amendment") amends and supplements the Statement on Schedule 13D in respect of the Ordinary Shares, par value NIS 0.001 each ("Ordinary Shares"), of Koor Industries Ltd. (the "Issuer"), initially filed by IDB Development Corporation Ltd., IDB Holding Corporation Ltd., Mr. Nochi Dankner, Mrs. Shelly Bergman, Mrs. Ruth Manor and Mr. Avraham Livnat (collectively, the "Initial Reporting Persons"), with the Securities and Exchange Commission on June 6, 2005 (as amended from time to time, the "Statement"). The Initial Reporting Persons together with Discount Investment Corporation Ltd. ("DIC") are hereinafter referred to as the "Reporting Persons."

Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to such terms in the Statement.

The following amends and supplements Items 1, 2, 3, 4, 5 and 7 of the Statement.

### ITEM 1. SECURITY AND ISSUER

The American Depositary Shares of the Issuer, each representing 0.20 Ordinary Share, were delisted voluntarily by the Issuer from the New York Stock Exchange on June 18, 2007. All such American Depositary Shares remaining outstanding on September 18, 2007 will be exchanged for the underlying Ordinary Shares, and thereafter will no longer be outstanding.

The principal executive offices of the Issuer are located at the Triangular Tower, 43rd Floor, 3 Azrieli Center, Tel Aviv 67023, Israel.

### ITEM 2. IDENTITY AND BACKGROUND

(a) - (c)

As of July 12, 2007:

IDB Development owned approximately 78.2% of the outstanding shares of DIC.

IDB Holding owned approximately 72.9% of the outstanding shares of IDB Development.

In addition to approximately 31.02% of the outstanding shares of IDB

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Holding owned by Ganden, which is controlled by Nochi Dankner and Shelly Bergman through Ganden Holdings, Ganden owned approximately 6.7% of the outstanding shares of IDB Holding, and Ganden Holdings itself owned directly approximately 11.5% of the outstanding shares of IDB Holding. These additional shares of IDB Holding are not subject to the Shareholders Agreement. Substantially all of these additional shares of IDB Holding owned by Ganden and Ganden Holdings were acquired with borrowed funds and are subject to the rights of each respective shareholder's lending institution in the event of default.

Nochi Dankner (together with a private company controlled by him) and Shelly Bergman owned approximately 55.5% and 12.6%, respectively, of the outstanding shares of Ganden Holdings Ltd.

In addition to approximately 10.34% of the outstanding shares of IDB Holding owned by Manor, which is controlled by Ruth Manor through Manor Holdings B.A. Ltd., Manor Holdings B.A. Ltd. itself owned directly approximately 1.1% of the outstanding shares of IDB Holding. These additional shares of IDB Holding are not subject to the Shareholders Agreement.

In addition to approximately 10.34% of the outstanding shares of IDB Holding owned by Livnat, which is controlled by Avraham Livnat through Avraham Livnat Ltd., Avraham Livnat Ltd. itself owned directly approximately 1.2% of the outstanding shares of IDB Holding. These additional shares of IDB Holding are not subject to the Shareholders Agreement.

The name, citizenship, residence or business address and present principal occupation of the directors and executive officers of DIC, IDB Development and IDB Holding are set forth in Schedules A, B and C, respectively, attached hereto and incorporated herein by reference.

(d) None of the Reporting Persons or, to the knowledge of the Reporting Persons, any director or executive officer of DIC, IDB Development and IDB Holding named in Schedules A, B, and C to this Amendment has, during the last five years, been convicted in any criminal proceeding, excluding traffic violations and similar misdemeanors.

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(e) None of the Reporting Persons or, to the knowledge of the Reporting Persons, any director or executive officer of DIC, IDB Development and IDB Holding named in Schedules A, B, and C to this Amendment has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction which as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or state securities laws or finding any violation with respect to such laws.

### ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

From June 19, 2007 through July 9, 2007 DIC purchased an aggregate of 507,751 Ordinary Shares in open market transactions on the Tel Aviv Stock Exchange for a total purchase price of NIS 154,364,736 (approximately \$36,596,226), excluding commissions, in cash, using its own funds to pay such total purchase price.

### ITEM 4. PURPOSE OF TRANSACTION.

The Ordinary Shares referred to above were purchased for investment purposes.

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### ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a), (b) Percentages are based on 16,610,352 Ordinary Shares outstanding as of July 12, 2007 (including 15,799 Ordinary Shares owned by a wholly owned subsidiary of the Issuer), as the Issuer advised the Reporting Persons.

As of July 12, 2007:

DIC directly owns 7,500,021 Ordinary Shares, and may be deemed to share the power to vote and dispose of these Ordinary Shares, constituting approximately 45.2% of the Ordinary Shares outstanding. These Ordinary Shares do not include the remainder of up to 11,044 Ordinary Shares which DIC may be required to purchase pursuant to the Management Option described in Item 4 of amendment No. 1 of the Statement.

IDB Development directly owns 1,630,214 Ordinary Shares, and may be deemed to share the power to vote and dispose of these Ordinary Shares, constituting approximately 9.8% of the Ordinary Shares outstanding. IDB Development may also be deemed to be the beneficial owner, and to share the power to vote and dispose, of the 7,500,021 Ordinary Shares owned by DIC. As a result, IDB Development may be deemed to be the beneficial owner, and to share the power to vote and dispose, of a total of 9,130,235 Ordinary Shares, constituting approximately 55% of the Ordinary Shares outstanding. IDB Development disclaims beneficial ownership of all the Ordinary Shares held by DIC.

IDB Holding and the Reporting Persons who are natural persons may be deemed to share the power to vote and dispose of the aggregate of 9,130,235 Ordinary Shares beneficially owned by DIC and IDB Development, constituting approximately 55% of the Ordinary Shares outstanding. Each of these Reporting Persons disclaims beneficial ownership of all the Ordinary Shares held by DIC and IDB Development.

Information provided to the Reporting Persons indicates that the executive officers and directors of DIC, IDB Development and IDB Holding did not beneficially own as of July 12, 2007 any Ordinary Shares.

(c) From June 19, 2007 through July 9, 2007 DIC purchased in open market transactions a total of 507,751 Ordinary Shares for an aggregate purchase price of NIS 154,364,736 (approximately \$36,596,226), excluding commissions, as set forth in Appendix 1 attached to this Amendment and incorporated herein by reference. All these purchases were made on the Tel Aviv Stock Exchange.

Except as stated above, the Reporting Persons have not purchased or sold any Ordinary Shares during the last 60 days preceding July 12, 2007.

Information provided to the Reporting Persons indicates that none of the executive officers and directors of DIC, IDB Development and IDB Holding purchased or sold any Ordinary Shares, during the last 60 days preceding July 12, 2007.

### ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

- |                      |   |
|----------------------|---|
| Appendix 1           | - The purchases of Ordinary Shares made by DIC on the Tel Aviv Stock Exchange from June 19, 2007 through July 9, 2007.  |
| Schedules A, B and C | - Name, citizenship, residence or business address and present principal occupation of the directors and executive officers of (i) DIC, (ii) IDB Development and (iii) IDB Holding. |

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## SIGNATURE

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certifies that the information set forth in this amendment No. 6 is true, complete and correct.

Dated: July 16, 2007

DISCOUNT INVESTMENT CORPORATION LTD.  
IDB DEVELOPMENT CORPORATION LTD.  
IDB HOLDING CORPORATION LTD.  
NOCHI DANKNER  
SHELLY BERGMAN  
RUTH MANOR  
AVRAHAM LIVNAT

By: Discount Investment Corporation Ltd.

(signed)

By: \_\_\_\_\_  
Michel Dahan and Kurt Keren, authorized signatories of Discount Investment Corporation Ltd., for itself and on behalf of IDB Development Corporation Ltd., IDB Holding Corporation Ltd., Nochi Dankner, Shelly Bergman, Ruth Manor and Avraham Livnat pursuant to agreements annexed as Exhibits 4 through 9 to amendment No. 2 of the Statement.

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## Appendix 1

Purchases of Ordinary Shares made by DIC from June 19, 2007 through July 9, 2007

DATE OF TRANSACTION	NUMBER OF ORDINARY SHARES PURCHASED	PRICE PER SHARE
-----	-----	-----
June 19, 2007	28,120	NIS 278.80
June 24, 2007	150	283.70
	53,062	283.80
June 25, 2007	8,200	284.00
July 4, 2007	142	295.80
	147	295.90
	2,000	296.00
	3,000	296.50
	1,690	296.80
	16,144	297.00
	12,211	299.30
	334	299.40
	974	299.50
	9,560	299.60
	2,490	299.70
	2,008	299.80
	3,000	300.00
	4,049	301.50
July 5, 2007	1,747	299.00
	1,681	299.30

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	2,151	299.50
	900	299.70
	970	299.80
	451	300.10
	50	300.70
	900	300.80
	900	301.10
	900	301.50
	1,300	301.70
	7,835	301.80
	100	301.90
	4,924	302.00
	706	302.20
	712	302.40
	663	302.50
	219	302.80
	2,065	302.90
	3,385	303.00
July 8, 2007	20	302.30
	150	302.40
	476	302.50
	40	302.90
	2,499	303.00
	1,000	303.20
	480	303.30
	348	304.00
	850	304.10
	600	304.80
	4,071	304.90
	2,737	305.00
	21,337	305.20
	1,982	305.30
July 9, 2007	2,993	310.90
	1,600	311.20
	590	311.30
	500	311.40
	3,921	311.50
	1,500	311.60
	2,000	311.70
	2	311.80
	4,474	311.90
	273,741	312.00

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Schedule A

Directors and Executive Officers  
o f  
Discount Investment Corporation Ltd.  
(as of July 12, 2007)

Citizenship is the same as country of address, unless otherwise noted.

Name & Address	Position	Current Principa
Nochi Dankner 3 Azrieli Center, The Triangular Tower,	Chairman of the Board of Directors	Chairman and Chi IDB Development,

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44th floor, Tel-Aviv 67023, Israel		Director of comp
Zehava Dankner 64 Pinkas Street, Tel Aviv 62157, Israel	Director	Member of the ex
Zvi Livnat 3 Azrieli Center, The Triangular Tower, 45th floor, Tel-Aviv 67023, Israel	Director	Executive Vice P Development; Co- Investments Ltd.
Avi Fischer 3 Azrieli Center, The Triangular Tower, 45th floor, Tel-Aviv 67023, Israel	Director	Executive Vice P Development; Co- Investments Ltd.
Refael Bisker 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel	Director	Chairman of Prop
Jacob Schimmel 17 High field Gardens, London W11 9HD, United Kingdom	Director	Director of UKI
Shaul Ben-Zeev Taavura Junction, Ramle 72102, Israel	Director	Chief Executive
Eliahu Cohen 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel	Director	Chief Executive
Gideon Lahav 124 Ehad Ha-Am Street, Tel-Aviv 65208, Israel	Director	Director of comp
Moshe Arad 14 Shay Agnon Street, Jerusalem 92586, Israel	External Director	Director of comp
Gideon Dover 11 Hamaalot Street, Herzlia B 46583, Israel	External Director	Chief Executive Scientific Equip
Prof. Niv Ahituv 33 Drezner Street, Tel Aviv 69496, Israel	External Director	Professor at the
Isaac Manor (*) 26 Hagderot Street, Savion 56526, Israel	Director	Chairman of comp Lubinski Ltd. gr
Dori Manor (*) 18 Hareches Street, Savion 56538, Israel	Director	Chief Executive the David Lubins

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Adiel Rosenfeld 42 Ha'Alon Street, Timrat 23840, Israel	Director	Representative in
Ami Erel 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel	President and Chief Executive Officer	President and Chi Officer of Netvis
Oren Lieder 3 Azrieli Center, The Triangular Tower,	Senior Vice President and Chief Financial Officer	Senior Vice Presi

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44th floor, Tel-Aviv 67023, Israel

Raanan Cohen  
3 Azrieli Center, The Triangular Tower,  
44th floor, Tel-Aviv 67023, Israel

Vice President

Vice President of

Ari Bronshtein  
3 Azrieli Center, The Triangular Tower,  
44th floor, Tel-Aviv 67023, Israel

Vice President

Vice President of

Michel Dahan  
3 Azrieli Center, The Triangular Tower,  
44th floor, Tel-Aviv 67023, Israel

Vice President and  
Comptroller

Vice President an

(\*) Dual citizen of Israel and France

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Schedule B

## Directors and Executive Officers of IDB Development Corporation Ltd. (as of July 12, 2007)

Citizenship is the same as country of address, unless otherwise noted.

Name & Address	Position	Current Principa
Nochi Dankner 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel	Chairman of the Board of Directors	Chairman and Chi IDB Development, Director of comp
Zehava Dankner 64 Pinkas Street, Tel Aviv 62157, Israel	Director	Member of the ex
Avi Fischer 3 Azrieli Center, The Triangular Tower, 45th floor, Tel-Aviv 67023, Israel	Deputy Chairman of the Board of Directors	Executive Vice P Development; Co- Investments Ltd.
Zvi Livnat 3 Azrieli Center, The Triangular Tower, 45th floor, Tel-Aviv 67023, Israel	Deputy Chairman of the Board of Directors	Executive Vice P Development; Co- Investments Ltd.
Refael Bisker 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel	Director	Chairman of Prop
Jacob Schimmel 17 High field Gardens, London W11 9HD, United Kingdom	Director	Director of UKI

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Shay Livnat  
26 Shalva Street, Herzlia Pituach 46705,  
Israel

Director

President of Zoe

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<p>Eliahu Cohen 3 Azrieli Center, The Triangular Tower 44th floor, Tel-Aviv 67023, Israel</p>	<p>Director and Chief Executive Officer</p>	<p>Chief Executive</p>
<p>Isaac Manor (*) 26 Hagderot Street, Savion 56526, Israel</p>	<p>Director</p>	<p>Chairman of comp Lubinski Ltd. gr</p>
<p>Dori Manor (*) 18 Hareches Street, Savion 56538, Israel</p>	<p>Director</p>	<p>Chief Executive the David Lubins</p>
<p>Abraham Ben Joseph 87 Haim Levanon Street, Tel-Aviv 69345, Israel</p>	<p>Director</p>	<p>Director of comp</p>
<p>Amos Malka 18 Nahal Soreq Street, Modi'in 71700, Israel</p>	<p>External Director</p>	<p>Deputy Chairman</p>
<p>Dr. Yoram Margalyot 16 Ha'efroni Street, Raanana 43724, Israel</p>	<p>External Director</p>	<p>Senior lecturer Tel Aviv Univers</p>
<p>Irit Izakson 15 Great Matityahou Cohen Street, Tel-Aviv 62268, Israel</p>	<p>Director</p>	<p>Director of comp</p>
<p>Lior Hannes 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel</p>	<p>Senior Executive Vice President</p>	<p>Senior Executive Clal Tourism Ltd</p>
<p>Dr. Eyal Solganik 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel</p>	<p>Executive Vice President and Chief Financial Officer</p>	<p>Executive Vice P Development; Chi</p>
<p>Ari Raved 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel</p>	<p>Vice President</p>	<p>Vice President o</p>
<p>Haim Gavrieli 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel</p>	<p>Executive Vice President</p>	<p>Executive Vice P</p>
<p>Haim Tabouch 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel</p>	<p>Vice President and Comptroller</p>	<p>Vice President a IDB Holding.</p>
<p>Inbal Tzion 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel</p>	<p>Vice President and Corporate Secretary</p>	<p>Vice President a Corporate Secret</p>

(\*) Dual citizen of Israel and France.

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IDB Holding Corporation Ltd.  
(as of July 12, 2007)

Citizenship is the same as country of address, unless otherwise noted.

Name & Address	Position	Current Principal
Nochi Dankner 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel	Chairman of the Board of Directors and Chief Executive Officer	Chairman and Chief IDB Development, Director of compa
Isaac Manor (*) 26 Hagderot Street, Savion 56526, Israel	Deputy Chairman of the Board of Directors	Chairman of compa Lubinski Ltd. gro
Arie Mientkavich 14 Betzalel Street, Jerusalem 94591, Israel	Vice Chairman of the Board of Directors	Chairman of Elron of Gazit-Globe IS
Zehava Dankner 64 Pinkas Street, Tel Aviv 62157, Israel	Director	Member of the exe
Lior Hannes 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel	Director	Executive Vice Pr Tourism Ltd.
Refael Bisker 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel	Director	Chairman of Prope
Jacob Schimmel 17 High field Gardens, London W11 9HD, United Kingdom	Director	Director of UKI I
Shaul Ben-Zeev Taavura Junction, Ramle 72102, Israel	Director	Chief Executive O
Eliahu Cohen 3 Azrieli Center, The Triangular Tower, 44th floor, Tel-Aviv 67023, Israel	Director	Chief Executive O
Dori Manor (*) 18 Hareches Street, Savion 56538, Israel	Director	Chief Executive O the David Lubinsk
Meir Rosenne 14 Aluf Simchoni Street, Jerusalem 92504, Israel	Director	Attorney.
Shmuel Lachman 9A Khilat Jatimir Street, Tel Aviv 69405, Israel	External Director	Information techn
Zvi Dvoresky 12 Harofeh Street, Ahuza, Haifa 34366, Israel	External Director	Chief Executive O
Zvi Livnat 3 Azrieli Center, The Triangular Tower, 45th floor, Tel-Aviv 67023, Israel	Director and Executive Vice President	Executive Vice Pr Development; Co-C Investments Ltd.

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Avi Fischer  
3 Azrieli Center, The Triangular Tower,  
45th floor, Tel-Aviv 67023, Israel

Executive Vice President

Executive Vice President  
Development; Co-CEO  
Investments Ltd.

Dr. Eyal Solganik  
3 Azrieli Center, The Triangular Tower,  
44th floor, Tel-Aviv 67023, Israel

Chief Financial Officer

Chief Financial Officer  
and Chief Financial Officer

Haim Tabouch  
3 Azrieli Center, The Triangular Tower,  
44th floor, Tel-Aviv 67023, Israel

Comptroller

Comptroller of ID  
Development.

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