

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

**Israel Corporation Ltd.**

Registrar Number: 520028010

**Form 47  
Public**

Securities of the Corporation are listed in the Tel Aviv Stock Exchange

Sort name: Israel Corporation

Address: P.O.B. 20456, Tel Aviv 61204

Tel: 03-6844517, 6844500, Fax: 03-6844587

Email: NOGAY@ISRAELCORP.COM

Date of Transmission: 02/08/2009

Reference: 2009-01-183744

To:

To:

The Securities Authority

The Tel Aviv Stock Exchange

www.isa.gov.il

www.tase.co.il

**Amending Report for a Faulty Report which was sent on July 30, 2009 and that its Reference No. is 2009-01-183213**

The Error: error in the Effective Date and addition of a subject to the agenda and update of the Effective Date

Reason of the Error: typing error in the Effective Date and update of the Immediate Report dated July 30, 2009 as specified therein, including an update of the Effective Date.

Essence of the Amendment: addition of a subject to the agenda and an update of the Effective Date

**Immediate Report on the Postponement or Cancellation of a Meeting**

Regulation 36B (d) and 36C of the Securities Regulations (Periodic and Immediate Reports),  
5700 -1970

1. The Corporation informs of the postponement of a *Special Meeting scheduled for August 5, 2009*. Reference number of the report regarding the Convening of the Meeting 2009-01-157428.
2. The reason for postponement: *update of agenda*.
3. The Meeting shall be convened on Thursday, *August 20, 2009 at 12:00 in at 23 Aranha Street, Millennium Tower, Tel Aviv, Israel*.
4. The effective date for eligibility to participate and vote in the Meeting is *July 20, 2009*.

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

5. Agenda: *attached*.

Proposed resolutions or brief description of their essence: \_\_\_\_\_

6. Attached:  Written Vote  Position Notice

*{Attached}*

7. Quorum for Meeting: *see the attached above*.

Reference of former documents in this regard (referring does not constitute incorporation by reference): 2009-01-157428

Former name of reporting entity:

The Israel Corporation Ltd.

Form structure updated 12/07/2009

---

Name of Electronic Reporter: Noga Yatziv. Position: Company's Secretary.

Aranha 23, Millennium Tower, Tel Aviv 61204. Phone – 03-6844517, Fax: 03-6844587,  
e-mail – nogay@israelcorp.com

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

**Israel Corporation Ltd.**

Millennium Tower, 23 Aranha Street, P.O.B. 20456, Tel-Aviv 61204

Tel: 03-6844517, Fax: 03-6844587

**ISRAEL CORPORATION**

**Adv. Noga Yatziv**

Company Secretary and Assistant to the President

August 2, 2009

To:

The Securities Authority

via MAGNA

To:

The Tel Aviv Stock Exchange Ltd.

via MAGNA

Dear Sir/Madam,

**Re: Immediate Report as to, *inter alia*, the addition of a Subject to the Agenda of the Special General Meeting Postponed to August 20, 2009 and an Update of the Effective Date for Eligibility to Vote in the Said Meeting**

Following the Immediate Report dated June 30, 2009 (Reference No. 2009-01-157428) regarding the convening of the Annual and Special General Meeting (the "**Annual General Meeting**") and of an additional Special General Meeting on August 5, 2009 (the "**Special General Meeting**"), and pursuant to the Immediate Report dated July 30, 2009 (Reference No. 2009-01-183213) *inter alia* as to the postponement of the Special General Meeting to August 20, 2009 at 12:00, Israel Corporation Ltd. (the "**Company**") hereby reports, as follows:

1. On the agenda of the Special General Meeting a new issue (C) shall be added, which is the subject of the Immediate Report (Transaction Report) that was transmitted by the Company simultaneously with this Report ("**Transaction Report**"), as follows:

Approval of actions, transactions and engagements with respect to the formulating of an Agreed Restructuring Plan for Zim Integrated Shipping Services Ltd. ("**Zim**"), as stated in Sections 2.1 and 2.2 of the Transaction Report.

2. Accordingly, a new proposed version for issue C on the agenda of the Special General Meeting shall be added, as follows:

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

Approval of the actions, transactions and engagements as specified in sections 2.1 and 2.2 of the Transaction Report, as one piece, and the approval of all the actions involved in connection therewith or with their execution.

3. Furthermore, the effective date for eligibility of a Company's shareholder to participate and vote in the Special General Meeting (**on all subject on its Agenda**), as specified in Section 182 of the Companies Law, 5759-1999 ,is hereby updated to July 20, 2009.
4. It shall be clarified that except for the aforesaid, there was no change in the Immediate Report dated June 30, 2009, that includes, *inter alia*, a specification regarding the other subjects on the agenda of the Special General Meeting. In Addition, it is clarified that the Annual General Meeting will take place on the date specified in the Immediate Report dated June 30, 2009 (namely, on August 5, 2009 at 11:30 in the Company's Offices).
5. For additional details see the Immediate Report dated June 30, 2009 and July 30, 2009 and the Transaction Report.

Sincerely,

Israel Corporation Ltd.

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

## **ISRAEL CORPORATION LTD.**

### **WRITTEN VOTE**

**Pursuant to the Companies Regulations (Written Vote and Statements of Position), 5766 - 2005 (hereinafter: "the Voting Regulations")**

#### **First Part**

1. **Company Name:** Israel Corporation Ltd. (hereinafter: "**the Company**").
2. **Type of Meeting, time and place of its convening<sup>1</sup>:** The Special General Meeting which is to be held at the Company's offices at 23 Aranha Street (Millennium Tower), Tel Aviv, on August 20, 2009 at 12:00 (hereinafter: "**the Meeting**") and at every adjourned meeting.<sup>2</sup>
3. **Details of the Issues on the Agenda for which Voting May Be Made through the Written Vote:**

#### **On the Agenda:**

---

<sup>1</sup> It will be noted that in the framework of the aforementioned Special General Meeting additional issues are included in the Agenda (on which it is not possible to vote *via* written vote): The determination of acceptable terms of tenure in the Company for the directors being firstly appointed in the General Meeting, including the outside director Mr. David Brodet.

<sup>2</sup> As specified in the Immediate Report of the Company dated July 30, 2009 (Reference No. 2009-01-183213) and as specified in the Immediate Report that was published simultaneously with the publication of this written vote, which are pursuant to the Immediate Report dated June 30, 2009 (Reference No. 2009-01-157428), as to the convening of the Annual and Special General Meeting and additional Special General Meeting on August 5, 2009 (the "**Special General Meeting**"), the Company has postponed the Special General Meeting to August 20, 2009, and a new issue as brought in this written vote was added to the agenda of the Special General Meeting.

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

Approval of actions, transactions and engagements with respect to the formulating of an Agreed Restructuring Plan for Zim Integrated Shipping Services Ltd. (“**Zim**”), as stated in Sections 2.1 and 2.2 of the Transaction Report was published by the Company simultaneously with the publication of this Written Vote (“**Transaction Report**”).

**A Brief Description of the Main Points of the Proposed Resolution:**

Approval of the actions, transactions and engagements as specified in sections 2.1 and 2.2 of the Transaction Report, as one piece, and the approval of all the actions involved in connection therewith or with their execution.

4. **Viewing of Documents:** Shareholders of the Company can view the Transaction Report and the other documents regarding the proposed resolution of the General Meeting, at the Company's offices, Sunday through Thursday, between the hours 09:00 - 16:00 after prior coordination at telephone 03-6844500, and on the website of the Securities Authority and the Tel Aviv Stock Exchange Ltd., as provided below.

5. **The Required Majority:**

The majority required at the meeting to approve the said resolution is a majority of the votes of those present at the meeting, by themselves or by a Proxy instruments, who are entitled to attend the vote, provided one of the following will obtain: (a) on reckoning votes of the majority at the special meeting there will be included at least one third of all the votes of the shareholders not having a personal interest in approving the resolution in question, and who are present at the meeting; on reckoning all the votes of those shareholders, abstentions will not be taken into account; (b) the total number of votes of those opposing from among the shareholders mentioned in sub-paragraph(a) above, will not exceed the rate of 1% of all the voting rights in the Company.

6. **Personal Interest:**

In the second part of the written vote, a place is left to mark whether a shareholder has a personal interest in the said vote and for a description of the nature of the personal interest. Where a shareholder has not marked the said place or not described the nature of the personal interest, his vote will not be taken into account.

7. **Validity of the Written Vote**

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

- 7.1 The written vote will only be valid if confirmation of ownership of the unregistered shareholder is attached to it (that is to say, someone in whose favor the shares are registered with a stock exchange member and those shares are included amongst the shares registered in the shareholders' register in the name of a nominee company), or a photocopy of an identity card, passport or certificate of incorporation, as the case may be, if the shareholder is registered in the Company's books.
- 7.2 This written vote, plus the documents attached to it, must be delivered to the Company's offices up to 24 hours before the time for the convening of the meeting. In this matter the time of the delivery is the time at which the written vote and the documents attached to it reach the Company's offices.
8. **The Company does not allow voting through the Internet.**
9. **The address for the delivery of the written votes and statements of position:** At the Company's offices, at 23 Aranha Street (Millennium Tower), Tel Aviv.
10. **The last day for the delivering of the statements of position:** Statements of position of a shareholder may be submitted up to 10 days after the Effective Date for the determining of entitlement of a shareholder in the Company to vote at a general meeting, as stipulated in Section 182 of the Companies Law, which is on July 20, 2009. A statement of position which will include the response of the Company's board of directors may be submitted by no later than five days after the last date for the sending of position statements by shareholders as stated above.
11. **The addresses of the distribution Web site and the Internet Web site of the stock exchange on which the written votes and the position statements are to be found:**
- The distribution Internet Web site of the Securities Authority: [www.magna.isa.gov.il](http://www.magna.isa.gov.il)
  - The Internet Web site of the stock exchange: [maya.tase.co.il](http://maya.tase.co.il)
12. **Additional comments as required under the Voting Regulations:**
- 12.1 A shareholder is entitled to receive the confirmation of ownership, as defined in Section 71 of the Companies Law, at a branch of a stock exchange member or to

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

be sent by mail, if he requests this. A request in this matter will be given in advance to a specific securities account.

- 12.2 A shareholder who is not registered is entitled to receive a link by e-mail, without charge, of the wording of a written vote and statements of position on the distribution site from a stock exchange member through which he holds his shares, unless he has notified the stock exchange member that he is not interested in receiving such links or that he is not interested in receiving statements votes by mail in consideration for payment; his notice in the matter of the written vote will also apply in the matter of receiving the statements of position.
- 12.3 One or more shareholders holding shares at a rate that constitutes 5% or more of the total of the voting rights in the Company and also anyone holding the said rate out of the total of all the voting rights which are not held by a holder of control in the Company, as defined in Section 268 of the Companies Law, is entitled to view the written vote as detailed in Regulation 10 of the Voting Regulations.
- 12.3.1 As of the date of the sending of this written vote, the quantity of shares constituting 5% of the total of voting shares in the Company is: 380,882 ordinary shares at a par value of NIS 1 each of the Company.
- 13.3.2 As of the date of the sending of this written vote, the quantity of shares constituting 5% of the total of the voting shares in the Company which are not held by a holder of control in the Company are: 171,253 ordinary shares at a par value of NIS 1 each of the Company.
- 12.4 A shareholder will indicate the manner of his vote regarding every issue on the agenda and for which he can vote through this written vote, in the second part of the written vote.



This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

## **ISRAEL CORPORATION LTD.**

### **WRITTEN VOTE**

**Pursuant to the Companies Regulations (Written Vote and Statements of Position), 5766 - 2005 (hereinafter: "the Voting Regulations")**

#### **Second Part**

##### **Part A:**

1. **Company Name:** Israel Corporation Ltd. (hereinafter: "The Company").
2. **Company No.:** 52-002801-0
3. **Company Address (for delivery and dispatch of written votes):** 23 Aranha Str. (Millennium Tower), Tel Aviv.
4. **The Time of the meeting:** on August 20, 2009 at 12:00 and any adjourned meeting.
5. **Type of meeting:** Special General Meeting.
6. **The effective date:** on July 20, 2009
7. **Voting on the internet:** The Company does not allow voting over the internet.

##### **Part B (to be filled in by the shareholders):**

###### 1. **Shareholder's Details**

1.1 Shareholder's name: \_\_\_\_\_

1.2 ID No.: \_\_\_\_\_

1.3 Passport No. (if the shareholder does not hold an Israeli ID card):  
\_\_\_\_\_

1.4 The country in which the passport was issued (if the shareholder does not hold an Israeli ID card): \_\_\_\_\_

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

1.5 The passport is valid until (if the shareholder does not hold an Israeli ID card):  
\_\_\_\_\_

1.6 The corporation No. (if the shareholder is a corporation): \_\_\_\_\_

1.7 The country of incorporation (if the shareholder is a corporation): \_\_\_\_\_

2. **Manner of Voting**

The Subject on the Agenda	The Manner of the Voting <sup>3</sup>			Are You a Holder of control or Someone on His Behalf <sup>4</sup>	
	For	Against	Abstain	No	Yes*
Approval of actions, transactions and engagements with respect to the formulating of an Agreed Restructuring Plan for Zim Integrated Shipping Services Ltd., as stated in Sections 2.1 and 2.2 of the Immediate Report (Transaction Report) that the Company published simultaneously with the publication of this written vote.					

**\* Please specify the nature of the relevant link:**

\_\_\_\_\_  
\_\_\_\_\_

<sup>3</sup> Not filling in this part will be deemed as abstention from voting on the subject.

<sup>4</sup> A vote of a shareholder who has not filled this column or who has filled it in "yes" without specifying, will not be counted.

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original.

3. **Notes Pursuant to the Voting Regulations:**

- A. Shareholders holding shares through a stock exchange member (pursuant to Section 177 (1) of the Companies Law, 5759 – 1999) - this written vote is only valid if confirmation of ownership is attached.
- B. For shareholders registered in the Company's register of shareholders – a valid written vote together with a copy of a ID card/passport/ certificate of incorporation.

**Date:** \_\_\_\_\_

\_\_\_\_\_  
**Shareholder's Signature**