

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 049**

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

**Public**

Sort name: Israel Corporation

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To:

To:

The Securities Authority

The Tel Aviv Stock Exchange

www.isa.gov.il

www.tase.co.il

**Immediate Report on the Results of a General Meeting for Approval of a Transaction with a Controlling Shareholder and/or for Approval of a Private Offer and/or for Approval of a Dual Role of Chairmen CEO and/or the Appointment of Outside Director**

Pursuant to Regulation 13 of the Securities Regulations (Transaction between a Company and its Controlling Shareholder), 5761 – 2001, or Regulation 22 of the Securities Regulation (Private Offer of Securities of a Registered Company), 5760 – 2000, Regulation 36D (b) of the Securities Regulations (Periodic and Immediate Reports), 5700 -1970

1. At the meeting which was convened on 09/07/2012, and which notice of its summoning was published on the form reference number 2012-01-141063 and at which the subjects on the agenda were:

No.	Type of Transaction/ subject for voting	Essence of the Subject
	<i>Other</i>	<i>Settlement Agreement - Derivative Suit</i>

The resolutions set below were adopted:

1.

Type of Transaction/ subject for voting: *Other*

Essence of the Subject:

*Settlement Agreement - Derivative Suit.*

Essence of the proposed resolution:

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*To approve payment of the Settlement Amount by Zim to the Company and settlement of the Suits and concessions in the framework of the Settlement Agreement.*

The meeting has resolved: *to approve*

Number of shares/securities that participated in the voting: *6,524,991*

Number of shares/securities voting in favour: *6,513,503*

Number of shares/securities that participated in the meeting, and were not classified as shares or securities that their owners or holders respectively have personal interest / as non-controlling shares or any one on their behalf: *1,528,517* out of which *1,517,029* have voted for the approval of the transaction.

Number of shares/securities voting against: *10,287*

Rate of votes in favour of approving the transaction out of the total sum of votes that do not have personal interest in the transaction/ that are not holders of control or someone on their behalf: *99.25%*

Rate of votes against out of the total sum of the voting rights in the Company: *0.13%*

2. Resolutions of the Meeting concerning other topics on the agenda:

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3. A list of voters in the meeting who are institutional entities, have personal interest or officers of the company:

*[Attached to the original report in Hebrew]*

Name of report authorized signatory and name of authorized electronic signatory: Maya Alcheh Kaplan. Adv.  
Position: General Counsel (In House) and Company's Secretary.  
Signature date: 09/07/2012

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

Former name of reporting entity:  
The Israel Corporation Ltd.

Form structure updated 01/07/2012

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Name of Electronic Reporter: Maya Alcheh Kaplan. Position: Legal Counsel and Company's Secretary. Aranha 23, Millennium Tower, Tel Aviv 61204. Phone – 03-6844517, Fax: 03-6844587, e-mail – mayaak@israelcorp.com