



UNITRONICS (1989) (R"G) LTD.

PRESS RELEASE

Airport City, Israel

March 8, 2016

\*\*\*Regulated Information\*\*\*

\*\*\*For Immediate Release\*\*\*

**An immediate report concerning a change  
in the Company's Securities and Registers**

**Airport City, Israel – March 8, 2016** – Unitronics published the attached Immediate Report pursuant to the requirements of Israeli law, in connection with changes to the Company's securities and registers.

**About Unitronics**

Unitronics (1989) (R"G) Ltd. is an Israeli company that engages, through its Products Department, in the design, development, production, marketing and sale of industrial automation products, mainly Programmable Logic Controllers ("PLCs"). PLCs are computer-based electronic products (hardware and software), used in the command and control of machines performing automatic tasks, such as production systems and automatic systems for industrial storage, retrieval and logistics. The Company also engages, through its Systems Department and/or its subsidiaries, in the design, construction and maintenance services in the framework of projects for automation, computerization and integration of computerized production and/or logistics systems, mainly automated warehouses, automated distribution centers and automated parking facilities. The Company's PLCs are distributed by over one hundred and forty distributors (and a wholly owned US subsidiary) in approximately fifty countries throughout Europe, Asia, America and Africa. The services of the Systems Department are provided to customers in Israel and also outside Israel.

This press release contains certain forward-looking statements and information relating to the Company that are based on the beliefs of the Management of the Company as well as assumptions made by and information currently available to the Management of the Company. Such statements reflect the current views of the Company with respect to future events, the outcome of which is subject to certain risks and other factors which may be outside of the Company's control. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results or outcomes may vary materially from those described herein as projected, anticipated, believed, estimated, expected or intended.

**Unitronics (1989) (R"G) Ltd.**  
**(the "Company")**

**Re: An immediate report concerning a change in the Company's Securities and Registers**

Pursuant to regulations 31(a), 31(b1) and 31E to the Israeli Securities Regulations (Periodic and Immediate Reports), 5730 – 1970

1. On March 7, 2016, the Company's securities registers were changed as follows:  
Essence of change: Transfer of shares owned by Mr. Haim Shani, the controlling shareholder of the company, and registered for trade on the Euronext Stock Exchange to the name of Interprofessionelle C.I.K (Euroclear Belgium) to Mr. Haim Shani, without any change in the Company's issued share capital and/or in Mr. Shani's holdings.

The registered holder for whom the change has occurred: Haim Shani

Type of identification: Israeli I.D.

I.D. No.: 056548142

Essence of change: see below in 'other'

Date of change: March 7, 2016

Performed by the clearing-house of the Tel Aviv Stock Exchange: No.

Name and Type of Securities in which the change has occurred: Ordinary Shares.

Trade Number of the securities on the Stock Exchange: 1083831

Amount of change: 6,092,495

Amount of such securities held by Holder after the change: 6,139,551

The security fully paid and the consideration fully received by the company

The security fully paid but the consideration didn't fully received by the company

Other: Transfer of shares owned by Mr. Haim Shani, the controlling shareholder of the company, and registered for trade on the Euronext Stock Exchange to the name of Interprofessionelle C.I.K (Euroclear Belgium) to Mr. Haim Shani, without any change in the Company's issued share capital and/or in Mr. Shani's holdings.

The registered holder for whom the change has occurred: Interprofessionelle C.I.K (Euroclear Belgium).

Type of identification: Other.

No.: 959999996

Essence of change: see below in 'other'

Date of change: March 7, 2016

Performed by the clearing-house of the Tel Aviv Stock Exchange: No.

Name and Type of Securities in which the change has occurred: Ordinary Shares.

Trade Number of the securities on the Stock Exchange: 1083831

Amount of change: -6,092,495

Amount of such securities held by Holder after the change: 3,783,995

The security fully paid and the consideration fully received by the company

The security fully paid but the consideration didn't fully received by the company

Other: Transfer of shares owned by Mr. Haim Shani, the controlling shareholder of the company, and registered for trade on the Euronext Stock Exchange to the name of Interprofessionelle C.I.K (Euroclear Belgium) to Mr. Haim Shani, without any change in the Company's issued shares and/or in Mr. Shani's holdings.

2. Status of the Company's securities following the change:

Name and Type of security	Number of Security on the Stock Exchange	Amount of shares in the registered capital	Amount in last report	Current amount	Amount registered under a registration company
Ordinary Shares as detailed below	1083831	100,000,000	11,678,504	11,678,504	1,801,958
Ordinary shares listed for trade on the Tel-Aviv Stock Exchange	1083831	100,000,000	1,801,958	1,801,958	1,801,958
Ordinary shares listed for trade on the Euronext Stock Exchange in Brussels	1083831	100,000,000	9,876,490	3,783,995	
Shares registered in the name of Haim Shani	1083831	100,000,000	56	6,092,551	
Unitronics Unit.B4 (Debentures (Series 4))	1127620	0	39,843,750	39,843,750	39,843,750
Unitronics Unit.B5 (Debentures (Series 5))	1133453	0	36,000,000	36,000,000	36,000,000

Attached are the Company's Shareholders, Option Deeds and Debentures Holders Registers.

**Respectfully,  
Unitronics (1989) (R"G) Ltd.**

**Unitronics (1989) (R"G) Ltd.**  
Register of shareholders

**Issued Shares**

Number of share certificate	Name of shareholder <sup>(1)</sup>	ID No. / Company No.	Address	Class of share	Nominal value (NIS)	Amount of shares	From number	To Number (inclusive)	Date of issuance / transfer	Date of certificate	Remarks <sup>(2)</sup>
	Haim Shani	056548142	Bazelet 20, Shoham Israel	Ordinary	0.02	6			28.10.1999		
						50			28.10.2015		Transfer from Corpus Colossus Ltd.
						6,092,495			7.3.2016		Transfer from Interprofessionelle CIK
	Interprofessionelle CIK	959999996	Brussels, Belgium	Ordinary	0.02	8,426,694			28.10.1999		
	Interprofessionelle CIK	959999996	Brussels, Belgium	Ordinary	0.02	437,638			17.01.2001		Issuance
	Interprofessionelle CIK	959999996	Brussels, Belgium	Ordinary	0.02	109,410			29.01.2003		Issuance
	Interprofessionelle CIK	959999996	Brussels, Belgium	Ordinary	0.02	1,902,748			18.12.2003		Issuance
	Interprofessionelle CIK	959999996	Brussels, Belgium	Ordinary	0.02	(1,000,000)			12.04.2005		Transfer
	Interprofessionelle CIK	959999996	Brussels, Belgium	Ordinary	0.02	(6,092,495)			7.3.2016		Transfer
	Mizrahi Tefahot Nominees Company Ltd.	510422249	Jabotinsky 7, Ramat-Gan	Ordinary	0.02	1,801,958			23.07.2015		Transfer
			<b>TOTAL</b>			<b>11,678,504</b>					

(1) If the company is traded in Israel, the registration company may be registered in the Register (see section 132(a) of the Israeli Companies Law). Please note - a shareholder is entitled to be registered instead of the registration company (see section 132(b) of the Israeli Companies Law).

(2) Please mark "Issuance" or "Transfer" as the case may be.

In case of a trustee - please mark that the shares are held in trust.

Please mark the unpaid consideration due for the share.

## **Dormant Shares**

<b>Number of share</b>	<b>Class of share</b>	<b>Nominal value (NIS)</b>	<b>Amount of shares</b>	<b>From number</b>	<b>To Number (inclusive)</b>	<b>Date of purchase (on which the shares became dormant)</b>	<b>Remarks</b>
	Ordinary	0.02	2,468			17/08//2005	Purchased by the Company
	Ordinary	0.02	990			18/08/2005	"
	Ordinary	0.02	1,050			21/08/2005	"
	Ordinary	0.02	500			22/08/2005	"
	Ordinary	0.02	800			23/08/2005	"
	Ordinary	0.02	14,000			30/08/2005	"
	Ordinary	0.02	10,000			31/08/2005	"
	Ordinary	0.02	12,954			01/09/2005	"
	Ordinary	0.02	5,000			04/09/2005	"
	Ordinary	0.02	4,000			07/09/2005	"
	Ordinary	0.02	320			12/09/2005	"
	Ordinary	0.02	400			13/09/2005	"
	Ordinary	0.02	1,000			20/09//2005	"
	Ordinary	0.02	1,000			22/09/2005	"
	Ordinary	0.02	7,000			26/09/2005	"
	Ordinary	0.02	1,265			27/09/2005	"
	Ordinary	0.02	2,000			28/09/2005	"
	Ordinary	0.02	3,778			21/11/2005	"
	Ordinary	0.02	50,000			19/12/2005	"
	Ordinary	0.02	3,000			05/01/2006	"
	Ordinary	0.02	10,900			08/01/2006	"
	Ordinary	0.02	420,000			30/11/2006	"
	Ordinary	0.02	25,000			06/05/2007	"
	Ordinary	0.02	35,544			7/11/2007	"
	Ordinary	0.02	51,911			17/9/2008	"
	Ordinary	0.02	34,981			9/12/2009	"
	Ordinary	0.02	7,475			10/12/2009	"
	Ordinary	0.02	11,619			23/12/2009	"
	Ordinary	0.02	11,455			24/12/2009	"
	Ordinary	0.02	11,678			27/12/2009	"
	Ordinary	0.02	1,096			28/12/2009	"
	Ordinary	0.02	9,907			30/12/2009	"
	Ordinary	0.02	6,200			3/01/2010	"
	Ordinary	0.02	32,757			5/01/2010	"
	Ordinary	0.02	23,828			7/01/2010	"
	Ordinary	0.02	5,700			10/01/2010	"
	Ordinary	0.02	14,562			11/01/2010	"

	Ordinary	0.02	12,704			12/01/2010	"
	Ordinary	0.02	7,493			13/01/2010	"
	Ordinary	0.02	10,470			14/01/2010	"
	Ordinary	0.02	18,730			17/01/2010	"
	Ordinary	0.02	25,023			19/01/2010	"
	Ordinary	0.02	10,498			20/01/2010	"
	Ordinary	0.02	11,098			26/01/210	"
	Ordinary	0.02	71,500			1/02/2010	"
	Ordinary	0.02	35,000			3/02/2010	"
	Ordinary	0.02	13,000			7/02/2010	"
	Ordinary	0.02	28,169			8/02/2010	"
	Ordinary	0.02	45,998			10/03/2010	"
	Ordinary	0.02	23,896			11/03/2010	"
	Ordinary	0.02	36,580			15/03/2010	"
	Ordinary	0.02	17,871			16/03/2010	"
	Ordinary	0.02	24,000			18/03/2010	"
	Ordinary	0.02	2,000			23/03/2010	"
	Ordinary	0.02	13,000			26/03/2010	"
	Ordinary	0.02	26,000			27/04/201	"
	Ordinary	0.02	8,000			28/04/2010	"
	Ordinary	0.02	7,200			10/05//2010	"
	Ordinary	0.02	10,000			12/05/2010	"
	Ordinary	0.02	3,320			24/05/2010	"
	Ordinary	0.02	11,900			27/05//2010	"
	Ordinary	0.02	2,100			31/05/2010	"
	Ordinary	0.02	29,663			14/06/2010	"
	Ordinary	0.02	30,180			22/06/2010	"
	Ordinary	0.02	18,400			24/06/2010	"
	Ordinary	0.02	21,000			12/07/2010	"
	Ordinary	0.02	1,100			26/07/2010	"
	Ordinary	0.02	3,500			29/07/2010	"
	Ordinary	0.02	60,585			4/08/2010	"
	Ordinary	0.02	20,000			14/11/2010	"
	Ordinary	0.02	34,300			13/12/2010	"
	Ordinary	0.02	16,718			13/01/2011	"
	Ordinary	0.02	9,105			31/01/2011	"
	Ordinary	0.02	13,425			14/04/2011	"

	Ordinary	0.02	6,233			21/04/2011	"
	Ordinary	0.02	18,000			28/04/2011	"
	Ordinary	0.02	3,314			15/07/2012	"
	Ordinary	0.02	961			23/07/2012	"
	Ordinary	0.02	1,620			30/07/2012	"
	Ordinary	0.02	5,640			31/07/2012	"
	Ordinary	0.02	45,290			27/11/2012	"
	Ordinary	0.02	25,470			12/12/2012	"
		<b>Total</b>	<b>1,676,192</b>				

Name: Haim Shani

Office: Director

Signature: \_\_\_\_\_

Date: 8.3.2016

## Material Shareholders

Name of Shareholder	Class of share	Nominal value (NIS)	Amount of shares	Holding's Percentage (1)	Date of becoming a Material Shareholder	Date on which the shareholder ceased being a Material Shareholder	Remarks(2)
Interprofessionelle CIK	Ordinary	0.02	3,783,995		28.10.99		
Haim Shani	Ordinary	0.02	6,139,551*		9.8.89		
Mizrahi Tefahot Nominees Company Ltd.	Ordinary	0.02	1,801,958		23.7.15		
Unitronics (1989)(R"G) Ltd.	Ordinary	0.02	1,676,192				
Hammer Gruppen APS	Ordinary	0.02	685,121		1.11.2013		

\* These shares include the shares registered for trade on the Stock Exchange, and which are held for the benefit of Mr. Shani by the registration company, as well as shares which are held by Mr. Haim Shani personally.

- (1) If there is a difference between the percentage of equity holdings and percentage of voting, please mark both data.
- (2) Please attach reports, which the Company received pursuant to the Israeli Securities Law, regarding the holdings of a material shareholder.

Name: Haim Shani

Office: Director

Signature: \_\_\_\_\_

Date: 8.3.2016



## Unitronics (1989) (R''G) Ltd.

### Register of debentures' holders

Number of debenture	Name of debenture holder	ID No. / Company No.	Address	Class of debenture	Nominal value (NIS)	Date of issuance	Date of validity	Interest	Remarks
(Series 4) Certificate no' 1	The Registration Company of Bank Leumi Ltd.	51-009806-4	Yehuda HaLevi 34 St. Tel Aviv, Israel	Ordinary	NIS 53,125,000 Par value  NIS 46,484,375 Par value remained	28.1.13	31.1.20	5.4% per anum (linked to the Israeli CPI)	<p>Debentures registered for trade on the Tel Aviv Stock Exchange Pursuant to the Shelf Offer Report of the Company dated January 24<sup>th</sup>, 2013, published pursuant to a Shelf Prospectus dated February 23<sup>rd</sup>, 2011, as amended on March 17<sup>th</sup>, 2011 and on January 20<sup>th</sup>, 2013. The Debentures principal will be payable in six unequal annual installments, on January 31<sup>st</sup>, in each of the years 2015 to 2020 (inclusive), as follows: The first payment equal to 12.5% of the principal, will be paid on January 31<sup>st</sup>, 2015; The second payment equal to 12.5% of the principal, will be paid on January 31<sup>st</sup>, 2016; The third payment equal to 12.5% of the principal, will be paid on January 31<sup>st</sup>, 2017; The fourth payment equal to 20.5% of the principal, will be paid on January 31<sup>st</sup>, 2018; The fifth payment equal to 21% of the principal, will be paid on January 31<sup>st</sup>, 2019; The sixth payment equal to 21% of the principal, will be paid on January 31<sup>st</sup>, 2020.</p> <p>The debentures are linked to the Israeli CPI bear annual interest at the rate of 5.4% payable in semi-annual installments on January 31<sup>st</sup>, and July 31<sup>st</sup>, of each of the years 2013 to 2020 (inclusive), as from July 31<sup>st</sup>, 2013. On February 1, 2015 the first payment out of six payments for this series had been executed.</p> <p>This certificate was canceled on July 23, 2015 following the cessation of operations of The Registration Company of Bank Leumi Ltd.</p>
(Series 4) Certificate no' 2	Mizrachi Tefahot Nominees Company Ltd.	510422249	Jabotinsky 7, Ramat-Gan	Ordinary	NIS 46,484,375 Par value  NIS 39,843,750 Par value remained	23.7.15	31.1.20	5.4% per anum (linked to the Israeli CPI)	<p>This certificate was issued on July 23, 2015 instead of Certificate No. 1 of debentures (Series 4) following the cessation of operations of The Registration Company of Bank Leumi Ltd.</p> <p>On January 31, 2016 the second payment out of six payments for this series had been executed.</p>

(Series 5) Certificate no' 1	The Registration Company of Bank Leumi Ltd.	51-009806-4	Yehuda HaLevi 34 St. Tel Aviv, Israel	Ordinary	NIS 40,000,000 Par value	14.9.14	31.8.23	5.8% per anum	<p>Debentures registered for trade on the Tel Aviv Stock Exchange Pursuant to the Shelf Offer Report of the Company dated September 10th, 2014, published pursuant to a Shelf Prospectus dated August 20, 2014. The Debentures principal will be payable in nine unequal annual installments, on August 31st, in each of the years 2015 to 2023 (inclusive), as follows: Two payments equal to 10% of the principal, will be paid on August 31st, in each of the years, 2015 to 2016 (inclusive); Four payments equal to 5% of the principal, will be paid on August 31st, in each of the years, 2017 to 2020 (inclusive); Three payments equal to 20% of the principal, will be paid on August 31st, in each of the years, 2021 to 2013 (inclusive).</p> <p>The debentures are unlinked and bear annual interest at the rate of 5.8% payable in semi-annual installments on February 28th, and August 31st, of each of the years 2015 to 2023 (inclusive), as from February 28th, 2015, Apart from the first payment which will take place on March 1<sup>st</sup>, 2015.</p> <p>This certificate was canceled on July 23, 2015 following the cessation of operations of The Registration Company of Bank Leumi Ltd.</p>
(Series 5) Certificate no' 2	Mizrahi Tefahot Nominees Company Ltd.	510422249	Jabotinsky 7, Ramat- Gan	Ordinary	NIS 40,000,000 Par value  NIS 36,000,000 Par value remained	23.7.15	31.8.23	5.8% per anum	<p>This certificate was issued on July 23, 2015 instead of Certificate No. 1 of debentures (Series 5) following the cessation of operations of The Registration Company of Bank Leumi Ltd.</p> <p>On August 31, 2015 the first payment out of nine payments for this series had been executed.</p>

Name: Haim Shani

Office: Director

Signature: \_\_\_\_\_

Date: 8.3.2016