



UNITRONICS (1989) (R"G) LTD.

PRESS RELEASE

Airport City, Israel

May 09, 2016

*****Regulated Information***
For Immediate Release**

Re: An immediate report concerning the outcome of the meeting to approve a transaction with a controlling shareholder and/or the approval of a private offering and/or approval of a dual term of Chairman and CEO and/or the appointment of an external director

Airport City, Israel - May 09, 2016 - Unitronics published the attached Immediate Report, pursuant to the requirements of Israeli law, in concerning with the outcome of the meeting to approve a transaction with a controlling shareholder and/or the approval of a private offering and/or approval of a dual term of Chairman and CEO and/or the appointment of an external director.

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 sixty distributors (and a wholly owned US subsidiary) in approximately sixty 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: Immediate report on the outcome of the meeting to approve a transaction with a controlling shareholder and/or the approval of a private offering and/or approval of a dual term of Chairman and CEO and/or the appointment of an external director

Pursuant to Section 13 of the Securities Regulations (Transaction between a Company and a Controlling Shareholder Therein), 2001

Or Section 22 of the Securities Regulations (Private Offering of Securities in a Listed Company), 2000
Section 36D (b) of the Securities Regulations (Periodic and Immediate Reports), 1970

If there were other issues on the meeting agenda, they are to be listed in Section 3

1. At the meeting convened on *May 9, 2016*, for which notice of its convening was published in the form whose reference number is *2016-01-057655*, the following issues were raised on the agenda:

Ser. No	Type of Transaction/Voting Item	Item Summary
1	Private allocation	<i>Approval of an investment transaction in the Company by the FIMI Fund in accordance with the provisions of Sections 275 (a) and 274 of the Companies Law.</i>
2	Terms of office and employment of a controlling shareholder	<i>Subject to the closing of the transaction, amendment of the employment agreement of Mr. Haim Shani, the controlling shareholder of the Company, effective as from the transaction closing date.</i>
3	Other	<i>Subject to the closing of the transaction, amendment of the Company's Articles, effective as from the transaction closing date.</i>
4	Other	<i>Subject to the closing of the transaction, the amendment of the Company's compensation policy, effective as from the transaction closing date.</i>
5	Appointment of an outside director	<i>Subject to the closing of the transaction, the appointment of Ms. Rivka Granot as an outside director of the Company; the approval of the payment of remuneration to Ms. Granot as an outside director of the Company; the grant of a letter of indemnity and release to Ms. Granot and the inclusion of Ms. Granot in the Company's insurance policy.</i>
6	Other	<i>Subject to the closing of the transaction, the appointment of Mr. Amit Ben Zvi, Mr. Yariv Avisar and Mr. Gilon Beck as directors of the Company, the grant of letters of indemnity and release to them and their inclusion in the Company's insurance policy; the approval of</i>

		<i>the payment of remuneration to Mr. Avisar and Mr. Beck as directors of the Company.</i>
7	Other	<i>Subject to the closing of the transaction and his appointment as the executive chairman of the Board of Directors of the Company, the approval of the payment of remuneration to Mr. Ben Zvi as the executive chairman of the Board of Directors of the Company, commencing from the transaction closing date.</i>
8	Terms of office and employment of a controlling shareholder	<i>The approval of the employment agreements of Mr. Haim Shani and Mrs. Bareket Shani, the controlling shareholder of the Company and his wife, for an additional period of three years from the date of the meeting, pursuant to Section 275 (A1) of the Companies Law.</i>
9	Indemnity, release and/or insurance	<i>The approval of the continued application of the letters of indemnity and release of Mr. and Mrs. Shani for an additional period of three years from the date of the meeting, pursuant to Section 275 (A1) of the Companies Law, and the inclusion of Mr. and Mrs. Shani in the officers' and directors' liability insurance policy at the Company.</i>

The following resolutions were adopted:

1

Type of transaction / Voting Item: *Private allocation*

Item Summary: *The approval of an investment transaction in the Company by the FIMI Fund in accordance with the provisions of Sections 275 (a) and 274 of the Companies Law.*

Summary of proposed resolution: *To approve the Company's engagement in the transaction that is set forth in Section 3 of the report to convene the meeting, as a transaction in which the controlling shareholder of the Company has a personal interest, in accordance with the provisions of Sections 274 and 275 (a) of the Companies Law, and to approve the Company's signing of the investment agreement, and subject to the completion of the transaction, to approve an extraordinary private placement of shares of the Company and the performance of the Company's obligations pursuant to the investment agreement and other agreements that pertain thereto, and, inter alia, to approve the allocation of 3,750,000 ordinary shares of the Company to the FIMI Fund, upon the satisfaction of the terms and conditions in the Agreement for the completion of the transaction and to approve the retention, for future allocation, of 535,714 additional ordinary shares of the Company and to approve the allocation thereof to the FIMI Fund upon the satisfaction of the terms and conditions that are set forth for this purpose in the investment agreement and in accordance with the provisions thereof, and to approve the listing of all of the aforesaid shares for trading on the Tel Aviv Stock Exchange.*

The meeting resolved: *To approve*

Number of shares/securities participating in the vote: 7,771,462

Number of shares/securities that voted in favor: 7,747,763

Number of shares/securities participating in the vote that were not classified as shares whose holders have a personal interest/shares of non-controlling shareholders or of a shareholder that has a personal interest in approving the appointment, excluding a personal interest that is not the result of associations with the controlling shareholder: 1,631,911 of which 1,608,212 voted in favor of approving the transaction and 23,699 voted against approval of the transaction.

Number of shares participating in the vote that were not classified as shares whose owners are controlling shareholders in the Company/ as shares having a personal interest in approving the resolution 1,631,911 of which 1,608,212 voted in favor of approving the transaction.

Number of shares/securities that voted against: 23,699

Percentage of votes in favor of approval of the transaction out of the total number of voters who do not have a personal interest in the transaction/ are not controlling shareholders or have a personal interest in approving the appointment, excluding a personal interest that is not a result of associations with the controlling shareholder: 98.55%

Percentage of votes in favor of approval of the transaction out of the total number of voters who are not controlling shareholders/do not have a personal interest in the approval of the decision: 98.55%

Percentage of votes against from the total voting rights in the Company: 0.24%

2

Type of transaction / Voting Item: *Terms of office and employment of a controlling shareholder*

Item Summary: *Subject to the closing of the transaction, the amendment of the employment agreement of Mr. Haim Shani, the controlling shareholder of the Company, as from the transaction closing date.*

Summary of the proposed resolution: *To approve, subject to the closing of the transaction, the amendment to Mr. Haim Shani's employment agreement, effective as from the transaction closing date.*

The meeting resolved: *To approve*

Number of shares/securities participating in the vote: 7,771,050

Number of shares/securities that voted in favor: 7,747,351

Number of shares/securities participating in the vote that were not classified as shares whose holders have a personal interest/shares of non-controlling shareholder or of a shareholder that has a personal interest in approving the appointment, excluding a personal interest that is not the result of associations with the controlling shareholder: 1,631,499 of which 1,607,800 voted in favor of approving the transaction and 23,699 voted against approval of the transaction.

Number of shares participating in the vote that were not classified as shares whose owners are controlling shareholders in the Company/ as shares having a personal interest in approving the resolution 1,631,499 of which 1,607,800 voted in favor of approving the transaction.

Number of shares/securities that voted against: 23,699

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/ are not controlling shareholders or have a personal interest in approving the appointment, excluding a personal interest that is not a result of associations with the controlling shareholder: 98.55%

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/are not controlling shareholders or have a personal interest in the approval of the decision: 98.55%

Percentage of votes against from the total voting rights in the Company: 0.24%

3

Type of transaction / Voting Item: *Other*

Item Summary: *Subject to the closing of the transaction, the amendment of the Company's Articles, effective as from the transaction closing date.*

Summary of the proposed resolution: *To approve, subject to the closing of the transaction, the amendment of the Company's Articles of Association, as per the text attached as Appendix 2.1.3 to the report convening the meeting, effective as from the transaction closing date.*

The meeting resolved: *To approve*

Number of shares/securities participating in the vote: 7,771,462

Number of shares/securities that voted in favor: 7,595,463

Number of shares/securities participating in the vote that were not classified as shares whose holders have a personal interest/shares of non-controlling shareholder or of a shareholder that has a personal interest in approving the appointment, excluding a personal interest that is not the result of associations with the controlling shareholder: 1,631,911 of which 1,455,912 voted in favor of approving the transaction and 175,999 voted against approval of the transaction.

Number of shares participating in the vote that were not classified as shares whose owners are controlling shareholders in the Company/ as shares having a personal interest in approving the resolution 1,631,911 of which 1,455,912 voted in favor of approving the transaction.

Number of shares/securities that voted against: 175,999

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/ are not controlling shareholders or

have a personal interest in approving the appointment, excluding a personal interest that is not a result of associations with the controlling shareholder: 89.22%

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/are not controlling shareholders or have a personal interest in the approval of the decision: 89.22%

Percentage of votes against from the total voting rights in the Company: 1.76%

4

Type of transaction / Voting Item: *Other*

Item Summary: *Subject to the closing of the transaction, the amendment of the Company's compensation policy, effective as from the transaction closing date.*

Summary of the proposed resolution: *To approve, subject to the closing of the transaction, the amendment of the Company's compensation policy, as per the text attached as Appendix 2.1.4 to the report convening the meeting, effective as from the transaction closing date.*

The meeting resolved: *To approve*

Number of shares/securities participating in the vote: 7,771,462

Number of shares/securities that voted in favor: 7,595,463

Number of shares/securities participating in the vote that were not classified as shares whose holders have a personal interest/shares of non-controlling shareholder or of a shareholder that has a personal interest in approving the appointment, excluding a personal interest that is not the result of associations with the controlling shareholder: 1,631,911 of which 1,455,912 voted in favor of approving the transaction and 175,999 voted against approval of the transaction.

Number of shares participating in the vote that were not classified as shares whose owners are controlling shareholders in the Company/ as shares having a personal interest in approving the resolution 1,631,911 of which 1,455,912 voted in favor of approving the transaction.

Number of shares/securities that voted against: 175,999

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/ are not controlling shareholders or have a personal interest in approving the appointment, excluding a personal interest that is not a result of associations with the controlling shareholder: 89.22%

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/are not controlling shareholders or have a personal interest in the approval of the decision: 89.22%

Percentage of votes against from the total voting rights in the Company: 1.76%

Type of transaction / Voting Item: *Appointment of an outside director*

Item Summary: *Subject to the closing of the transaction, the appointment of Ms. Rivka Granot as an outside director of the Company; the approval of the payment of remuneration to Ms. Granot as an outside director of the Company; the grant of a letter of indemnity and release to Ms. Granot and the inclusion of Ms. Granot in the Company's insurance policy.*

Summary of the proposed resolution: *Subject to the closing of the transaction, to appoint Ms. Rivka Granot as an outside director of the Company for a three-year term in office, commencing from the transaction closing date; subject to the appointment of Ms. Granot as an outside director of the Company, to approve the payment of remuneration for participation and annual remuneration for Ms. Granot, commencing from the date on which her appointment shall take effect, in accordance with the Company's compensation policy and the regulations for remuneration for outside directors, in such amount as set forth and as defined in the said regulations (and the reimbursement of expenses as stated in the said regulations); subject to the appointment of Ms. Granot as an outside director of the Company, to grant a letter of indemnity and release to Ms. Granot as per the text of the standard letter of indemnity, and to include Ms. Granot in the Company's officers' and directors' liability insurance policy, in accordance with the Company's compensation policy, commencing from the date on which her appointment shall take effect as an outside director of the Company.*

The meeting resolved: *To approve*

Number of shares/securities participating in the vote: 7,771,462

Number of shares/securities that voted in favor: 7,495,990

Number of shares/securities participating in the vote that were not classified as shares whose holders have a personal interest/shares of non-controlling shareholder or of a shareholder that has a personal interest in approving the appointment, excluding a personal interest that is not the result of associations with the controlling shareholder: 1,631,911 of which 1,356,439 voted in favor of approving the transaction and 275,472 voted against approval of the transaction.

Number of shares participating in the vote that were not classified as shares whose owners are controlling shareholders in the Company/ as shares having a personal interest in approving the resolution 1,631,911 of which 1,356,439 voted in favor of approving the transaction.

Number of shares/securities that voted against: 275,472

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/ are not controlling shareholders or have a personal interest in approving the appointment, excluding a personal interest that is not a result of associations with the controlling shareholder: 83.12%

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/are not controlling shareholders or

have a personal interest in the approval of the decision: 83.12%

Percentage of votes against from the total voting rights in the Company: 2.75%

6

Type of transaction / Voting Item: *Other*

Item Summary: *Subject to the closing of the transaction, the appointment of Mr. Amit Ben Zvi, Mr. Yariv Avisar and Mr. Gilon Beck as directors of the Company, the grant of letters of indemnity and release to them and their inclusion in the Company's insurance policy; the approval of the payment of remuneration to Mr. Avisar and to Mr. Beck as directors of the Company.*

Summary of the proposed resolution: *Subject to the closing of the transaction, to appoint Mr. Amit Ben Zvi, Mr. Yariv Avisar and Mr. Gilon Beck as directors of the Company commencing from the transaction closing date and up until the end of the next annual general meeting of the shareholders of the Company or up until a later date as set forth in and in accordance with the amended Articles of the Company; subject to the appointment of each one of the Messrs. Avisar and Beck as a director of the Company, to approve the payment of remuneration for participation and annual remuneration for each one of the Messrs. Avisar and Beck, commencing from the date on which the appointment of each one of them shall take effect, in accordance with the Company's compensation policy and the regulations for remuneration for outside directors, in such amount as set forth and as defined in the said regulations (and the reimbursement of expenses as stated in the said regulations); subject to the appointment of each one of the Messrs. Ben Zvi, Avisar and Beck as a director of the Company, to grant a letter of indemnity and release to each one of the Messrs. Ben Zvi, Avisar and Beck, as per the text of the standard letter of indemnity, and to include each one of the Messrs. Ben Zvi, Avisar and Beck in the Company's officers' and directors' liability insurance policy for three years, and all commencing from the date on which the appointment of each one of them shall take effect and in accordance with the Company's compensation policy.*

The meeting resolved: *To approve*

Number of shares/securities participating in the vote: 7,771,462

Number of shares/securities that voted in favor: 7,495,990

Number of shares/securities participating in the vote that were not classified as shares whose holders have a personal interest/shares of non-controlling shareholder or of a shareholder that has a personal interest in approving the appointment, excluding a personal interest that is not the result of associations with the controlling shareholder: 1,631,911 of which 1,356,439 voted in favor of approving the transaction and 275,472 voted against approval of the transaction.

Number of shares participating in the vote that were not classified as shares whose owners are controlling shareholders in the Company/ as shares having a personal interest in approving the resolution 1,631,911 of which 1,356,439 voted in favor of approving the transaction.

Number of shares/securities that voted against: 275,472

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/ are not controlling shareholders or have a personal interest in approving the appointment, excluding a personal interest that is not a result of associations with the controlling shareholder: 83.12%

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/are not controlling shareholders or have a personal interest in the approval of the decision: 83.12%

Percentage of votes against from the total voting rights in the Company: 2.75%

7

Type of transaction / Voting Item: *Other*

Item Summary: *Subject to the closing of the transaction and his appointment as the executive chairman of the Board of Directors of the Company, the approval of the payment of remuneration to Mr. Ben Zvi as the executive chairman of the Board of Directors of the Company, commencing from the transaction closing date.*

Summary of the proposed resolution: *To approve, subject to the closing of the transaction and his appointment as the executive chairman of the Board of Directors of the Company, the payment of remuneration to Mr. Amit Ben Zvi as the executive chairman of the Board of Directors of the Company, so that commencing from the transaction closing date, Mr. Ben Zvi shall be entitled, in respect of his term in office as the executive chairman of the Board of Directors of the Company, to an annual fee in a total amount that is equal to 55% of the employer's cost of the CEO of the Company, plus VAT and expenses. The fee shall be paid to Mr. Ben Zvi on a quarterly basis, in respect of the services that were provided to the Company during the preceding calendar quarter.*

The meeting resolved: *To approve*

Number of shares/securities participating in the vote: 7,771,462

Number of shares/securities that voted in favor: 7,595,463

Number of shares/securities participating in the vote that were not classified as shares whose holders have a personal interest/shares of non-controlling shareholder or of a shareholder that has a personal interest in approving the appointment, excluding a personal interest that is not the result of associations with the controlling shareholder: 1,631,911 of which 1,455,912 voted in favor of approving the transaction and 175,999 voted against approval of the transaction.

Number of shares participating in the vote that were not classified as shares whose owners are controlling shareholders in the Company/ as shares having a personal interest in approving the resolution 1,631,911 of which 1,455,912 voted in favor of approving the transaction.

Number of shares/securities that voted against: 175,999

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/ are not controlling shareholders or have a personal interest in approving the appointment, excluding a personal interest that is not a result of associations with the controlling shareholder: 89.22%

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/are not controlling shareholders or have a personal interest in the approval of the decision: 89.22%

Percentage of votes against from the total voting rights in the Company: 1.76%

8

Type of transaction / Voting Item: *Terms of office and employment of a controlling shareholder*

Item Summary: *The approval of the employment agreements of Mr. Haim Shani and Mrs. Bareket Shani, the controlling shareholder of the Company and his wife, for an additional period of three years from the date of the meeting, pursuant to Section 275 (A1) of the Companies Law.*

Summary of the proposed resolution: *To approve the employment agreements of Mr. Haim Shani, the chairman of the Board of Directors (up until the transaction closing date), the CEO and controlling shareholder of the Company, and Mrs. Bareket Shani, Mr. Shani's wife, who serves as a director, as the Deputy CEO and the VP of Human Resources at the Company, in accordance with Section 275 (A1) of the Companies Law, for an additional period of three years from the date of the meeting.*

The meeting resolved: *To approve*

Number of shares/securities participating in the vote: 7,771,462

Number of shares/securities that voted in favor: 7,595,463

Number of shares/securities participating in the vote that were not classified as shares whose holders have a personal interest/shares of non-controlling shareholder or of a shareholder that has a personal interest in approving the appointment, excluding a personal interest that is not the result of associations with the controlling shareholder: 1,631,911 of which 1,455,912 voted in favor of approving the transaction and 175,999 voted against approval of the transaction.

Number of shares participating in the vote that were not classified as shares whose owners are controlling shareholders in the Company/ as shares having a personal interest in approving the resolution 1,631,911 of which 1,455,912 voted in favor of approving the transaction.

Number of shares/securities that voted against: 175,999

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/ are not controlling shareholders or have a personal interest in approving the appointment, excluding a personal interest that is not a result of associations with the controlling shareholder: 89.22%

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/are not controlling shareholders or have a personal interest in the approval of the decision: 89.22%

Percentage of votes against from the total voting rights in the Company: 1.76%

9

Type of transaction / Voting Item: *Indemnity, release and/or insurance*

Item Summary: *The approval of the continued application of the letters of indemnity and release of Mr. and Mrs. Shani for an additional period of three years from the date of the meeting, pursuant to Section 275 (A1) of the Companies Law, and the inclusion of Mr. and Mrs. Shani in the officers' and directors' liability insurance policy at the Company.*

Summary of the proposed resolution: *To approve the continued application of the letters of indemnity and release for Mr. Haim Shani, the chairman of the Board of Directors (up until the transaction closing date), the CEO and the controlling shareholder of the Company, and for Mrs. Bareket Shani, a director, the Deputy CEO and the VP of Human Resources at the Company, as per the text of the standard letter of indemnity, and the inclusion of Mr. and Mrs. Shani in the officers' and directors' liability insurance policy at the Company for an additional period of three years in effect from the date of the meeting, in accordance with Section 275 (A1) of the Companies Law, upon terms and conditions that are identical to those of the rest of the officers at the Company who are not controlling shareholders of the Company and their relatives.*

The meeting resolved: *To approve*

Number of shares/securities participating in the vote: 7,771,462

Number of shares/securities that voted in favor: 7,495,990

Number of shares/securities participating in the vote that were not classified as shares whose holders have a personal interest/shares of non-controlling shareholder or of a shareholder that has a personal interest in approving the appointment, excluding a personal interest that is not the result of associations with the controlling shareholder: 1,631,911 of which 1,356,439 voted in favor of approving the transaction and 275,472 voted against approval of the transaction.

Number of shares participating in the vote that were not classified as shares whose owners are controlling shareholders in the Company/ as shares having a personal interest in approving the resolution 1,631,911 of which 1,356,439 voted in favor of approving the transaction.

Number of shares/securities that voted against: 275,472

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/ are not controlling shareholders or have a personal interest in approving the appointment, excluding a personal interest that is not a result of associations with the controlling shareholder: 83.12%

Percentage of votes in favor of approval of the transaction from the total number of voters who do not have a personal interest in the transaction/are not controlling shareholders or have a personal interest in the approval of the decision: 83.12%

Percentage of votes against from the total voting rights in the Company: 2.75%

2. Resolutions of the meeting on other items on the agenda:

1. Approval of the continued term in office of the directors who are not external directors, after the transaction closing. With a majority of 97.26% of the participants in the vote, it was decided to approve that after the transaction closing, the taking of effect of the amended Articles and the cancellation of the provision with respect to the graded Board of Directors, directors who are not external directors will continue to serve in office until the end of the next annual general meeting of the shareholders of the Company or until a later date, as set forth in and in accordance with the amended Articles of the Company, as long as their term in office has not expired prior to the said time in accordance with the provisions of the amended Articles and/or the provisions of any law.

3. Details of the voters at the meeting that are institutions, have a personal interest or are senior officers:

The form contains up to 40 rows (each single row for the data of one holder of securities that voted in the meeting). In the event that the number of voters is higher than 40, continue to enter the data for the additional voters on an additional form.

See below file. The file shall include the data required on this form for each voter.

The voting details are in accordance with the serial numbers listed in section 1 above:

Serial No.	Item Number on the Agenda	Family Name of Holder of Shares or Securities/Name of Corporation (Hebrew) (1)	First Name of Holder of Shares or Securities	Number of Securities	Personal Interest (2)	Manne r of Voting	Proxy/Power of Attorney
1	Item						

Explanations:

(1) Enter the full name as registered with the Registrar of Companies or on the ID card .

(2) Whether the shareholder or the holder of securities has a personal interest or if the attorney in fact has a personal interest.

The data in this column of the table shall be entered according to the following details:

- * Regarding the approval of the dual role of Chairman and CEO (pursuant to section 121 (c) of the Companies Law) – a voter who is a controlling shareholder or a voter who has a personal interest in the approval of the resolutions shall enter “Yes”;*
- * Regarding the appointment of an outside director (pursuant to section 239 (b) of the Companies Law) - a voter who is a controlling shareholder or a voter who has a personal interest in the approval of the appointment that is not the result of an association with the controlling shareholder shall enter “Yes”;*
- * Regarding an extraordinary transaction with a controlling shareholder or if the*

controlling shareholder has a personal interest therein (pursuant to section 275 of the Companies Law) - a voter who has a personal interest in the approval of the transaction shall enter "Yes";

- * Regarding a resolution pursuant to Section 350 of the Companies Law, or a resolution to amend the Deed of Trust at a meeting of certificate holders of liability – a voter who has a personal interest in accordance with the resolution shall enter "Yes".*

<p>1 Family name of shareholder or holder of securities (Hebrew) / Corporation name (Hebrew): _____</p> <p>First name of shareholder or holder of securities (Hebrew): _____</p> <p>Family name of shareholder or holder of securities / Corporation name (English): _____</p> <p>First name of shareholder or holder of securities (English): _____</p> <p>ID number type: _____ ID number: _____</p> <p>Participation in the meeting is by virtue of holding securities the number of which is: _____</p> <p>Place of incorporation of the shareholder or holder of securities / country of passport: _____</p> <p>Name of attorney in fact: _____</p> <p>Type of ID number of attorney in fact: _____</p> <p>ID number of attorney in fact: _____</p> <p>Country of passport: _____</p> <p>If the company has knowledge of any connection between the voter (who does not have a personal interest) and the Company or any of its controlling shareholders, including employee-employer relationships, business relationships, etc. – provide details of their nature: _____</p>
--

4. This report is being filed further to the report/s set forth below:

Report	Date of Publication	Reference No.
_____	_____	_____

Respectfully,

Unitronics (1989) (R"G) Ltd.

