

## **RESUME**

**Name:** Shlomo Rodav  
**Date of birth:** 1949  
**Marital status:** Married + 5  
**Education:** BA Economics, Tel Aviv University (1974)  
MBA, Columbia University (1977)

### **Work experience**

2015-2018 Director, Environmental Services Company Ltd.  
2013-2013 Chairman, Partner Communications Ltd.  
2011-2012 Chairman, Tnuva Ltd.  
2006-2010 Chairman, Bezeq The Israel Telecommunication Corp. Ltd.,  
Chairman of subsidiaries – Pelephone, Bezeq International, Bezeq Online,  
Walla. Director of D.B.S.  
2003-2005 Chairman (and for part of the period also CEO), Gilat Satellite Communications  
Ltd.  
2000-2003 CEO and Chairman, Enerio Ltd.  
1994-2000 CEO, Wist Management (Israel) Ltd.  
1995-2018 Chairman, director and/or CEO in various companies in the group, including  
Israel Shipping and Supply Co. Ltd., Kirur Holdings Ltd., Jaffora Ltd., Jaffora-  
Tavori Ltd., Tapugan Industries Ltd., Metzed Ateret Ltd., Metzed Electric  
Partnership Ltd. and others.  
1990-1995 CEO and director, Turrel Investments Ltd.  
1980-1990 Finance Manager, Eisenberg Group (including director of Israel Corporation  
Ltd., Oil Refineries Ltd., Zim Ltd., Intergamma Ltd. and others).  
1977-1980 Planning Manager, CAL Cargo Airlines Ltd.  
1976-1977 Security Officer, Ministry of Defense.  
1975-1976 Security Officer, El Al Israel Airlines Ltd.  
1972-1975 Credit clerk, Bank Leumi Ltd.

### **Military service**

1968-1971 Regular army service, Lieutenant  
1972-1998 Reserve duty, Major

## **Doron Turgeman**

**Age: 49**

**doron@igld.com / Tel: +972-50-2100055**

**B.A Economics and Accounting, Hebrew University of Jerusalem, CPA**

**Current position since October 2011:** CEO of two publicly-traded companies dual-listed on Nasdaq and TASE, Internet Gold and B Communications.

- Proven capabilities in debt and liquidity management.
- Familiar with all SEC and TASE reporting standards.
- Extensive investor relations experience in Israel, US and Europe.
- In depth experience in equity and debt transactions with more than US\$2 billion raised during the last 6 years.
- Close relationships with all Israeli banks, rating agencies, institutional and major Israeli capital market players.

**2008-October 2011:** Deputy CEO and CFO, Internet Gold. In tandem, VP of Eurocom Panasonic, the sole distributor of Panasonic in Israel and CFO of Eurocom Communications between 2012-2015.

- Proven capabilities in M&A transactions including the NIS 6.8 billion purchase of the controlling interest in BEZEQ, the largest Israeli telecoms company by B-Communications.
- Management of 80 employees in the media, finance, e-commerce and business development departments.

**1999-2008:** CFO, Internet Gold, and CFO of subsidiary MSN Israel, a partnership between Internet Gold and Microsoft Corporation. From October 2004 also a deputy CEO of Internet Gold, during 2003/4 and 2007/8 the CEO of P1000 (E commerce), and during 2006/7 the CEO of MSN Israel (portal).

- Proven capabilities in all aspects of financial management.
- Proven capabilities in M&A transactions including purchase of the controlling interest in 012, and the sale the MSN stake to Microsoft.
- Management of more than 200 employees in the ISP, ILD, media, finance, e-commerce and business development departments.
- Full responsibility of a Nasdaq IPO, dual registration on the TASE, three mergers, two carve-out processes, a convertible bond transaction, two series of options, and two debenture raises.

**1999:**

Controller of Bezeq-call communications, a former subsidiary of Bezeq.

**1996–1998:**

Head of the accounts department at Postal Bank, part of the Israeli Post Office authority. Direct responsibility for more than 100,000 bank accounts and more than 70 employees, and fully responsibility for clearance, accounting and customers service departments.

**Other positions:****Since January 2015:**

Board member of XTL Biopharmaceuticals Ltd. (NASDAQ: XTLB), a biopharmaceutical company, focuses on the acquisition, development, and commercialization of pharmaceutical products for the treatment of unmet clinical needs.

**Since December 2015:**

Board member of MDG Real Estate Global Limited.

**Since February 2016:**

Board member of The Klein International Group Limited.

**2007–2009:** Board member of 012 Smile (later renamed to B Communications) a public traded Nasdaq Company.

**1995 – 1999:** Internal Auditor of the Israeli Students' Association.

**1996 – 2009:** Internal Auditor of Academion, business retail partnership of the Hebrew University in Jerusalem and its Students Association.

**Doron Turgeman**

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**Ami Barlev**

Date of birth: 1.6.1978  
Business Address : 2 Dov Friedman Street, Ramat Gan 5250301, Israel  
E-mail: Amiba@eurocom.co.il

**Country of citizenship:**

Israel.

**Marital status:**

Married + 4.

**Education:**

- Bar Ilan University - LL.B - Bachelor of Laws.
- Israel Bar Association, 2006.

**Business Experience:**

**Eurocom Group**

- Since 2008 - currently - General Counsel - Eurocom Communications Ltd.
- Legal Counsel to various companies within the Eurocom Group.
- Since 2014 - and currently - VP - Eurocom Communications Ltd.
- Director of various private companies within the Eurocom Group.

## Condensed Résumé

### Ilan Biran

Born in Kiryat Haim, 1946, married with 4 children, 9 grandchildren.

B.A. Economics and Business Administration, Bar Ilan University.

Diploma – Research Fellow for Strategy and Political Economics, Georgetown University, Washington, USA.

Graduate of the Command and General Staff College of the US Marine Corps, and graduate of the IDF Staff and Command College.

Inducted into the IDF in 1964. Among my postings: OC Central Command, head of IDF Technology and Logistics branch with the rank of Major General, head of GHQ Operations department. Commander of the Galil division, commander of an armored division, commandant of Officers School, and commander of Golani Brigade.

### **Served as Director General of the Ministry of Defense, 1996-1999.**

Responsibilities included management of a budget of more than NIS 50 billion, coordinating alternatives and decisions concerning multi-year plans, development and procurement: technologically complex and high-resource combat systems. Led the defense industries to significant increase in exports, implemented successful recovery plans, including the transition of Rafael from a government-supported unit to a company, and the recovery of Israel Aircraft Industries (today Israel Aerospace Industries).

In 1999, after retiring from the Ministry of Defense and ending 35 years of service in the defense system, **I was appointed CEO of Bezeq The Israel Telecommunication Corp. Ltd.**

In this capacity, I led, formulated and implemented the vision and corporate strategy of Bezeq Group:

Brought about a change in the structure and efficiency of the Group, pushed the company into leading the revolution in the communications and content market (initiated the acquisition of 50% of Pelephone which resulted in 100% ownership, the establishment and consolidation of yes, and the penetration of broadband in Israel to hundreds of thousands of customers).

During my term as CEO, agreements were signed for its full privatization, as well as labor agreements that structured the material conditions that enabled Bezeq Group to thrive.

From 2004 to 2006 I served as Chairman of yes, and in 2006 I was appointed Chairman of Beit Shemesh Engines. Concurrently, I served as a director in several other companies, such as Israel Aerospace Industries, Netafim, Bank Massad, Delta 3.

Between 2007 and 2013 I served as Chairman of Rafael Advanced Warfare Systems Ltd.

I led the strategic vision of Rafael and its transition into a unique group of companies for development, research and production, both in leading weapons systems and worldwide primacy, such as Magic Wand, Iron Dome and Windbreaker, as well as other classified systems. I led Rafael to become a profitable group that pays dividends of hundreds of millions of

shekels in profits to the State and distributes a significant part of its profits to its employees in the form of bonuses.

In 2013 I was awarded an honorary doctorate by The Technion – Israel Institute of Technology, Haifa, for my contribution to the defense industry.

Currently Chairman of Plasan Sasa Ltd., a position I have held since June 2015.

Chairman of Hahezneq – Melodia Ltd. – nanocellulose and unique applications in materials (Faculty of Agriculture, Rehovot).

For the past nine years I have served as Chairman of the Administration Committee at Kinneret Academic College, Jordan Valley. I do this on a voluntary basis as an educational mission, and have been elected for another three years – through 2021.

Director of Discount Bank from 2008 to 2017. Member of the Strategy, Risk Management, Computerization and Assets, Audit Committees, and chairman of the Compensation Committee.

I have financial / banking expertise, as attested by the Bank of Israel.

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Mobile: +972-50-4444888

## **RESUME**

### **Personal particulars**

**Name:** Orly Guy  
**Address:** 20 Lincoln Street, Beit Rubinstein, Tel Aviv  
**Office phone:** 03-6240240, Fax: 03-6240111  
**Personal phone:** 09-7747356, 052-5257878  
**E-mail:** [orly@ogb-law.co.il](mailto:orly@ogb-law.co.il)

**Founder and manager of a law firm specializing in business, commerce and real estate. Extensive experience in the initiation, establishment and mentoring of Internet and real estate companies, and in working with retail supermarket chains. I am a member of the boards of directors of public and private companies.**

**Since 2012, while running the law firm, I have established and been part of the management team of Dafni Hair Products Ltd., which develops innovative hair products such as a hair-straightening brush which is now being sold in dozens of countries all over the world.**

### **Work experience**

- 2012-** Founder and member of management of Dafni Hair Products Ltd., which develops innovative hair products and markets them worldwide. In charge of the company's business development, including building strategy and identifying and developing potential markets.
- 1994-** Managing partner of a law firm with a professional team of lawyers and interns, working in the civil-commercial field in areas such as corporate law and securities laws, real estate and litigation.
- In corporate law, I accompany merger and acquisition deals, investment and cooperation transactions, from preparation of the business outline, managing complex negotiations, planning the tax aspects, and regular advising of companies in their areas of business.
- In the capital market I work with companies on private placements and public offerings, and on due diligence processes.
- In the field of intellectual property, I provide consulting services and work regularly with companies on the registration of their intellectual property in Israel and abroad, including patents, trademarks and copyright, assist in building IP portfolios and enforcing intellectual property rights.
- 1992-1994** Lawyer in the law firm of Weisglass – Almagor. My work included –  
Involvement in the liquidation of Hassneh;  
Real estate transactions, from identification of the land to population, including involvement in the erection of Ramat Marpeh Hospital;  
Consulting at kibbutzim and moshavim during privatization and on arrangements with banks.

- 1989-1992** Legal Counsel and member of management at Edgar Investment and Development Ltd., a public company with shares traded on the TASE.  
Regular legal advice to the company;  
Initiation of real estate transactions;  
Human resource management;  
Management of the company's imports and exports.
- 1988-1999** Legal internship.
- 1984-1988** Office manager for publisher Terra Sancta Arts Ltd., which deals mainly with the publication of art books, ancient maps and calendars.
- 1981-1984** Ground hostess manager at Arkia Israeli Airlines Ltd., and in charge of placement of air and ground crews in the company. Previously, I was a ground hostess and flight attendant in the company.

### **Education**

- 1982-1987** LL.B., Tel Aviv University. Major in taxation and economics, antitrust.
- 1998** Mediation course, Gome.  
I have specialized in business and commercial mediation since 1994, including mediation and settlement between shareholders, managers and business partners.
- 2002** Directors course for senior officers in government companies, under the aegis of Israel College of Management. The course included training in accounting and financial statements analysis.

### **Board memberships**

- 2005-2014** External director with accounting and financial expertise, of Internet Gold – Golden Lines Ltd. Chairman of the Financial Statements Review Committee and of the Audit Committee.
- 2007-2013** External director of Medtechnica Ltd. and chairman of the Audit Committee.
- 2009-2010** Director of the Mutual Insurance Fund for Histadrut Civil Servants Ltd. Member of the fund's committees and chairman of the Audit Committee.
- 2009-2010** External director with accounting and financial expertise of Aloni Industries Ltd.. Member of the Audit Committee until the company went private.
- 2007-2010** Director representing the government at the Study Fund for Civil Servants of Uniform Rank Ltd.
- 2000-2007** Director and member of board committees of Intec Pharma Ltd., a pharma company,
- 2000-2003** Director representing the government at the Israeli Credit Insurance Company (the company was privatized during my term of office). I was a member of the



Assets Committee, the Budget Committee, and an ad hoc committee set up to search for a CEO and to review various contacts.

**Public activities – Committee memberships**

- 2014-** Member of the National Disciplinary Tribunal of the Bar Association.
- 2004-2015** Member of the Keren Or Association for Aid and Advancement, headed by Mr. Aharon Castro.  
Member of the association's Audit Committee.
- 2004-2005** Member of the Committee for Dispute Resolution Alternatives.  
Member of the International Relations Committee of the Bar Association.  
Member of the Further Studies Committee of the Bar Association.
- 2002** Member of the Municipal Taxation Affairs Committee of the Bar Association.

**Military service**

- 1970-1981 NCO – Education and Geography of Israel, engineering regiment.

# Avital Bar-Dayan, Resume

## Professional Experience

### **Corporate Finance Senior Consultant, Since 2016:**

- Finance Consultancy for leading corporates with respect to IPO, M&A, private loans etc
- Consultancy in credit rating processes
- Investor Relations Consultancy (local and foreign)
- Lecturer in professional institutions - corporate finance, TA capital market, corporate governance

### **Southern Properties Capital Ltd, External board member, Since 2017:**

Real estate company specialized in ownership and management of multi-family units in the USA

Position: External Director, member of the balance sheet committee, audit committee and chairman of the compensation committee

### **IDB Group, IDB Development Corp Ltd., 2012-2016:**

IDB development is a leading investment conglomerate with major presence in the Israeli economy via its investee companies

#### Position: **Management member - Head of Finance and Investor Relations**

- Management of the financial agreements opposite local and foreign banks, non-bank lenders, bonds holders, financial institutions and rating agency, during a period of debt restructuring, distress and legal processes
- Forming and executing financial plans, inter alia, by capital issuances through public offering in the Tel Aviv capital market
- Leading an international process for the sale of IDBD's stake in Clal Insurance Enterprises Holding
- Executive committee member - IDB Tourism, Conducting the process of strategy, funding and operation reorganization
- Director on behalf of IDB Development in Discount Investments Ltd (public company), 2013
- Director on behalf of IDB Development in Open Sky, part of the IDB Tourism Group, 2015-2016

### **Midroog Ltd. (Moody's Corporation), 2003-2012:**

Midroog specialized in credit risks analysis and is an affiliate of **Moody's Corporation** in Israel

#### Position: **Executive Vice President, partner in the establishment of Midroog**

- Establishment and foundation corporate risks analysis - Leading and managing dozens of rating and risk assessment processes for a variety of issuers
- In depth knowledge of the Israeli communication sector, achieved by leading the rating and monitoring processes of the major players in the sector
- Business development

**Ofek Securities and Investments Ltd., 1995-2003:**

Assets management firm, former member of the Bank Leumi Group

Positions: **Head of the Economic Department, 2001-2003**

**Senior analyst, Equity and debt analysis, 1995-2001**

- Managing and leading the analytic department
- Specialization in micro analysis – debt and equity analysis
- In-depth knowledge of the local capital market
- Director, Ofek Leumi Financial Instruments Ltd. 1998-2003; The first in Israel to offer ETF products

**Tsu'ot Financial Management Advisors, 1992-1995:**

Position: **Analyst**

- Appraisals, equity analysis, M&A transactions

Education:

- MBA (Master's) in business and finance, Bar Ilan University, 1995
- BA Economics and Agriculture, the Hebrew University, 1992
- Graduate directors seminar issued by LAHAV- management school, Tel Aviv University, 2011
- Graduate mediation seminar issued by GOME institution, 2018

Additional Information:

- Date: March 22, 2018

## **David Granot – Résumé**

### **Personal particulars**

Marital status: married + 3  
Date of birth: January 30, 1947, Poland  
Date of immigration: 1950  
Address: 26 Hashomer St., Raanana

### **Military service**

Conscription to combat units. Discharge rank: Lieutenant. My final posting was as an instructor at Officers School.

Reserve duty: combat units. Final discharge rank: Major. Final posting – Intelligence officer.

### **Education**

1970 – B.A. Economics, Hebrew University of Jerusalem.  
1973 – MBA (Major: Accounting), Hebrew University of Jerusalem.

### **Employment**

2009 – present:

- Director and temporary chairman of Bezeq and its subsidiaries
- Board member at Elrov Israel (public company)
- Board member at Ormat Technologies (American public company)
- Board member at Tempo Beverages (reporting company)
- Board member at Calcalit Jerusalem (public company)
- Board member at Gervue 1, a power station in Nigeria (private company)
- Board member at Sonol (private company)

2009-2017

- Board member at Harel Insurance Investments Ltd. Chairman of the Nostro Investments Committee, member of the Credit Committee, Chairman of the Balance Sheet Committee, member of all board committees of the Group

2007-2013

- Financial adviser and board memberships in BSG Group

2001-2007 – CEO of First International Bank

Chairman of subsidiaries (FIBI Switzerland, FIBI London, Bank Otsar Hahayal).

Board member of subsidiaries (Bank Poalei Agudat Yisrael)

1998-2000 – CEO of Discount Bank

Chairman and board member of the subsidiaries (Discount New York, Mercantile Bank, Chairman of Visa CAL).

1995-1998 – CEO of Union Bank

Board member of the bank's subsidiaries.

1995-2007 – Member of the Advisory Committee for Banking Affairs of the Bank of Israel.

1991-1995 – CEO and board member of Bank Leumi UK.

Chairman of the Board of Bank Leumi – Jersey.

1988-1991 – Head of the Capital Market and Financial Services department and member of management at Bank Leumi.

Chairman of the Board in the subsidiaries of Bank Leumi related to the department (Psagot, Pia, Ofek, Insurance Brokers Union, Visa CAL).

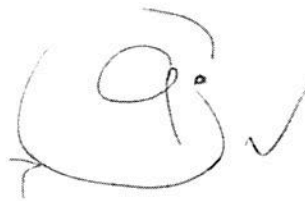
Member of the Board of Directors of the Securities Exchange.

1986-1988 – Responsible for US branches of Bank Leumi (Miami, Los Angeles, Philadelphia, Chicago).

1983-1986 – General Manager of the Securities department of Bank Leumi and then head of the bank's Investments department. Member of the Board of Directors of the Securities Exchange.

1978-1983 – Senior positions in the International Division of Bank Leumi.

1971-1978 – Deputy Foreign Currency Transactions Comptroller at the Ministry of Finance and then Foreign Currency Transactions Comptroller at the Ministry of Finance.



## KOTLER DOV

052-3290092

[Dov@iintoo.com](mailto:Dov@iintoo.com)

2nd Pumbadita st., Tel Aviv

**SUMMARY** Vast experience of over 40 years in the financial sector, of which 16 years active as a CEO.

### PROFESSIONAL EXPERIENCE

- |                |   |  |                   |
|----------------|---|--|-------------------|
| 2015 - Present | <b>IINTOO.COM</b>   | <b>Co-founder and Chairman</b>             | <b>Israel\USA</b> |
|                | <i>Iintoo.com is a new crowd funding initiative investing in the real estate sector.</i>  |  |                   |
|                | Raised over 100M from Israeli and American investors for 38 projects across the USA.  |  |                   |
| 2015 - Present | <b>Fintech startup area</b>   | <b>Advisory Board of 3 Startups</b>        | <b>Israel</b>     |
|                | <i>Leading new up and coming Israeli finTech initiatives to success based on guidance and network</i>   |  |                   |
| 2015 - Present | <b>Israel's Service Forum</b>   | <b>Chairman</b>                            | <b>Israel</b>     |
|                | <i>Improving the quality of the service and standards for Israeli companies</i>   |  |                   |
| 2009 - 2017    | <b>Amir Provision</b>   | <b>Director</b>                            | <b>Israel</b>     |
|                | <i>Public traded company</i>  |  |                   |
| 2009 - 2015    | <b>Isracard &amp; Poalim Express</b>  | <b>CEO</b>                                 | <b>Israel</b>     |
|                | <i>Isracard is the largest issuer &amp; acquirer in Israel, and Poalim Express is the sole representative of AMEX in Israel which represents market share of 48%</i>  |  |                   |
|                | <ul style="list-style-type: none"> <li>• Spearheaded the group to a 70% increase in Net Profit: From 176 mil NIS 2008 to 299 mil NIS in 2014.</li> <li>• Drove consumer lending focus, more than doubling the lending portfolio as a result</li> <li>• Turned the company into a leader both in the digital and mobile platforms, including a digital wallet, mobile app, online promotions and more.</li> <li>• Awarded #1 company at customer support by the Israeli Center of Management.</li> </ul> |  |                   |
| 2006 - 2007    | <b>Prisma Investment House</b>  | <b>CEO</b>                                 | <b>Israel</b>     |
|                | <ul style="list-style-type: none"> <li>• Building the company bottom up, facing great managerial challenges</li> <li>• Hands-on structuring, overseeing all aspects including devising financial strategy, brand awareness, recruitments, sales and more.</li> <li>• At its peak company managed 60 billion NIS.</li> </ul>   |  |                   |
| 2004 - 2006    | <b>Union Bank</b>   | <b>CEO</b>                                 | <b>Israel</b>     |
|                | <i>Commercial bank, the 6<sup>th</sup> largest bank in Israel</i>   |  |                   |
|                | <ul style="list-style-type: none"> <li>• Ran a financial turn-around, transformed bank from loss to profitability</li> <li>• Doubled the branch network to significantly increase retail exposure</li> </ul>  |  |                   |
| 2000 - 2004    | <b>Visa Cal</b>   | <b>CEO</b>                                 | <b>Israel</b>     |
|                | <i>2<sup>nd</sup> biggest credit card company in Israel at the time</i>   |  |                   |
|                | <ul style="list-style-type: none"> <li>• Shifting the company's strategy during ownership change due to the Antitrust Controller decision.</li> <li>• Improved company profitability despite substantial customer base reduction as a result of regulation</li> </ul>   |  |                   |
| 1995 - 1999    | <b>Union Bank</b>   | <b>VP and Tel-Aviv main branch manager</b> | <b>Israel</b>     |
|                | <ul style="list-style-type: none"> <li>• Managing full branch team as well as direct client relationships</li> </ul>  |  |                   |
| 1977 - 1995    | <b>Bank Leumi</b>   |  |                   |
|                | <b>Various roles incl.: Banking Division Director &amp; Corporate Division Director Israel\USA</b>  |  |                   |
|                | <i>2<sup>nd</sup> biggest bank in Israel</i>  |  |                   |
|                | <ul style="list-style-type: none"> <li>• Served in a multitude of roles during 18 years with Leumi, building all relevant banking capabilities</li> <li>• Worked as a lending officer in NYC for 2 years</li> </ul>   |  |                   |

### EDUCATION

- |           |                                     |                       |
|-----------|-------------------------------------|-----------------------|
| 1998      | <b>Harvard Business School, USA</b> | AMP Program           |
| 1980-1982 | <b>Tel Aviv University, Israel</b>  | MBA in Finance        |
| 1977-1980 | <b>Tel Aviv University, Israel</b>  | Bachelor in Economics |

### MISC

- |                |  |                       |               |
|----------------|--|-----------------------|---------------|
| 2015 - Current | <b>Hagal Sheli Voluntary Association</b> | <b>Advisory Board</b> | <b>Israel</b> |
|----------------|--|-----------------------|---------------|

## **Doron Birger**

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e-mail: [doron@management.org.il](mailto:doron@management.org.il)

### **Professional experience**

#### **5/2009 to present – Doron Birger Management and Consulting Ltd.**

Acting chairman of technology companies Medigoss (a public company traded on Nasdaq and the TASE), IOptima, Site Technologies, Normi and MST (medical instrumentation) and Magisto (video and Internet).

Board member in IceCure (TASE), MCS Medical Compression (TASE), Vibrant (medical Instrumentation) and Mekorot.

Business and finance consultant to a number of technology companies.

**6/2010-6/2013** – Manager of Operations in Israel of Landmark Ventures, an American investment bank whose focus is the world of high-tech.

#### **1994-4/2009 – Elron Electronic Industries Ltd.**

An operating holdings company focused on high-tech, traded on Nasdaq and the TASE.

#### **2002-4/2009 – President and CEO**

- During my term as CEO, Elron changed and grew to become a leading technology holdings group in Israel, with 27 companies of which three are public, in the fields of medical instrumentation, communications and software, semiconductors and clean technology.
- In this period Elron entered into two new fields: medical instrumentation and clean technology.
- During that time, Elron invested approx. USD 350M in 20 new companies.
- 13 holdings were sold for more than one billions dollars, among them Elron for USD 600M.
- Five mergers and spin-offs were completed at Elron and in group companies for a total value of USD 600M.
- Three public offerings of group companies were made on Nasdaq and the TASE.
- Numerous private placements to companies in the group at a total value of hundreds of millions of dollars, to strategic investors, American venture capital funds and Israeli funds.
- Cash dividends amounting to USD 90M (\$3 per share) were distributed to the shareholders.

- **Boards of directors**

**Given Imaging (Nasdaq and the TASE), and Chairman of the Board for five years (2002-2007).**

In various periods, member of the boards of directors of public companies: Elbit Systems, Elbit Ltd., Netvision, Sterling, and of many private companies in Elron Group.

**2001-2002 – President of Elron and CFO of the company**

**1994-2001 – CFO and Company Secretary of the company**

- During this period I was involved in investments amounting to USD 200M; in five mergers and spin-offs valued at USD 500M; seven sales of holdings for one billion dollars, including Elron for USD 400 million; three public offerings on Nasdaq and numerous private placements for hundreds of millions of dollars.
- In 1999 I received an award from Forum CFO.

**1978-1994 – CFO in a number of industrial companies**

1991-1994 – **North Hills Electronic** (data communications), a subsidiary of an American public company.

1990-1991 – **Middle East Pipes** (steel industry).

1988-1990 – **Maquette Ltd.** (leather fashion).

1981-1988 – **Bateman Engineering and EDS** (subsidiary of an international engineering company headquartered in South Africa).

1978-1981 – **Fibronix** (communications, optical fibers), member of the founding team of the company.

**Education**

1978 – M.A. Economics (including business administration studies), Hebrew University of Jerusalem.

1975 – B.A. Economics. Hebrew University of Jerusalem.

**Public activities**

- Chairman of Carmel Co., the implementation company of Haifa University.
- Member of the directorate of the Union of Electronics and Software Industries.
- Board member of the National Museum of Science and Technology in Haifa.
- Board member of Young Entrepreneurs for Israel.
- Member of the Administration Committee of DVI – Volunteer Dentists for Israel.
- Member of the Administration Committee of the Sam Spiegel Film and Television School in Jerusalem.



**Membership on boards of directors**

- Nov. 2014 to Nov 2017-external director of Israel Railways Ltd  
Chairperson of the financial statements review committee,  
Chairperson of the compensation committee, member of the audit committee and the personnel committee.
- Mar. 2016 to present – external director at Mivtach Shamir Holding Ltd  
member of the investment committee, audit committee, financial statements review committee and compensation committee.
- Mar. 2009 to Mar. 2018 – external director at Israel Discount Bank
- Mar. 2011 to Mar. 2018 – chairperson of the audit committee and the financial statements review committee, member of the risk management committee, personnel committee, compensation committee, ad hoc search committee for CEO, coordinating committee, and corporate governance committee
- Mar. 2009 to Mar. 2011 – member of the audit committee, risk management committee, personnel and social responsibility committee, foreign branches committee, and insurance and assets committee
- Mar. 2011 to Sep. 2014 – director at Cellcom Israel, member of the monitoring committee and compensation committee
- Mar. 2007 to Dec. 2008 – member of the board of directors of Igud Leasing Ltd.
- Sept. 2005 to Dec. 2008 – member of the board of directors of Igudim Insurance Agency (1995) Ltd.
- Sept. 2005 to Dec. 2008 – member of the board of directors of Igudim Ltd.
- Feb. 2004 to Dec. 2008 – member of the board of directors of Livluv Insurance Agency (1993) Ltd.
- Mar. 2001 to Feb. 2004 – CEO and member of the board of directors of Bitan-Investment and Mortgages Ltd.
- Mar. 2001 to Feb. 2004 – CEO and member of the board of directors of Finance and Mortgages Ltd.
- May 1998 to July 1999 – member of the board of directors of American Israeli Bank
- Up to Dec. 2007 – member of the board of directors of five pension funds

Up to Dec. 1996 – Chairperson of the board of directors of Tranit-Life Insurance Agency

## **Professional Experience**

### **2004 to 2008 – Union Bank of Israel Ltd.**

July 2007 to Dec. 2008 – Senior Deputy Manager Director Retail Banking, Advisory & Customer Assets Division

In addition to managing the various banking processes and areas mentioned below, I established and developed the customer assets division, which enabled the development of a holistic approach to clients: clarifying needs, creating and developing products that provide solutions, and comprehensive financial and pension advice.

Responsible for developing and managing marketing campaigns and promoting the idea of providing real added value to customers and associated businesses.

Feb. 2004 to June 2007 – Senior Deputy General Manager Retail banking and risk management

Responsible for the bank's branches

Responsible for marketing and advertising

Responsible for the bank's *nostro* accounts

Responsible for the risk management division

Developing the private banking at branches and the premium division

Developing and strengthening the direct banking channels – "Igud Yashir"

Developing the whole area of pension consultation at the bank. Union Bank was the first to receive a corporate bank consulting license.

Leading and managing the following major business processes:

- Developing a new approach to retail banking at Union Bank, including
- attracting new retail and household clients
- Expanding branches, opening 13 new branches (increased from 22 to 35)
- Promoting the concept of Union Bank as a unique bank that offers clients unique products.

### **2001 to 2004 – Bank Mishkan**

CEO

Led one of the three largest mortgage banks. Developed a new approach to mortgages. Developed a variety of alternative products and a marketing approach. Significantly increased the bank's market share and profitability. Managed and strengthened the bank up to its merger with Bank Hapoalim.

### **1981 to 2001 – Bank Hapoalim Ltd.**

Nov. 1995 to Mar. 2001 – Executive VP, Direct Banking Division

Complete responsibility for all direct banking at the largest bank in the country. Responsible for developing and increasing the use of self-service banking nationally.

Creating and developing Bank Hapoalim's website, which was the leading site in the banking industry, and significantly expanding the use of internet services.

Establishing, developing, and strengthening the call center, and upgrading it to a contact center, which also became a leading service in the banking industry.

**May 1994 to Nov. 1995 – provident funds and financial advice division**

Developing and managing products, providing comprehensive advice to clients, and creating a consulting system for retirees and dismissed employees.

**1975 to 1981 – Tel Aviv University Economics Department**

Department advisor, professional coordinator, lecturer and research assistant

**Education**

M.A. in economics – Tel Aviv University

B.A. in economics and statistics, with honors – Tel Aviv University

***Personal particulars***

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Name: Amnon Dick  
Place of birth: Israel  
Year of birth: 1952  
Marital status: Married + 2  
Education: MBA – Tel Aviv University  
B.A. (Economics) – Tel Aviv University

***General profile***

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Businessman with shareholdings in companies, director, and consultant to companies.

More than 35 years of extensive business experience, including senior positions (chairman and CEO) in leading Israeli companies with operations at home and abroad. Member of the Board of Directors of Bank Hapoalim.

Shareholder and director in Mirs Communications – Hot Mobile (Israeli partner of Patrick Drahi).

Partner and director in FM103 (“Non-Stop Radio”), FM99 – “ECO” and “Radio North” radio stations.

Partner and shareholder in OPSE Logistics, holder of the UPS franchise in Israel.

Former CEO of Bezeq Group, Israel’s largest telecommunications group, which operates in telephony, cellular, Internet, and multichannel television (“yes”).

Former Chairman and CEO of Elite International, a leader in the Israeli and international coffee markets.

Also held senior positions such as general manager, as well as in marketing and commerce in leading companies.

More than 10 years’ experience as a member of the board of directors and committees of Israel Chemicals and its subsidiaries.

***Business experience***

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2013-	Shareholder in OPSE – UPS (Israel)
2011-2014	Partner and director in Mirs Communications – Hot Mobile
2010-	External director of Bank Hapoalim
2006-	Owner and chairman of Adsensory. Consultant to international companies on consumer goods (FMCG) and telecommunications
2003-2005	CEO of Bezeq Group
2001-2003	International consultant and businessman
1997-2001	Chairman and CEO of Elite International
1995-1996	CEO of Shekem
1993-1995	CEO of Yaffora (soft drinks)
1988-1993	Deputy CEO of Elite Industries
1986-1988	CEO of Maadanot
1981-1986	Head of sales and marketing at Coca Cola Israel

***Other activities***

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Chairman of Tel Aviv University’s Association of Friends and Academic Business Club.  
Vice-Chairman and director of Habima, Israel’s national theater.

David Avner  
Address: 16 Derech Hasadot St., Beit Yitzchak, Shaar Hefer  
Telephone: 04-9930660  
Cellular: 054-2266222  
Date of birth: August 29, 1951  
Marital status: Married + 3  
Email address: [AvnerDav@gmail.com](mailto:AvnerDav@gmail.com)

### **Professional experience**

#### **2011-2017 – Bank Leumi Ltd.**

Director, member of Strategy Committee, Credit Committee, Resources Committee.  
Formerly also a member of the Risks Committee and the Administration Committee.

CEO and owner of N.S.Y Avner Ltd.

Since 2013, member of the Managerial Committee of The Technion.

Since 2014, lecturer at Ono College.

#### **2006-2010 – CEO of Partner Communications Ltd.**

##### **Approx. 6,000 employees and NIS 6.2 billion turnover**

I led the company to unprecedented achievements:

- Doubling the net profit of the company and almost tripling its market value.
- Creation and strengthening of various aspects in the company, such as “the best place to work”.  
The most innovative company, with the strongest brand and the best customer service in the telecom market.
- **In 2008 I gained second place (after Shlomo Yanai, then CEO of Teva) in a survey of CEOs conducted by Calcalist.**  
I led the formulation and implementation of a new business strategy for the company, mainly a transition from a cellular company to an all-round communications player operating, in addition to its cellular business, in line communications and the Internet. I introduced an efficiency plan that resulted in a dramatic rise in all profitability indices.  
I spearheaded a change in the company’s control process and oversaw the transition from the control of the previous controlling shareholder – the Hutchison conglomerate, to Scalex Ltd. (8-9/2000).

#### **2005-2006 – Deputy CEO of Partner Communications Ltd.**

In the period prior to taking over as CEO. I was defined and functioned as Head of Management and therefore as acting CEO.

#### **2003-2005 – COO and member of management at Amdocs, the world leader in communications company software**

##### **Approx. 12,000 employees and USD 2.7 billion turnover**

- In charge of all operational activities worldwide (more than 10,000 employees), including direct responsibility for all development sites in Israel, Cyprus and India.
- Set-up of software development center in India with 1,000 programmers.



**2000-2003 – Amdocs – President of group of Europe and Latin America divisions and member of management**

- In charge of human resources, management, quality assurance, purchasing, budget and control, and outsourcing – throughout the company.
- Member of the company's strategic planning team and leader of the company's efficiency efforts.
- Member of management and president of the group for Europe and Latin America.
- Finding solutions in the customer debit and development system.
- Recruitment of about 1,600 professionals, among them software engineers, marketers, sales engineers, managers, finance experts, and human resource experts.

The group oversaw more than 50 projects in Europe and in Central and South America, two large projects in the US, and others in the Iberian Peninsula, the UK, Ireland, Turkey, Greece and South Africa.

**1996-2000 – Strauss Dairies Ltd.**

**Approx. 1,300 employees and NIS 1 billion turnover**

**General Manager of the Dairies Division**

Areas of responsibility:

- Consolidation of the company's strategic concept.
- Marketing management in a competitive market, operational sequence management, assurance of optimization of quality management costs.
- Human resource management, with emphasis on manager placement and the development of their professional careers.
- Establishment of a new factory, including its infrastructure, operating and financial set-up.

**1996-1998 – Yotvata Dairies, subsidiary of Strauss Dairies**

**Approx. 100 employees and NIS 200 million turnover**

**Active director at Yotvata Dairies**

Areas of responsibility:

- Structuring a business and marketing strategy.
- Creation of the synergy between the parent and the subsidiary.
- Overall responsibility towards the Board of Directors of Strauss for all the activities of the company, oversight and management of the budget, operations, financial system, and human resources.

**1991-1996 – Strauss Ice-Cream Israel**

**Manager of ice-cream factory**

Areas of responsibility:

- General management of the operational sequence with emphasis on product development, purchasing and logistics.
- Development and management of operational efficiency and quality.
- Human resource management, including employee placement and the development and advancement of employees and managers.

- Crisis management: I was appointed to manage the rehabilitation of the factory after a fire in 1995.

### **1983-1991 – Strauss Dairies Ltd.**

#### **Information systems manager**

Areas of responsibility:

- Set-up and management of computerization unit.
- Analysis and definition of organizational processes.
- Development of an online system and integration (MRP) for sales, product management, logistics, finance and control.

### **1980-1983 – Zim Integrated Shipping Services**

#### **Leader of software team**

Areas of responsibility:

- Head of software, computerization and shipping containers groups.

### **1976-1980 – Elbit Systems Ltd.**

#### **Programmer/Mathematician – Practical Mathematics department**

- Involvement in the development of military in-flight computerization (real time).
- Development of navigation programs and ballistic software during flight.

### **Education**

1972-1976 – BA in mathematics and philosophy – Haifa University.

1991-1994 – MBA – The Technion.

## **Yaakov Goldman (Goldy) – Résumé**

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### **Through end July 2010 – Director of Bank Leumi**

- Director of Bank Leumi (from 2003).
- Member of board committees: Credit Committee, Audit Committee, Financial Statements Review Committee, Prospectuses Committee and Procedure Committee, as well as a number of ad hoc committees.
- During my term of office the bank successfully faced numerous challenges (notably the 2008 global financial crisis) and consolidated its position as Israel's leading bank.
- As a director, I needed a broad system-wide view and a thorough understanding of the Israeli economy and global changes, which called on the financial and business knowledge I had acquired over the years.
- As a committee member I dealt with strategic changes and working with other board members for the assimilation of systems and processes at the bank (SOX, Basel 2, direct banking – Leumi Digital, and others).

### **Until early March 2012**

- External director of Elron Electronic Industries (traded on the TASE and more recently also on Nasdaq: ELRN). I completed three terms as an external director there (nine years in all).
- External director of Negev Ceramics for a term of four years which ended when the company went private following a takeover bid.

### **Current positions**

- **Professional director (“accounting-financial expertise”) of public companies:** Meitav Dash Investments, Isrotel and IceCure Medical Ltd., director of MER Telemanagement Solutions (Nasdaq: MTSL), Beit Hazahav, Select Biomed and Medipower (a Cypriot company traded in Israel).
- Consultant to growing companies on all aspects of their financing: raising capital, real investments, mergers and acquisitions, change and efficiency processes.
- Active in a number of enterprises for the community in education for the young (Bialik-Rogosin and Shevah-Mofet schools, Ofanim, a not for profit organization). I am also a member of the Audit Committee of Round-Up.



### **May 2007 – May 2009**

**Chairman of I.T.G.I. Medical** (a medical instrumentation company traded on the TASE) – As Chairman and together with my management colleagues, I led the company's IPO and the transition from plans to actual production and sales. I resigned when the controlling shareholder became the new chairman.

### **October 2004 – September 2008**

I was elected to serve as **Professional Secretary of the Members Survey Institute of the Institute of Certified Public Accountants**. Over those four years I structured the basis and work procedures of the Members Survey Institute after an in-depth analysis of the work of the CPAs with public companies and investors. During the same period I regularly surveyed the various offices.

### **September 2000 – November 2001**

**Investment Manager (Managing Director) at Argoquest Holdings LLC – an American investment company**. I was a member of the senior management team and was involved with numerous Israeli and American start-ups and their financial, operational and marketing processes. Towards the end of 2001 the company downsized owing to a crisis in the high-tech sector.

### **November 1981 – August 2000**

#### **Senior partner at Kesselman & Kesselman (PricewaterhouseCoopers)**

Advising and monitoring large and leading companies as they made accounting preparations for raising capital and various transactions. It was here that I gained valuable experience in foreign investors in Israel, private capital raising, public offerings in Israel and abroad, and merger and acquisition transactions (among them the acquisition of ICQ by AOL for USD 407 million in 1996). Among my clients were some of the largest companies in Israel in various sectors (high-tech, industry, real estate, hotels, commerce, government authorities and others). As senior partner I oversaw a team of 30 auditors and interns and various office activities (such as the training and further studies system).

### **Education**

Graduate of the School of Economics, Tel Aviv University.

Born 1955; married + 4.

## **RESUME**

### Personal particulars

Name: Shlomo Zohar

Date of birth: September 30, 1951, Israel

Marital status: Married + 4

Tel: 03-5145551, 054-7635755

### Education

BA Economics and Accounting, Bar Ilan University.

MBA (Major – Accounting and Finance), McGill University, Canada.

### Professional experience

Licensed CPA with 27 years of professional experience.

Managing partner in Zohar Zohar & Co.(1980-2005), in charge of audit portfolios of some of the largest companies in the country, mergers and acquisitions, not for profit organizations, municipal companies and local authorities, as well as international taxation consulting.

Member of the Auditing Standards Committee and the Internal Auditing Committee of the Institute of Certified Public Accountants (1990-2005).

Lecturer on auditing at Bar Ilan University, Tel Aviv University and the College of Management (1980-2000).

### 01/2006-12/2009

- Chairman, Israel Discount Bank Ltd.
- Chairman, Mercantile Discount Bank Ltd.
- Chairman, Discount Israel Capital Markets and Investments Ltd.
- Chairman, Israel Credit Cards Ltd.
- Director and Vice Chairman, Israel Discount Bank of New York
- Director, Discount Bancorp Inc.
- Member of some board committees in those companies

### 2010 to the present

#### Current positions

CEO of ADO Group Ltd. of Housing and Construction Group Ltd.

Vice Chairman – ADO Properties S.A.

Director – Delek USA

Director – Naaman Porcelain Ltd.

Director – Ham-Let Israel-Canada Ltd.

Director – Dan Public Transport Co. Ltd.

Director – Sonol Israel Ltd.

## **Naomi Sandhaus, Adv.**

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Tel: 0543600700

### **Professional background**

**2015-2017 – VP Legal Counsel, Regulation (for most of the period) and Company Secretary at Partner Communications Ltd.** My role was to manage the legal advice, the complex regulation vis-à-vis the numerous authorities and within the company, to serve as company secretary (a dual public company listed for trading in Tel Aviv and on Nasdaq), and the work of the Board of Directors and its committees.

**2009-2014 – Chief Legal Counsel at Bank Leumi, head of the Legal Advice Division and Legal Risks Manager of the Group.** From 2011 I served as a member of the bank's management as Deputy General Manager. I led, literally, a revolution in the concept of service, human resource management and the development of excellence.

Principal areas of my work:

- The capital market, guiding the activities of institutional customers, legal advice for dealing room activities, handling capital raising and preparing prospectuses, legal advice on accounting topics, including financial statements
- Legal advice to the Board of Directors and to the Audit and Compensation Committees, including preparation of the compensation policy and compliance plan
- Dealing with regulation and legislation (including contact with authorities and foreign legislation) concerning the capital market in Israel and abroad, banking and communications
- Finance transactions
- General and technological purchasing
- Internet banking
- Involvement in and legal advice for all the marketing and advertising campaigns in the media, both at the bank and at Partner
- Legal advice on all aspects of banking laws, bank-customer relations, communications laws, trademarks, copyright, privacy protection and consumer protection

### **2003-2009 – Senior Department Head for Legal Advice and member of its management.**

Areas of my responsibility and expertise: The capital market (including prospectuses and financial statements, investment advice, banking and financial products, dealing room activities), technology and direct banking, private banking, banking (licensing), various areas of banking regulation, the Securities Law, advice to the marketing department and involvement in marketing and advertising campaigns.

### **Academic position**

2002-2005 – Lecturer on banking laws in the academic stream of legal studies at the College of Management.

### **Board memberships**

**2011-2014** – The Tel Aviv Securities Exchange Ltd.

**2008-2014** – Pension and Compensation Fund Management Company of the bank's employees

**2008-2100** – Nominees Company of Bank Leumi Ltd.

**Contribution to the community**

Together with others in the division and under my leadership and with my active participation, volunteering at the "A Different Lesson" association, which provides enrichment studies for elementary school pupils in distressed neighborhoods.

**Education**

1982 – LL.B., Tel Aviv University, and license to practice law

2014 – Directors and Officers Course, Herzliya Interdisciplinary Center

2014 – Advanced course for directors – Independence and accounting and financial expertise, Herzliya Interdisciplinary Center

## **YIGAL BAR-YOSSEF**

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## **CONDENSED RESUME**

### **Board memberships**

#### **Former board memberships:**

**Migdal Holdings and Insurance** – the largest insurance company in Israel – August 2007-September 2016.

Board member, Chairman of the Audit Committee, member of the Financial Statements Review Committee, Solvency Committee, Compensation Committee and Nostro Investments Committee.

Other companies: **Magic Software Industries, Pama, Hirschson Barak, Aladdin and others.**

#### **Current board memberships:**

**Tidhar Beniya** – one of the largest construction, enterprise and property companies in Israel. Board member, chairman of the Compensation Committee, Strategy Committee and Risks Committee.

**Branco Weiss Institute** – runs schools for at-risk youth and educational projects. Member of Administration Committee, general meeting and the Economics Committee.

### **Company administration**

**Waxman Govrin Geva** – the largest company in Israel for the management and supervision of construction projects.

Member of the administration and consultant on strategy and risk management.

**Mentor of company managements – formulation of business strategy, risk management, sales management in international companies**

**In the past** – Teva, Strauss, Baran, Frutarom, Nova, Teldor, Malam, IBM, Eyesquad, Sivcom, Atlantium, Waxman Govrin Geva, ESI Angola

**Currently** – Kramer Electronics

### **Principal roles in companies**

2001-2002	Amdocs	Senior VP Sales and Marketing
1998-2001	Pelephone	CEO
1992-1997	Digital	CEO
1998	BMS	Strategy consultant

### **Education**

1971 Diploma – Systems Analysis, Israel Institute of Productivity, Jerusalem, Israel

1985 Diploma – Customer Service Management, Templeton College, Oxford, UK

1999 MBA, Hebrew University of Jerusalem, Israel