



UNITRONICS (1989) (R"G) LTD.

PRESS RELEASE

Airport City, Israel

January 31 , 2017

Regulated Information

For Immediate Release

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

Airport City, Israel – January 31, 2017 – 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. Status of securities of the corporation following the change:

Name and Type of security	Number of Security on the Stock Exchange	Amount of shares in the registered capital	Issued and paid up capital		Amount registered under a registration company
			Amount in last report	Current amount	
<i>Ordinary Shares as detailed below</i>	<i>1083831</i>	<i>100,000,000</i>	<i>15,428,504</i>	<i>15,428,504</i>	<i>11,644,509</i>
<i>Ordinary shares listed for trade on the Tel-Aviv Stock Exchange</i>	<i>1083831</i>	<i>100,000,000</i>	<i>11,644,509</i>	<i>11,644,509</i>	<i>11,644,509</i>
<i>Ordinary shares listed for trade on the Euronext Stock Exchange in Brussels</i>	<i>1083831</i>	<i>100,000,000</i>	<i>3,783,995</i>	<i>3,783,995</i>	<i>0</i>
<i>Unitronics Debentures Series 4</i>	<i>1127620</i>	<i>0</i>	<i>39,843,750</i>	<i>33,203,125</i>	<i>33,203,125</i>
<i>Unitronics Debentures Series 5</i>	<i>1133453</i>	<i>0</i>	<i>32,000,000</i>	<i>32,000,000</i>	<i>32,000,000</i>

2. The corporation advises that on 31/01/2017:

There was a change in the quantity and registration of the shareholders of the corporation as a result of:
Description of the change:

Third payment out of six payments of Debentures (series 4)

1

Name of the registered holder in respect of which the change occurred: *Mizrachi Tefahot Nominees Company Ltd.*

Identification number type: Registrar of Companies company number: 510422249

Nature of change: *Debentures payment*

Date of change: 31/01/2017 Executed through the Stock Exchange Clearing House: *Yes*

Type and name of security in which the change occurred: *Debentures (series 5)*

Security stock exchange number: *1127620*

Amount of the change: *-6,640,625*

Balance of holder's securities following the change: *33,203,125*

Third payment out of six payments of the above Debentures (series 4) has been fully paid for.

3. The main details of the shareholders register as of the reporting date are as follows:

No.	Registered shareholder name	Identification number type	Identification number	Security stock exchange number	Security type and par value	Amount of securities	Holder of shares as Trustee
1							

4. Attached is a register of shareholders in accordance with Section 130 of the Companies Law – 1999.
5. Attached is an updated file of registered securities of the corporation, including a register of option holders and debenture holders.

Respectfully,

Unitronics (1989) (R"G) Ltd.

Unitronics (1989) (R"G) Ltd.

Register of shareholders

Issued Shares

Number of share certificate	Name of shareholder ⁽¹⁾	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 ⁽²⁾
	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
	Mizrahi Tefahot Nominees Company Ltd.	510422249	Jabotinsky 7, Ramat-Gan	Ordinary	0.02	6,092,495			14.03.2016		Transfer
	Mizrahi Tefahot Nominees Company Ltd.	510422249	Jabotinsky 7, Ramat-Gan	Ordinary	0.02	3,750,000			18.05.2016		Issuance
			TOTAL			15,428,504					

(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

Number of share	Class of share	Nominal value (NIS)	Amount of shares	From number	To Number (inclusive)	Date of purchase (on which the shares became dormant)	Remarks
	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	"
		Total	1,676,192				

Name: Bareket Shani

Office: Director

Signature: _____

Date: 31.1.2017

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)
Haim Shani	Ordinary	0.02	3,014,551 *		9.8.89		
Unitronics (1989)(R"G) Ltd.	Ordinary	0.02	1,676,192				
FIMI Fund (by FIMI Five 2012 Ltd.) **	Ordinary	0.02	6,875,000		18.5.2016		

* This shares include 446,429 shares of the company held in trust. For more details see the General Meeting convening report from May 2, 2016, Reference No. 2016-01-057655

** Fimi Fund (through FIMI five 2012 Ltd. Registration Number 514794924), is the general partner in two limited partnerships that holds shares directly in the company: FIMI Opportunity Five (Delaware), LP (Registration Number 530246974) holds 3,242,044 common shares of the Company; and FIMI Israel Opportunity Five limited partnership (Registration number 550246771) holds 3,632,956 common shares of the Company.

- (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: Bareket Shani

Office: Director

Signature: _____

Date: 31.1.2017

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 24th, 2013, published pursuant to a Shelf Prospectus dated February 23rd, 2011, as amended on March 17th, 2011 and on January 20th, 2013. The Debentures principal will be payable in six unequal annual installments, on January 31st, 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 31st, 2015; The second payment equal to 12.5% of the principal, will be paid on January 31st, 2016; The third payment equal to 12.5% of the principal, will be paid on January 31st, 2017; The fourth payment equal to 20.5% of the principal, will be paid on January 31st, 2018; The fifth payment equal to 21% of the principal, will be paid on January 31st, 2019; The sixth payment equal to 21% of the principal, will be paid on January 31st, 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 31st, and July 31st, of each of the years 2013 to 2020 (inclusive), as from July 31st, 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	Mizrahi Tefahot Nominees Company Ltd.	510422249	Jabotinsky 7, Ramat-Gan	Ordinary	NIS 46,484,375 Par value NIS 33,203,125 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> <p>On January 31, 2017 the Third 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 1st, 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 32,000,000 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> <p>On August 31, 2016 the second payment out of nine payments for this series had been executed.</p>

Name: Bareket Shani

Office: Director

Signature: _____

Date: 31.1.2017