

This is an English convenience translation of the original Hebrew version. In case of any discrepancy, the binding version is the Hebrew original

**Israel Corporation Ltd.**

Registrar Number: 520028010

**Form 121  
Public**

Date of Transmission: May 10, 2020

Reference: 2020-01- 045636

To:  
The Securities Authority  
www.isa.gov.il

To:  
The Tel Aviv Stock Exchange  
www.tase.co.il

**Immediate Report**

The Event: ICL GROUP – Memorandum of association 2020

Previous report reference numbers: \_\_\_\_\_

Attached is an immediate report Of ICL GROUP – Change of memorandum of Association.

The Company is not a shell company as defined in the Stock Exchange Regulations

The date when the event first became known to the corporation: May 7, 2020

Time: 23:30

Name of report authorized signatories who are authorized to sign in the name of the corporation:

	<i>Name of the signor</i>	<i>Position</i>
1	<i>Yoav Dopleit</i>	<i>CEO</i>
2	<i>Maya Alcheh Kaplan</i>	<i>Other</i> <i>Vice President, General Counsel and Company's Secretary</i>

Name of report authorized signatory and name of authorized signatory electronic signatory: Maya Alcheh-Kaplan

Position: Vice President, General Counsel and Company's Secretary

Signing Date: May 10, 2020

Name of Electronic Reporter: Maya Alcheh-Kaplan. Position: Vice President, General Counsel and Company's Secretary. Address: Aranha 23, Millennium Tower. Tel Aviv 61204. Phone – 03-6844517 Fax: 03-6844587.

E-mail: mayaak@israelcorp.com.

כימיקלים לישראל בע"מ  
**ICL-ISRAEL CHEMICALS LTD**  
 Corporation no: 520027830

Israel Securities Authority  
[www.isa.gov.il](http://www.isa.gov.il)

Tel Aviv Stock Exchange  
[www.tase.co.il](http://www.tase.co.il)

C102 ( Public )

Reported via MAGNA: 07/05/2020  
 Reference: 2020-02-041011

**Immediate Report on Change in Association Documents**

**Regulation 4 of the Securities Regulations, (Periodic and Immediate Reports of Foreign Corporation) 5761-2000**

The corporation is a foreign private issuer as defined by U.S. Securities Laws.

Attached hereto is an immediate report on the above subject. The event reported occurred on *04/05/2020* .

Enclosed is the full report [Memorandum Of Association 2020 isa.pdf](#)

*Name of the authorized signatory on the report and name of authorized electronic reporter: Aya Landman, Adv.  
 Position: Company Secretary  
 Signature Date: May 7, 2020*

References of previous documents relating to this matter(the reference does not constitute incorporation by reference):

Stock Exchange/Market: -1

Date of revision of form structure: 22/04/2020

Address: ARANHA ST 23, MILLENNIUM TOWER , TEL AVIV 6120201 ISRAEL , Tel: 03-6844400 , 03-6844440 Fax: 03-6844444

E-mail address: [contact@icl-group.com](mailto:contact@icl-group.com) Company site: [www.icl-group.com](http://www.icl-group.com)

Previous names of reporting entity:

Name of the Signatory: Geva Harel Lilach Position of Signatory in the reporting corporation: Senior Vice President & General Counsel Name of Employer Company:

Address: Arnha 23 , Tel Aviv 6120201 Telephone: 03-6844459 Facsimile: 03-6844419 E-mail: [Lilach.harel@icl-group.com](mailto:Lilach.harel@icl-group.com)

{ Translation from the Hebrew }  
**The Companies Ordinance**  
**Company Limited by Shares**

**MEMORANDUM OF ASSOCIATION**  
**OF**  
**ISRAEL CHEMICALS LTD.**

1. The name of the company is –

In Hebrew: ~~Chmicalim Le'Israel~~ I.C.L GROUP B.M.

and in English: ~~ISREAL-CHEMICALS~~ SICL GROUP LTD.

2. The objectives for which the Company was established are:

2.1. To engage, establish, develop and manage operations of any kind and type which is in the field of mining, manufacturing, production, trade, conveying, marketing and distribution of quarries, minerals and materials or compounds of all kinds, including downstream products or products associated with them, alone or with others, and including to hold shares or other rights in corporations or businesses in those fields.

2.2. To engage in any legal activity whatsoever.

[Paragraph 2 was changed to the foregoing text by way of a special resolution of a general meeting of the company on January 2005]

3. The liability of the members is limited.

4. The share capital of the Company is: NIS 1,485,000,000 divided into 1,484,999,999 ordinary shares of NIS 1 nominal value each, and one non-transferable Special State Share of NIS 1 nominal value.

[Paragraph 4 was changed to the foregoing text by way of a special resolution of a general meeting of the company on May 2000]

The rights of the various classes of shares are set out in the Articles of the company, as shall be in force from time to time.

We the several persons whose names and addresses are set out below are desirous of being incorporated into a company in accordance with this Memorandum of Association and we hereby undertake to take the number of shares in the capital of the company set opposite our respective names, as set out below.

Name of Members	Addresses and Descriptions	No. of shares take by each member	Signature
1. The state of Israel represented by the Minister of Development, Moshe Kol and P. Sapir		1,000,000	Moshe Kol (-) P. Sapir (-)
2. Pinchas Sapir	Minister of Finance, The Treasury, Jerusalem	1	P. Sapir (-)
3. Moshe Kol	Minister of Development, Ministry of development, Jerusalem	1	Moshe Kol (-)
4. Ze'ev Sherf	Minister of Trade and Industry, Ministry of Trade and Industry, Jerusalem	1	Ze'ev Sherf (-)
5. Haim Givati	Minister of Agriculture Ministry of Agriculture, Jerusalem	1	Haim Givati (-)
6. Yehuda Sha' ari	Deputy Minister of Development, Ministry of development, Jerusalem	1	Yehuda Sha' ari (-)
7. Jerry Sudarski	Engineer, Kfar Shmaryahu	1	Jerry Sudarski (-)
8. Israel Gil'ad	Director-General of the Ministry of Development, Ministry of Development, Jerusalem	1	Israel Gil'ad (-)
Total number of shares taken: 1,000,007			

Date: December 5, 1967

Witness to signatures: (-) M. Firon

Address: 43 Rothschild Boulevard, Tel-Aviv.

(The founding shares, from number 2 to number 8, were transferred according to the following sequence to the following companies and institutions:

2. Timna Copper Ltd.
3. Export Industries Umbrella Company Ltd.
4. The Petroleum and Geophysics Research Institute.
5. The Israel Electric Corporation Ltd.
6. Industrial Research Center Ltd.
7. Israel Desalination Engineering (Zarhin Process) Ltd.
8. Negev Clay and Clear Sand Company Ltd.

Details of the transfers in the register of the Company)