

Edgar Filing: KOOR INDUSTRIES LTD - Form SC 13D/A

KOOR INDUSTRIES LTD  
Form SC 13D/A  
July 10, 2006

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

SCHEDULE 13D/A  
(Rule 13d-101)

(Amendment No. 20)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO  
RULE 13(d)-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO  
RULE 13(d)-2(a)

KOOR INDUSTRIES LIMITED  
(Name of Issuer)

Ordinary Shares/American Depositary Shares  
(Title of Class of Securities)

500 507 108  
(CUSIP Number)

Marc A. Berger, Esq.  
Davies Ward Phillips & Vineberg LLP  
625 Madison Ave, 12th Floor, New York, NY 10022  
(212) 308-8866

(Name, Address and Telephone Number  
of Person Authorized to Receive Notices and Communications)

July 3, 2006  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, and the regulations of the Securities and Exchange Commission promulgated thereunder (the "Exchange Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 500 507 108

13D

Page 2 of 14  
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-----  
1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

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Claridge Israel LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\*

(a)   
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS\*\*

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

0

8 SHARED VOTING POWER

NUMBER OF  
SHARES

BENEFICIALLY  
OWNED BY

EACH  
REPORTING

PERSON  
WITH

0

9 SOLE DISPOSITIVE POWER

0

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*\*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0%

14 TYPE OF REPORTING PERSON\*\*

CO

\*\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

CBT Holdings LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS\*\*

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

0

8 SHARED VOTING POWER

NUMBER OF SHARES  
BENEFICIALLY OWNED BY

EACH REPORTING PERSON WITH

9 SOLE DISPOSITIVE POWER

0

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*\*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0%

14 TYPE OF REPORTING PERSON\*\*

CO

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CUSIP No. 500 507 108

13D

Page 4 of 14  
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1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

Charles Rosner Bronfman Family Trust  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\*

(a)

(b)

3 SEC USE ONLY  
-----

4 SOURCE OF FUNDS\*\*

00  
-----

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Canada  
-----

7 SOLE VOTING POWER

0  
-----

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

8 SHARED VOTING POWER

0  
-----

9 SOLE DISPOSITIVE POWER

0  
-----

10 SHARED DISPOSITIVE POWER

0  
-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0  
-----

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*\*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0%  
-----

14 TYPE OF REPORTING PERSON\*\*

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-----  
CUSIP No. 500 507 108

13D

Page 5 of 14  
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-----  
1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

The Charles Bronfman Trust  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\*

(a)

(b)

-----  
3 SEC USE ONLY

-----  
4 SOURCE OF FUNDS\*\*

00  
-----

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

-----  
6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware  
-----

7 SOLE VOTING POWER

0  
-----

NUMBER OF 8 SHARED VOTING POWER  
SHARES

BENEFICIALLY OWNED BY 0  
-----

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING

PERSON 0  
-----

WITH

10 SHARED DISPOSITIVE POWER

0  
-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0  
-----

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*\*

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0%

14 TYPE OF REPORTING PERSON\*\*

OO

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CUSIP No. 500 507 108

13D

Page 6 of 14

1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

The Charles R. Bronfman Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS\*\*

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

7 SOLE VOTING POWER

0

NUMBER OF  
SHARES

8 SHARED VOTING POWER

BENEFICIALLY

0

OWNED BY  
EACH

9 SOLE DISPOSITIVE POWER

REPORTING  
PERSON

0

WITH

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

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12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*\* |\_ |

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0%

14 TYPE OF REPORTING PERSON\*\*

OO

\*\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 500 507 108

13D

Page 7 of 14

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

Esarbee Investments Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\*

(a) |\_ |

(b) |\_ |

3 SEC USE ONLY

4 SOURCE OF FUNDS\*\*

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

|\_ |

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Canada

7 SOLE VOTING POWER

0

NUMBER OF  
SHARES

8 SHARED VOTING POWER

BENEFICIALLY OWNED BY

0

EACH

9 SOLE DISPOSITIVE POWER

REPORTING PERSON

0

WITH

10 SHARED DISPOSITIVE POWER

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0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*\* |\_\_|

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0%

14 TYPE OF REPORTING PERSON\*\*

CO

\*\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 500 507 108

13D

Page 8 of 14

1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

87215 Canada Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\*

(a) |\_\_|

(b) |\_\_|

3 SEC USE ONLY

4 SOURCE OF FUNDS\*\*

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED

PURSUANT TO ITEMS 2(d) OR 2(e)

|\_\_|

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Canada

7 SOLE VOTING POWER

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH

8 SHARED VOTING POWER

0

9 SOLE DISPOSITIVE POWER

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REPORTING  
PERSON  
WITH

0

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*\* |\_ |

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0%

14 TYPE OF REPORTING PERSON\*\*

CO

\*\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 500 507 108

13D

Page 9 of 14

1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

Anfield Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\*

(a) |\_ |

(b) |\_ |

3 SEC USE ONLY

4 SOURCE OF FUNDS\*\*

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

|\_ |

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Israel

7 SOLE VOTING POWER

672,174\*

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8  0  9  672,174*  10	SHARED VOTING POWER  ----- SOLE DISPOSITIVE POWER  ----- SHARED DISPOSITIVE POWER  ----- 0
--	---	---

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
672,174\*

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*\* |\_ |

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
  
4.1%\*

14 TYPE OF REPORTING PERSON\*\*  
  
CO

\*\*\*SEE INSTRUCTIONS BEFORE FILLING OUT!

\* All Ordinary Shares beneficially owned by the Reporting Person are subject to the "Anfield Agreements referred to in Items 4, 6 and 7. The percentage set forth in line 13 above is based on 16,464,964 Ordinary Shares outstanding as of July 2, 2006 (excluding 15,799 Ordinary Shares owned by a wholly owned subsidiary of the Issuer), as the Issuer advised the Reporting Persons.

The following constitutes Amendment No. 20 ("Amendment No. 20") to the Schedule 13D dated October 22, 1997, as amended by Amendment Nos. 1 - 19 (collectively, as amended, the "Original Schedule 13D"). This Amendment No. 20 amends the Original Schedule 13D as specifically set forth herein.

Item 2: Identity and Background.

The first paragraph of Item 2 is replaced with the following text:

This Amendment No. 20 is being filed by Esarbee Investments Limited, a Canadian corporation ("Esarbee"), Claridge Israel LLC, a Delaware limited liability company ("Claridge"), The Charles Bronfman Trust, a Delaware trust ("CBT"), CBT Holdings LLC, a Delaware limited liability company wholly owned by CBT ("CBT Holdings"), the Charles Rosner Bronfman Family Trust, a trust organized under the laws of the Province of Quebec and the indirect owner of Esarbee ("CRBFT"), The Charles R. Bronfman Trust ("CR.BT") and Anfield Limited ("Anfield"). All of such entities are already Reporting Persons. This Amendment No. 20 is also being filed by 87215 Canada Ltd. ("87215"), which is included among the "Reporting Persons" referred to in this Amendment No. 20.

With respect to 87215, the following information is inserted in the appropriate subsection within Item 2:

(b) 87215 has a business address at c/o Bennett Jones LLP, 4500 Bankers Hall

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East, 855 - 2nd Street S.W., Calgary, Alberta T2P 4K7 Canada. Schedule I to this Amendment No. 20 contains the name, business address, present principal occupation and citizenship of each of the directors and executive officers of 87215 (the "Schedule I Persons").

(c) The principal activities of 87215 consist of the acquisition, ownership, disposition and reinvestment of investment assets and related business activities.

(d) During the past five years, neither 87215 nor, to the best of its knowledge, any of the Schedule I Persons have been convicted in a criminal proceeding.

(e) During the past five years, neither 87215 nor, to the best of its knowledge, any of the Schedule I Persons have been a party to any civil proceeding as a result of which it has been subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws, or finding any violation with respect to such laws.

### Item 4. Purpose of Transaction.

Item 4 in the Original Schedule 13D is hereby amended by inserting the following text at the end thereof:

The closing of the purchase and sale of the Ordinary Shares under the Share Purchase Agreement dated May 1, 2006 (the "Share Purchase Agreement") occurred on July 3, 2006 (the "closing"), such that Purchaser completed the purchase of an aggregate of 5,081,033 Ordinary

Shares, representing approximately 30.9% of the Issuer's outstanding share capital, for an aggregate purchase price of US\$393,780,057, or US\$77.50 per Ordinary Share.

In connection with the closing, the parties to the Share Purchase Agreement amended it by way of entering into an Amendment Agreement, dated July 3, 2006 (the "Amendment Agreement"). The Amendment Agreement only amended the agreements between Anfield and the Purchaser, and (other than the first sentence of the last paragraph of this Item 4) the balance of the disclosure in this Item 4 relates to Anfield only. Pursuant to the Amendment Agreement:

(1) The number of Ordinary Shares acquired by Purchaser at the closing was reduced by 672,174 Ordinary Shares (from 5,753,207 Ordinary Shares to 5,081,033), representing approximately 4.1% of the Issuer's outstanding share capital. These 672,174 Ordinary Shares (the "Anfield Shares") were and remain held by Anfield Limited, one of the sellers under the Share Purchase Agreement, and did not include any of the 90,000 Ordinary Shares that were beneficially owned by 87215, which is the entity referred to in the Share Purchase Agreement as the "related entity" on behalf of which Anfield was acting;

(2) Anfield was granted a put option, exercisable during the period commencing on December 1, 2006 and ending on December 24, 2006, to sell the Anfield Shares to Purchaser on December 28, 2006, for an aggregate consideration of NIS 235,806,912 (equating to approximately US\$53,109,665), or approximately NIS 350.81 per Ordinary Share (equating to approximately US\$79), subject to adjustments for distributions made by the Issuer and linked to the Israeli Consumer Price Index; and

(3) Anfield received at the closing an interest-bearing loan from Purchaser in the amount of NIS 231,295,073 (equating to approximately US\$52,093,485), a portion of the proceeds of which are intended to secure the

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release of security interests that exist over the Anfield Shares. The loan, which matures in December 2006, was granted pursuant to the terms of a Loan Agreement, dated July 3, 2006, by and between Purchaser, as lender, and Anfield, as borrower (the "Loan Agreement") and is secured by (i) a first ranking fixed charge over the Anfield Shares in favor of Purchaser pursuant to the terms of a Debenture by and between Purchaser and Anfield of even date therewith (the "Debenture") and (ii) Anfield's depositing the Anfield Shares in escrow.

In connection with the Closing, seven members of the Board of Directors of the Issuer resigned and five members, designated by Purchaser, were appointed to the Board of Directors of the Issuer. In addition, Purchaser and Anfield entered into a Guarantee Facility Agreement, dated July 3, 2006, whereby Purchaser undertook to provide a US\$10,000,000 guaranty to a bank in order to assist Anfield to obtain a credit facility from one of the four major Israeli banks in an amount of US\$40,000,000 for the sole purpose of purchasing publicly-traded securities of companies at Anfield's discretion, subject to the terms and conditions set forth therein.

The foregoing description of the Amendment Agreement, Loan Agreement and Debenture (collectively, the "Anfield Agreements") does not purport to be complete and is subject to, and qualified in its entirety by reference to, the provisions of the Amendment Agreement, Loan Agreement and Debenture filed as Exhibits 99.1, 99.2 and 99.3 hereto, respectively.

The above-described transactions do not evidence any change in the purpose of the Reporting Persons that sold their Ordinary Shares. The Anfield Agreements do not reflect a change in Anfield's purpose in entering into the Share Purchase Agreement, but reflect Anfield's

willingness to delay or (if Anfield chooses not to exercise the above-described put agreement) forego and terminate Anfield's right and obligation to sell its Ordinary Shares in consideration for the various agreements of the Purchaser set forth in the Anfield Agreements and the Guaranty Facility Agreement. Based upon market conditions existing prior to the expiration of the put option, Anfield will take such actions with respect to the put option as it deems appropriate.

Item 5. Interest in Securities of the Issuer.

(a) Section (a) of Item 5 of the Original Schedule 13D is amended and restated in its entirety as follows:

Percentages below are based on 16,464,964 Ordinary Shares outstanding as of July 2, 2006 (excluding 15,799 Ordinary Shares owned by a wholly owned subsidiary of the Issuer), as the Issuer advised the Reporting Persons.

Each of CBT Holdings, Claridge, 87215, CBT, Esarbee, CRBFT and CR.BT now beneficially own zero (-0-) Ordinary Shares.

Anfield directly owns an aggregate of 672,174 Ordinary Shares, representing 4.1% of the issued and outstanding Ordinary Shares.

(b) Section (b) of Item 5 of the Original Schedule 13D is hereby amended and restated in its entirety as follows:

Section 5(b) is no longer applicable to CBT Holdings, Claridge, 87215, CBT, Esarbee, CRBFT and CR.BT, none of which beneficially own any Ordinary Shares after the closing.

Anfield has sole voting right and rights to dispose of its 672,174 Ordinary Shares. All of these Ordinary Shares are subject to the Anfield

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Agreements.

(c) During the last sixty days there have been no transactions in the Ordinary Shares effected by the Reporting Persons, nor, to the best of their knowledge, any of their respective Schedule I Persons.

(d) N/a

(e) Each of the Reporting Persons has ceased to be the beneficial owner of more than five percent of the Ordinary Shares (whether in the form of Ordinary Shares or ADRs) and, accordingly, is no longer a "reporting person" with respect to such securities of the Issuer.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of Issuer.

Other than customary surviving obligations for breaches of representations and warranties under the Share Purchase Agreement, as amended, the selling Reporting Persons are no longer parties to any contracts or arrangements with respect to the Issuer's Ordinary Shares. Anfield is not a party to any contracts or arrangements with respect to the securities of Issuer

other than the Anfield Agreements described in Item 4 above, which description is incorporated herein by reference.

Item 7. Material to be Filed as Exhibits.

Exhibit 99.1. Amendment Agreement (incorporated by reference to Exhibit 1 to Amendment No. 2 on Schedule 13D/A (filed on July 10, 2006) to the Statement on Schedule 13D in respect of the Ordinary Shares of the Issuer initially filed by IDB Development Corporation Ltd., IDB Holding Corporation Ltd., Mr. Nochi Dankner, Mrs. Shelly Bergman, Mrs. Ruth Manor and Mr. Avraham Livnat, with the Securities and Exchange Commission on June 6, 2005, hereinafter "Amendment No. 2 to the Purchaser's Schedule 13D").

Exhibit 99.2 Loan Agreement between Anfield, as borrower, and the Purchaser, as lender (incorporated by reference to Exhibit 2 to Amendment No. 2 to the Purchaser's Schedule 13D).

Exhibit 99.3 Debenture from Anfield, as pledgor, in favor of the Purchaser (incorporated by reference to Exhibit 3 to Amendment No. 2 to the Purchaser's Schedule 13D).

\* \* \*

SIGNATURE

After reasonable inquiry and to the best of the knowledge and belief of the undersigned, the undersigned hereby certifies that the information contained in this statement is true, complete and correct.

Dated: July 6, 2006

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CBT HOLDINGS LLC

CLARIDGE ISRAEL LLC

By: /s/ Bruce I. Judelson

By: /s/ Bruce I. Judelson

-----  
Name: Bruce I. Judelson  
Title: Authorized Signatory

-----  
Name: Bruce I. Judelson  
Title: Authorized Signatory

ESARBEE INVESTMENTS LIMITED

CHARLES ROSNER BRONFMAN  
FAMILY TRUST

By: /s/ Oded Tal

By: /s/ Oded Tal

-----  
Name: Oded Tal  
Title: Vice President, Investments

-----  
Name: Oded Tal  
Title: Authorized Representative

ANFIELD LIMITED

THE CHARLES BRONFMAN TRUST

By: /s/ Alan Sacks

By: /s/ Jay H. Rubinstein

-----  
Name: Alan Sacks  
Title: Director

-----  
Name: Jay H. Rubinstein  
Title: Trustee

87215 CANADA LTD.

THE CHARLES R. BRONFMAN TRUST

By: /s/ Alan Sacks

By: /s/ Oded Tal

-----  
Name: Alan Sacks  
Title: Authorized Signatory

-----  
Name: Oded Tal  
Title: Authorized Signatory

SCHEDULE I  
TO SCHEDULE 13D

Information with Respect to  
Shareholders, Directors and Executive Officers of 87215 Canada Ltd. ("87215")

Controlling Shareholder -----	Present Business Address -----	Present Principal Occupation -----	Citizenship -----
3096475 Canada Inc.*	4500 Bankers Hall East 855 - 2nd Street S.W. Calgary, Alberta T2P 4K7 Canada	Investment holdings	Canada
Board of Directors of Reporting Person (87215) and above-named controlling shareholder			
Senator E. Leo Kolber*	c/o Bennett Jones LLP 4500 Bankers Hall East 855 - 2nd Street S.W. Calgary, Alberta T2P 4K7 Canada	Private Investor/ Senator (retired)	Canada

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Zeno Santache	c/o Claridge Inc. 1170 Peel Street Montreal, Quebec Canada	Chief Financial Officer, Claridge Inc.	Canada
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Executive Officers of Reporting  
Person (87215) and above-named  
controlling shareholder

Senator E. Leo Kolber	As above		
Zeno Santache	As above		

Richard P. Doyle	c/o Claridge Inc. 1170 Peel Street Montreal, Quebec Canada	Consultant	Canada
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Michel Boucher**	c/o Claridge Inc. 1170 Peel Street Montreal, Quebec Canada	Consultant	Canada
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Glenn Hamilton- Browne	c/o Claridge Inc. 1170 Peel Street Montreal, Quebec Canada	Controller, Claridge Inc.	Canada
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\* Senator E. Leo Kolber is the sole shareholder of 3096475 Canada Inc.

\*\* Executive Officer of 87215 only