Translated from the Hebrew original

#### DIRECT INSURANCE FINANCIAL INVESTMENTS LTD.

### CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### AS OF DECEMBER 31, 2015

Please find attached an extract English translation of the Hebrew version of the interim consolidated financial statements of Direct Insurance Financial Investments Ltd. which were approved on March 17, 2016.

The full set of financial statements in Hebrew can be viewed on the website of the Israeli Securities Authority (http://www.magna.isa.gov.il).

# CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

# AS OF DECEMBER 31, 2015

## **INDEX**

	Page
Accompanying Letter to the Condensed Consolidated Financial Statements	2
<b>Condensed Consolidated Statements of Financial Position</b>	3 - 4
Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income	5 - 6
Condensed Consolidated Statements of Changes in Equity	7
Condensed Consolidated Statements of Cash Flows	8 – 10
Notes to the Condensed Consolidated Financial Statements	11 - 15

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DIRECT INSURANCE FINANCIAL INVESTMENTS LTD.

Dear Sirs,

We have reviewed the accompanying financial information of DIRECT INSURANCE FINANCIAL INVESTMENTS LTD. and its subsidiaries which comprise the condensed consolidated statements of financial position as of December 31, 2015, and the related condensed consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and in our report dated March 17, 2016, we expressed an unqualified opinion on those financial statements.

The accompanying financial statements are condensed financial statements and do not include the disclosures required by International Financial Reporting Standards. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the financial position, results of operations and cash flows of the Company.

Tel-Aviv, Israel April 20, 2016 KOST FORER GABBAY & KASIERER A Member of Ernst & Young Global

## CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Decemb	oer 31,
	2015	2014
	NIS in th	ousands
CURRENT ASSETS		
Cash and cash equivalents	614,557	925,127
Cash and cash equivalents for		
yield-dependent contracts	15,519	27,222
Financial assets	749,828	779,155
Derivatives	6,478	4,812
Outstanding insurance premiums	364,465	260,791
Debtors and receivables	133,449	109,574
Deposits	11,965	13,022
Current taxes receivable	5,693	7,766
Reinsurance assets	52,459	51,922
Deferred acquisition costs	77,686	75,075
	2,032,099	2,254,466
Assets designated for sale	334,350	177,364
	2,366,449	2,431,830
NON-CURRENT ASSETS		
Financial assets	2,193,965	2,301,419
Reinsurance assets	111,888	100,706
Long term debtors	29,971	32,913
Deposits	60,111	30,632
Deferred acquisition costs	151,594	132,965
Investment property and investment		·
property under construction	3,497,565	3,196,232
Fixed assets	144,599	136,442
Goodwill and intangible assets	161,532	139,143
Deferred taxes	1,931	1,450
	6,353,156	6,071,902
	8,719,605	8,503,732

## CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Decembe	er 31,
	2015	2014
	NIS in tho	usands
CURRENT LIABILITIES		
CURRENT LIABILITIES		
Financial liabilities	803,487	1,071,387
Creditors and payables	389,318	351,193
Current taxes payable	70,197	53,740
Derivatives	20,430	20,527
Liabilities for insurance contracts		
and investment contracts	865,647	930,459
	2,149,079	2,427,306
NON-CURRENT LIABILITIES		
Financial liabilities	3,235,262	2,978,237
Employee benefit liabilities, net	17,083	12,062
Creditors and payables	9,919	7,298
Liabilities for insurance contracts	7,727	7,230
and investment contracts	1,711,804	1,572,239
Derivatives	28,432	31,296
Deferred taxes	185,544	170,303
	5,188,044	4,771,435
EQUITY		
Chara comital	77 715	77,627
Share capital Share premium	77,715 180,848	180,494
Reserves	(95,939)	(23,317)
Retained earnings	730,868	640,673
Treasury shares	(249,733)	(249,733)
		(= 12,100)
Total equity attributable to shareholders		
of the Company	643,759	625,744
Non-controlling interests	738,723	679,247
Total equity	1,382,482	1,304,991
	8,719,605	8,503,732

# CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Year	ended as at December	31,
	2015	2014	2013
		NIS in thousands	
INCOME			
Premiums earned on retention	1,642,030	1,457,376	1,295,913
Income from lease of properties	195,833	176,125	193,797
Increase in value of investment property and properties	,	,	,
under construction, net	43,583	78,906	121,548
Investment income, net and other finance income	84,126	103,834	87,438
Income from management fees	7,119	7,224	7,158
Income from grant of consumer credit	228,018	173,076	139,567
Income from reinsurance commissions	15,115	17,343	17,493
Company's share in losses of affiliate	(2,000)	(1,400)	(1,232)
Other income	145	190	314
Total income	2,213,969	2,012,674	1,861,996
EXPENSES			
Payments and change in liabilities in respect of			
insurance contracts and investment contracts			
on retention	1,059,636	945,391	885,591
Marketing and other acquisition expenses	334,736	305,003	258,033
Maintenance, general and administrative expenses	243,681	216,915	222,797
Finance expenses	187,295	185,687	226,550
Other expenses	359	584	110
Total expenses	1,825,707	1,653,580	1,593,081
Income before taxes on income	388,262	359,094	268,915
Taxes on income	162,259	151,030	100,250
Net income	226,003	208,064	168,665
Other comprehensive income (loss) (after the tax effect):			
Amounts that will be reclassified subsequently to profit or loss:			
Profit in respect of cash flow hedging transactions	9,376	22	9,830
Adjustments resulting from the translation of the financial statements of activities abroad	(134,438)	667	(90,911)
Amounts that will not be reclassified subsequently to profit or loss:			
Income (loss) from remeasurement in respect of defined benefit plans	(343)	1,285	(689)
Total other comprehensive income (loss)	(125,405)	1,974	(81,770)
Total comprehensive income	100,598	210,038	86,895

# CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Year ended as at December 31,							
	2015	2014	2013					
	NIS in thousands	(except net earnings	per share data)					
Net income attributed to:								
Shareholders of the Company	103,525	93,060	85,496					
Non-controlling interests	122,478	115,004	83,169					
	226,003	208,064	168,665					
Total comprehensive income attributed to:								
Shareholders of the Company	31,257	92,838	33,708					
Non-controlling interests	69,341	117,200	53,187					
	100,598	210,038	86,895					
Net earnings per share attributed to shareholders of the Company (in NIS):								
Basic earnings, net	2.10	1.85	1.53					
Diluted earnings, net	2.07	1.81	1.47					

# CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Share capital	Share premium	Other reserves	Retained earnings	Treasury shares	Total	Non- controlling interests	Total capital
				NIS in t	housands			
Balance as at January 1, 2013	76,421	170,743	26,296	388,171	(82,727)	578,904	385,609	964,513
Net income	-	-	-	85,496	-	85,496	83,169	168,665
Total other comprehensive loss			(51,788)			(51,788)	(29,982)	(81,770)
Total comprehensive income (loss)	-	-	(51,788)	85,496	-	33,708	53,187	86,895
Issue and sale of a subsidiary's shares to non-controlling interest holders	-	-	5,279	115,471	-	120,750	111,701	232,451
Share based payment cost	-	-	492	-	-	492	14,191	14,683
Realization of option warrants into Company shares								
and expiration of option warrants to Company shares	884	8,309	(8,340)	-	-	853	-	853
Realization of option warrants in subsidiary's shares by non-controlling interest holder	-	-	-	64	-	64	58	122
Dividend to the Company's shareholders	-	-	-	(50,000)	-	(50,000)	-	(50,000)
Dividend to non-controlling interest holders							(22,916)	(22,916)
Balance as at December 31, 2013	77,305	179,052	(28,061)	539,202	(82,727)	684,771	541,830	1,226,601
Net income	-	-	-	93,060	-	93,060	115,004	208,064
Total other comprehensive income (loss)	-	-	(222)	-	-	(222)	2,196	1,974
Total comprehensive income (loss)			(222)	93,060		92,838	117,200	210,038
Issue and sale of a subsidiary's shares to non-controlling interest holders	_	-	-	41,695	-	41,695	(7,972)	33,723
Buyback of shares as part of an exchange tender offer	-	-	6,337	48,459	(167,006)	(112,210)	88,071	(24,139)
Share based payment cost	-	-	71	-	-	71	6,076	6,147
Realization of option warrants into Company shares	322	1,442	(1,442)	-	-	322	-	322
Realization of option warrants in subsidiary's shares by non-controlling interest holder	-	-	-	(1,743)	-	(1,743)	8,380	6,637
Dividend to the Company's shareholders	-	-	-	(80,000)	-	(80,000)	-	(80,000)
Dividend to non-controlling interest holders							(74,338)	(74,338)
Balance as at December 31, 2014	77,627	180,494	(23,317)	640,673	(249,733)	625,744	679,247	1,304,991
Net income	_	-	-	103,525	-	103,525	122,478	226,003
Total other comprehensive loss	-	-	(72,268)	-	-	(72,268)	(53,137)	(125,405)
Total comprehensive income (loss)			(72,268)	103,525		31,257	69,341	100,598
Issue of a subsidiary's net shares to non-controlling interest holders	_	-	-	11,855	-	11,855	58,744	70,599
Share based payment cost	_	-	-	-	-	_	5,098	5,098
Realization of option warrants into Company shares	88	354	(354)	-	-	88	-	88
Realization of option warrants into subsidiary shares by non-controlling interest holders	_	-	-	338	-	338	1,587	1,925
Accumulated effect, net as at December 31, 2015 of changes in insurance reserves							•	,
in general insurance	-	-	-	14,477	-	14,477	14,890	29,367
Dividend to the Company's shareholders	-	-	-	(40,000)	-	(40,000)	-	(40,000)
Dividend to non-controlling interest holders							(90,184)	(90,184)
Balance as at December 31, 2015	77,715	180,848	(95,939)	730,868	(249,733)	643,759	738,723	1,382,482

# DIRECT INSURANCE FINANCIAL INVESTMENTS LTD. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

Cash flows provided by (used in) current activities         A (1,286)         2014 moustable with current activities           Cash flows provided by (used in) current activities         A (1,286)         (321,200)         180,457           CASH FLOWS FROM INVESTMENT ACTIVITY         Settlement (grant) of deposits         (29,646)         146,511         (214,434)           Acquisition of fixed assets         (201,200)         (344,032)         (248,122)           Purchase of investment property and real estate under construction         (380,602)         (344,032)         (248,122)           Interest paid and capitalized to cost of investment property and capitalized to cost of investment in intangible assets         (47,366)         (45,661)         (36,995)           Proceeds from sale of fixed assets         (47,366)         (45,661)         (36,995)           Proceeds from sale of fixed assets         (47,366)         (45,661)         (36,995)           Proceeds from sale of fixed assets         (47,366)         (45,661)         (36,995)           Proceeds from sale of fixed assets         (47,366)         (45,661)         (36,995)           Proceeds from the realization of hedging transactions         (47,634)         13,585         -6.93           Proceeds from the realization of hedging transactions         (47,139)         10,2085         (532,709)           <			Year	ended as at December	31,
Cash flows provided by (used in) current activities			2015	2014	2013
Settlement (grant) of deposits		App.		NIS in thousands	
Settlement (grant) of deposits	Cash flows provided by (used in) current activities	A	(1,286)	(321,220)	180,457
Acquisition of fixed assets  Purchase of investment property and real estate under construction  Interest paid and capitalized to cost of investment property under construction  Interest paid and capitalized to cost of investment property under construction  Investment in intangible assets  Proceeds from sale of fixed assets  Proceeds from sale of fixed assets  Proceeds from sale of investment property and real estate under construction  Investment in affiliates, net  (2,000)  Investment of hedging transactions  (16,110)  - 2,385  - 2  Ret cash provided by (used in) ongoing investment activities  (447,139)  Investment of construction of company consolidated in the past  Net cash provided by discontinued investment activities  (447,139)  Investment of CPI hedging transactions  (21,794)  Investment of Investment activities  (21,794)  Investment o	CASH FLOWS FROM INVESTMENT ACTIVITY				
Acquisition of fixed assets  Purchase of investment property and real estate under construction  Interest paid and capitalized to cost of investment property under construction  Interest paid and capitalized to cost of investment property under construction  Investment in intangible assets  Proceeds from sale of fixed assets  Proceeds from sale of fixed assets  Proceeds from sale of investment property and real estate under construction  Investment in affiliates, net  (2,000)  Investment of hedging transactions  (16,110)  - 2,385  - 2  Ret cash provided by (used in) ongoing investment activities  (447,139)  Investment of construction of company consolidated in the past  Net cash provided by discontinued investment activities  (447,139)  Investment of CPI hedging transactions  (21,794)  Investment of Investment activities  (21,794)  Investment o	Settlement (grant) of deposits		(29,646)	146,511	(214,434)
Construction   (380,602)   (344,032)   (248,122)   Interest paid and capitalized to cost of investment property under construction   (1,525)   (7,474)   (6,705)   Investment in intangible assets   (47,366)   (45,661)   (36,995)   Proceeds from sale of investment property and real estate under construction   -358,733	Acquisition of fixed assets		(20,120)	(25,417)	
Interest paid and capitalized to cost of investment property under construction			(380,602)	(344 032)	(248 122)
Property under construction			(380,002)	(344,032)	(246,122)
Investment in intangible assets   47,366   45,661   36,995     Proceeds from sale of fixed assets   2,596   4,855   2,345     Proceeds from sale of fixed assets   2,596   4,855   2,345     Proceeds from sale of investment property     and real estate under construction   2,000   01,400   (689)     Investment in affiliates, net   2,000   01,400   (689)     Proceeds from the realization of hedging transactions   47,634   3,585   -   Acquisition of hedging transaction   (16,110)   - 2   -   Exit from consolidation of company consolidated in the past   - 2,385   -   Net cash provided by (used in) ongoing investment activities   (447,139)   102,085   (532,709)     Net cash provided by (used in) investment activities   (447,139)   102,085   (519,783)     Net cash provided by (used in) investment activities   (447,139)   102,085   (519,783)     Net cash provided by (used in) investment activities   (447,139)   102,085   (519,783)     Net cash provided by (used in) investment activities   (447,139)   102,085   (519,783)     Net cash provided by (used in) investment activities   (447,139)   102,085   (519,783)     Net cash provided by (used in) investment activities   (21,794)   (1397)   -   Proceeds from realization of options to Company's shares   (21,794)   (1397)   -   Proceeds from realization of options to Company's shares   (21,794)   (1397)   -   Proceeds from realization of options to Subsidiary shares   (22,794)   (14,798)   (15,793)     Issue of bonds and subordinated deeds   (21,794)   (1397)   (249,549)   (144,109)     Settlement of bonds and subordinated deeds   (25,1977)   (349,549)   (184,109)     Settlement of bonds and subordinated deeds   (25,1977)   (349,549)   (184,109)     Settlement of loans from banking institutions and others   (20,000)   (249,549)   (184,109)     Settlement of loans from banking institutions and others   (20,000)   (249,549)   (249,549)   (249,549)     Dividend paid to holders of non-controlling interests   (40,000)   (80,000)   (110,000)     Net cash provided by (used in) on			(1.525)	(7 474)	(6.705)
Proceeds from sale of fixed assets         2,596         4,855         2,345           Proceeds from sale of investment property and real estate under construction         -         358,733         -           Investment in affiliates, net         (2,000)         (1,400)         (689)           Proceeds from the realization of hedging transactions         47,634         13,585         -           Acquisition of hedging transaction         (16,110)         -         -           Exit from consolidation of company consolidated in the past         -         2,385         -           Net cash provided by (used in) ongoing investment activities         (447,139)         102,085         (532,709)           Net cash provided by (used in) investment activity         (447,139)         102,085         (519,783)           CASH FLOWS FROM FINANCE ACTIVITIES         Settlement of CPI hedging transactions         (21,794)         (1,397)         -           Settlement of CPI hedging transactions         (21,794)         (1,397)         -           Proceeds from realization of options to Subsidiary shares         8         322         853           Proceeds from realization of options to subsidiary shares         8         322         853           Proceeds from realization of options to subsidiary shares         8         322         853				* * * *	* ' '
Proceeds from sale of investment property and real estate under construction	<u> </u>			* * *	
Annable			2,570	1,000	2,3 13
Investment in affiliates, net   (2,000)	* * ·		_	358.733	_
Proceeds from the realization of hedging transactions			(2,000)		(689)
Acquisition of hedging transaction					-
Exit from consolidation of company consolidated in the past   -   2,385   -     Net cash provided by (used in) ongoing investment activities   (447,139)   102,085   (532,709)     Net cash provided by discontinued investment activities   -   -   -   12,926     Net cash provided by (used in) investment activity   (447,139)   102,085   (519,783)     CASH FLOWS FROM FINANCE ACTIVITIES     Settlement of CPI hedging transactions   (21,794)   (1,397)   -     Proceeds from realization of options to Company's shares   88   322   853     Proceeds from realization of options to subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary's shares   1,925   6,637   122     Sale and issue of a subsidiary's shares   1,925   6,637   122     Sale and issue of a subsidiary's shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary shares   1,925   7,609   7,609   269,739     Sale and issue of a subsidiary shares   1,925   7,609   7,609   269,739     Sale and issue of a subsidiary shares   1,925   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,609   7,60				13,000	
Net cash provided by (used in) ongoing investment activities   C447,139   102,085   C532,709     Net cash provided by discontinued investment activities   C447,139   102,085   (519,783)     Net cash provided by (used in) investment activity   C447,139   102,085   (519,783)     CASH FLOWS FROM FINANCE ACTIVITIES     Settlement of CPI hedging transactions   C21,794   (1,397)   C-Proceeds from realization of options to Company's shares   88   322   853     Proceeds from realization of options to subsidiary shares   1,925   6,637   122     Sale and issue of a subsidiary's shares   T0,0599   7,609   269,739     Issue of bonds and subordinated deeds   251,977   347,980   656,120     Settlement of bonds and subordinated deeds   251,977   347,980   656,120     Settlement of bonds and subordinated deeds   389,506   (249,549 ) (184,109 )   Receipt of loans from banking institutions and others   520,166   353,936   250,932     Settlement of loans from banking institutions and others   50,184   (74,338 ) (34,297 )   Dividend paid to holders of non-controlling interests   (40,000 ) (80,000 ) (110,000 )   Decrease in short-term credit from banking institutions, net   - (11,167 ) (4,750 )   Net cash provided by (used in) ongoing finance activities   142,075   (41,432 ) (556,451     Exchange rate differences in respect of balances of cash and cash equivalents   (322,273) (268,212 ) 307,116     Cash and cash equivalents balance as at the beginning of the year   B   952,349   1,220,561   913,445     Cash and cash equivalents balance			(10,110)	2 385	-
Net cash provided by discontinued investment activities         -         -         12,926           Net cash provided by (used in) investment activity         (447,139)         102,085         (519,783)           CASH FLOWS FROM FINANCE ACTIVITIES           Settlement of CPI hedging transactions         (21,794)         (1,397)         -           Proceeds from realization of options to Company's shares         88         322         853           Proceeds from realization of options to Subsidiary shares         1,925         6,637         122           Sale and issue of a subsidiary's shares           to non-controlling interest holders, net         70,599         7,609         269,739           Issue of bonds and subordinated deeds         251,977         347,980         656,120           Settlement of bonds and subordinated deeds         (389,506)         (249,549)         (184,109)           Receipt of loans from banking institutions and others         520,166         353,936         250,932           Settlement of loans from banking institutions and others         (161,196)         (341,465)         (188,159)           Dividend paid to holders of non-controlling interests         (90,184)         (74,338)         (34,297)           Dividend paid to Company's shareholders         (40,000)	- · ·		(447.120)		(522.700)
Net cash provided by (used in) investment activity         (447,139)         102,085         (519,783)           CASH FLOWS FROM FINANCE ACTIVITIES         Settlement of CPI hedging transactions         (21,794)         (1,397)         -           Proceeds from realization of options to Company's shares         88         322         853           Proceeds from realization of options to subsidiary shares         1,925         6,637         122           Sale and issue of a subsidiary's shares         70,599         7,609         269,739           Issue of bonds and subordinated deeds         251,977         347,980         656,120           Settlement of bonds and subordinated deeds         (389,506)         (249,549)         (184,109)           Receipt of loans from banking institutions and others         520,166         353,936         250,932           Settlement of loans from banking institutions and others         (161,196)         (341,465)         (188,159)           Dividend paid to holders of non-controlling interests         (90,184)         (74,338)         (34,297)           Dividend paid to Company's shareholders         (40,000)         (80,000)         (110,000)           Decrease in short-term credit from banking institutions, net         -         -         (11,167)         (4,750)           Net cash provided by (used in) ongoing			(447,139)	102,085	
CASH FLOWS FROM FINANCE ACTIVITIES   Settlement of CPI hedging transactions   (21,794)   (1,397)					
Settlement of CPI hedging transactions         (21,794)         (1,397)         -           Proceeds from realization of options to Company's shares         88         322         853           Proceeds from realization of options to subsidiary shares         1,925         6,637         122           Sale and issue of a subsidiary's shares to non-controlling interest holders, net         70,599         7,609         269,739           Issue of bonds and subordinated deeds         251,977         347,980         656,120           Settlement of bonds and subordinated deeds         (389,506)         (249,549)         (184,109)           Receipt of loans from banking institutions and others         520,166         353,936         250,932           Settlement of loans from banking institutions and others         (161,196)         (341,465)         (188,159)           Dividend paid to holders of non-controlling interests         (90,184)         (74,338)         (34,297)           Dividend paid to Company's shareholders         (40,000)         (80,000)         (110,000)           Decrease in short-term credit from banking institutions, net         -         (11,167)         (4,750)           Net cash provided by (used in) ongoing finance activities         142,075         (41,432)         656,451           Exchange rate differences in respect of balances of cash and cash			(447,139)	102,085	(519,783)
Proceeds from realization of options to Company's shares         88         322         853           Proceeds from realization of options to subsidiary shares         1,925         6,637         122           Sale and issue of a subsidiary's shares to non-controlling interest holders, net         70,599         7,609         269,739           Issue of bonds and subordinated deeds         251,977         347,980         656,120           Settlement of bonds and subordinated deeds         (389,506)         (249,549)         (184,109)           Receipt of loans from banking institutions and others         520,166         353,936         250,932           Settlement of loans from banking institutions and others         (161,196)         (341,465)         (188,159)           Dividend paid to holders of non-controlling interests         (90,184)         (74,338)         (34,297)           Dividend paid to Company's shareholders         (40,000)         (80,000)         (110,000)           Decrease in short-term credit from banking institutions, net         -         (11,167)         (4,750)           Net cash provided by (used in) ongoing finance activities         142,075         (41,432)         656,451           Exchange rate differences in respect of balances of cash and cash equivalents         (322,273)         (268,212)         307,116           Cash and cash equ	CASH FLOWS FROM FINANCE ACTIVITIES				
Proceeds from realization of options to subsidiary shares  Sale and issue of a subsidiary's shares  to non-controlling interest holders, net  To,599  To,609	Settlement of CPI hedging transactions		(21,794)	(1,397)	-
Sale and issue of a subsidiary's shares to non-controlling interest holders, net         70,599         7,609         269,739           Issue of bonds and subordinated deeds         251,977         347,980         656,120           Settlement of bonds and subordinated deeds         (389,506)         (249,549)         (184,109)           Receipt of loans from banking institutions and others         520,166         353,936         250,932           Settlement of loans from banking institutions and others         (161,196)         (341,465)         (188,159)           Dividend paid to holders of non-controlling interests         (90,184)         (74,338)         (34,297)           Dividend paid to Company's shareholders         (40,000)         (80,000)         (110,000)           Decrease in short-term credit from banking institutions, net         -         (11,167)         (4,750)           Net cash provided by (used in) ongoing finance activities         142,075         (41,432)         656,451           Exchange rate differences in respect of balances of cash and cash equivalents         (15,923)         (7,645)         (10,009)           Increase (decrease) in cash and cash equivalents         (322,273)         (268,212)         307,116           Cash and cash equivalents balance as at the beginning of the year         B         952,349         1,220,561         913,445	Proceeds from realization of options to Company's shares		88	322	853
to non-controlling interest holders, net  To,599 7,609 269,739  Issue of bonds and subordinated deeds 251,977 347,980 656,120  Settlement of bonds and subordinated deeds (389,506) (249,549) (184,109)  Receipt of loans from banking institutions and others 520,166 353,936 250,932  Settlement of loans from banking institutions and others (161,196) (341,465) (188,159)  Dividend paid to holders of non-controlling interests (90,184) (74,338) (34,297)  Dividend paid to Company's shareholders (40,000) (80,000) (110,000)  Decrease in short-term credit from banking institutions, net - (11,167) (4,750)  Net cash provided by (used in) ongoing finance activities 142,075 (41,432) 656,451  Exchange rate differences in respect of balances of cash and cash equivalents (15,923) (7,645) (10,009)  Increase (decrease) in cash and cash equivalents (322,273) (268,212) 307,116  Cash and cash equivalents balance as at the beginning of the year B 952,349 1,220,561 913,445  Cash and cash equivalents balance	Proceeds from realization of options to subsidiary shares		1,925	6,637	122
Issue of bonds and subordinated deeds         251,977         347,980         655,120           Settlement of bonds and subordinated deeds         (389,506)         (249,549)         (184,109)           Receipt of loans from banking institutions and others         520,166         353,936         250,932           Settlement of loans from banking institutions and others         (161,196)         (341,465)         (188,159)           Dividend paid to holders of non-controlling interests         (90,184)         (74,338)         (34,297)           Dividend paid to Company's shareholders         (40,000)         (80,000)         (110,000)           Decrease in short-term credit from banking institutions, net         -         (11,167)         (4,750)           Net cash provided by (used in) ongoing finance activities         142,075         (41,432)         656,451           Exchange rate differences in respect of balances of cash and cash equivalents         (15,923)         (7,645)         (10,009)           Increase (decrease) in cash and cash equivalents         (322,273)         (268,212)         307,116           Cash and cash equivalents balance as at the beginning of the year         B         952,349         1,220,561         913,445	•				
Settlement of bonds and subordinated deeds Receipt of loans from banking institutions and others Settlement of loans from banking institutions and others Settlement of loans from banking institutions and others (161,196) (341,465) (188,159) Dividend paid to holders of non-controlling interests (90,184) (74,338) (34,297) Dividend paid to Company's shareholders (40,000) (80,000) (110,000) Decrease in short-term credit from banking institutions, net  - (11,167) (4,750)  Net cash provided by (used in) ongoing finance activities 142,075 (41,432) 656,451  Exchange rate differences in respect of balances of cash and cash equivalents (15,923) (7,645) (10,009)  Increase (decrease) in cash and cash equivalents (322,273) (268,212) 307,116  Cash and cash equivalents balance as at the beginning of the year  B 952,349 1,220,561 913,445	<del>-</del>		ŕ	*	
Receipt of loans from banking institutions and others  Settlement of loans			· · · · · · · · · · · · · · · · · · ·		
Settlement of loans from banking institutions and others Dividend paid to holders of non-controlling interests  (90,184) (74,338) (34,297)  Dividend paid to Company's shareholders (40,000) (80,000) (110,000)  Decrease in short-term credit from banking institutions, net  Net cash provided by (used in) ongoing finance activities  Exchange rate differences in respect of balances of cash and cash equivalents  (15,923) (7,645) (10,009)  Increase (decrease) in cash and cash equivalents  (322,273) (268,212) 307,116  Cash and cash equivalents balance as at the beginning of the year  B 952,349 1,220,561 913,445					
Dividend paid to holders of non-controlling interests (90,184) (74,338) (34,297) Dividend paid to Company's shareholders (40,000) (80,000) (110,000) Decrease in short-term credit from banking institutions, net - (11,167) (4,750) Net cash provided by (used in) ongoing finance activities 142,075 (41,432) 656,451  Exchange rate differences in respect of balances of cash and cash equivalents (15,923) (7,645) (10,009)  Increase (decrease) in cash and cash equivalents (322,273) (268,212) 307,116  Cash and cash equivalents balance as at the beginning of the year B 952,349 1,220,561 913,445  Cash and cash equivalents balance			· ·	*	
Dividend paid to Company's shareholders  Decrease in short-term credit from banking institutions, net  Net cash provided by (used in) ongoing finance activities  Exchange rate differences in respect of balances of cash and cash equivalents  (15,923)  (268,212)  Cash and cash equivalents balance  as at the beginning of the year  B 952,349  (10,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)  (110,000)	Settlement of loans from banking institutions and others			` ' '	. , ,
Decrease in short-term credit from banking institutions, net  Net cash provided by (used in) ongoing finance activities  Exchange rate differences in respect of balances of cash and cash equivalents  (15,923)  (10,009)  Increase (decrease) in cash and cash equivalents  (322,273)  (268,212)  307,116  Cash and cash equivalents balance as at the beginning of the year  B  952,349  1,220,561  913,445	•				
Net cash provided by (used in) ongoing finance activities  Exchange rate differences in respect of balances of cash and cash equivalents  (15,923)  (7,645)  (10,009)  Increase (decrease) in cash and cash equivalents  (322,273)  (268,212)  307,116  Cash and cash equivalents balance as at the beginning of the year  B  952,349  1,220,561  913,445	·		(40,000)	` ' '	` ' '
Exchange rate differences in respect of balances of cash and cash equivalents  (15,923) (7,645) (10,009)  Increase (decrease) in cash and cash equivalents  (322,273) (268,212) 307,116  Cash and cash equivalents balance as at the beginning of the year  B 952,349 1,220,561 913,445  Cash and cash equivalents balance	Decrease in short-term credit from banking institutions, net			(11,167)	(4,750)
cash and cash equivalents (15,923) (7,645) (10,009)  Increase (decrease) in cash and cash equivalents (322,273) (268,212) 307,116  Cash and cash equivalents balance as at the beginning of the year B 952,349 1,220,561 913,445  Cash and cash equivalents balance	Net cash provided by (used in) ongoing finance activities		142,075	(41,432)	656,451
Increase (decrease) in cash and cash equivalents  Cash and cash equivalents balance as at the beginning of the year  Cash and cash equivalents balance  Cash and cash equivalents balance	Exchange rate differences in respect of balances of				
Cash and cash equivalents balance as at the beginning of the year B 952,349 1,220,561 913,445  Cash and cash equivalents balance	cash and cash equivalents		(15,923)	(7,645)	(10,009)
as at the beginning of the year B 952,349 1,220,561 913,445  Cash and cash equivalents balance	Increase (decrease) in cash and cash equivalents		(322,273)	(268,212)	307,116
as at the beginning of the year B 952,349 1,220,561 913,445  Cash and cash equivalents balance	Cash and cash equivalents balance				
		В	952,349	1,220,561	913,445
	Cash and cash equivalents balance				
		C	630,076	952,349	1,220,561

# CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year er	31,	
	2015	2014	2013
		NIS in thousands	
APPENDIX A – CASH FLOWS FROM			
CURRENT ACTIVITIES			
Net income	226,003	208,064	168,665
Adjustments to the profit and loss items:			
Net profits from financial investments for yield dependent			
insurance contracts and investment contracts	(6,334)	(27,503)	(29,912)
Net income from other financial investments	(200,942)	(194,562)	(123,821)
Finance expenses for financial liabilities and others	187,295	185,687	226,550
Net investment income and other finance income	(14,989)	(3,125)	(215)
Increase in value of investment property and			
real estate under construction, net	(43,583)	(78,906)	(121,548)
Loss (profit) from sale of fixed assets, net	357	557	(4)
Depreciation and amortization:			
Fixed assets	17,725	16,580	17,441
Investment property	4,685	4,712	5,957
Intangible assets	24,979	16,789	12,575
Change in liabilities for insurance contracts			
and investment contracts	126,254	149,035	151,585
Change in share based payment transactions	5,098	6,147	14,683
Change in reinsurance assets	(16,171)	20,696	25,633
Change in deferred acquisition costs	(21,240)	(13,535)	(33,809)
Company's share in losses of affiliate	2,000	1,400	1,232
Taxes on income	162,259	151,030	100,250
Other financial investments:			
Sale (acquisition) of financial investments for yield			
dependent insurance contracts and investment contracts	(8,688)	919	(12,344)
Net sale (acquisition) of other financial investments	74,026	(801,966)	97,599
Acquisition of investment property in subsidiary	(214,740)	-	-
Changes in other assets and liabilities items:			
Short-term credit, net from banking institutions in			
respect of consumer credit grant activity	(67,348)	267,850	(106,617)
Buy back of subsidiary shares	-	(5,547)	-
Outstanding insurance premiums	(103,674)	(31,051)	(28,443)
Debtors and receivables	(26,421)	(22,016)	(27,105)
Creditors and payables	55,238	17,985	(6,436)
Liabilities for employee benefits, net	4,475	1,415	1,130
	166,264	(129,345)	333,046
Cash paid and received during the period for:			
Interest paid	(162,201)	(167,398)	(189,604)
Interest received	113,679	100,896	92,888
Taxes paid	(130,258)	(135,026)	(64,715)
Taxes received	4,077	3,215	1,129
Dividend received	7,153	6,438	7,713
Total cash flows provided by (used in) ongoing current activities	(1,286)	(321,220)	180,457

# CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year e	ended as at December	31,
	2015	2014	2013
		NIS in thousands	
APPENDIX B - CASH AND CASH EQUIVALENTS AS AT THE BEGINNING OF THE YEAR:			
Cash and cash equivalents for yield-dependent contracts	27,222	20,337	19,739
Other cash and cash equivalents	925,127	1,200,224	893,706
Balance of cash and cash equivalents			
as at the beginning of the year	952,349	1,220,561	913,445
APPENDIX C - CASH AND CASH EQUIVALENTS AS AT THE END OF THE YEAR:			
Cash and cash equivalents for yield-dependent contracts	15,519	27,222	20,337
Other cash and cash equivalents	614,557	925,127	1,200,224
Balance of cash and cash equivalents			
as at the end of the year	630,076	952,349	1,220,561
APPENDIX D - SIGNIFICANT NON-CASH ACTIVITIES:			
Acquisition of investment property against	20.024	40.729	12 505
creditors and payables	29,934	40,738	13,505
Sale of investment property against debtors		22,259	<u>-</u>

#### NOTE 5:- SEGMENTS OF ACTIVITY

a. The Company operates in the following segments of activity:

### 1. The segment of life assurance and long term savings

The segment of life assurance and long term savings includes the lines of life assurance and it focuses mainly on long term savings (in the framework of various types of insurance policies), as well as insurance coverages for various risks such as: death, disability, disability income insurance, etc.

## 2. Health insurance segment

The segment of health insurance includes medical expenses, personal accident, surgery, transplantations, dread disease, travel abroad and more.

### 3. General insurance segment

The segment of general insurance includes the liability and property branches. Pursuant to the Regulator of Insurance's directives, the general insurance segment is detailed according to the lines of motor act, motor casco, property and others and liabilities and others.

#### a. The motor act insurance line of business

The motor act insurance line of business focuses on coverages that their acquisition by the owner of the vehicle or the driver is compulsory by law and it provides a coverage for bodily injuries (to the driver of the vehicle, the passengers in the vehicle or to the pedestrians), as a result of the use of the motor vehicle.

#### b. The motor casco line of business

The motor casco line of business focuses on the property damage coverage for the insured vehicle and property damages that the insured vehicle will cause to a third party.

### c. Property and other branches

The rest of the insurance lines of business that are not vehicle and liabilities mainly residential line.

# DIRECT INSURANCE FINANCIAL INVESTMENTS LTD. NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## NOTE 5:- SEGMENTS OF ACTIVITY (Cont.)

a. The Company operates in the following segments of activity: (Cont.)

### 3. General insurance segment (Cont.)

### d. Other liabilities branches

Liabilities lines are designated for coverage of the policyholder liabilities in respect of damage he causes to a third party.

These lines include: third party liability, employers' liability and professional liability.

## 4. Granting of consumer credit segment

Including activities providing credit for the acquisition of vehicle (mostly second-hand), the granting of credit loans for any purpose and providing loans for special purposes in different businesses.

#### 5. <u>Investment property</u>

Includes mainly the lease of office buildings in Israel, Canada, Poland and Belgium.

## NOTE 5:- SEGMENTS OF ACTIVITY (Cont.)

Hereunder are the results of the segments of activity:

				Ye	ar ended as	at Decembe	er 31, 2015				
		Life assurance			General insurance					Unallocated and offset	
	Investment	and long term	Health	Motor	Motor	Property Motor and	Other		Consumer credit	in activities between	
	property	savings	insurance	act	casco	others	liabilities	Total	granted	segments	Total
					NIS	in thousand	s				
INCOME		220 420	155 100	400.250	705.702	152 504	0.241	1 2 40 000			1.704.606
Gross premiums earned Premiums earned by reinsurers	<u> </u>	230,430 25,682	155,108 11,065	400,350 24,074	785,703 1,705	153,704 29,012	9,341 1,068	1,349,098 55,859			1,734,636 92,606
Premiums earned on retention Income from lease of properties	202,054	204,748	144,043	376,276	783,998 -	124,692	8,273	1,293,239	-	(6,221)	1,642,030 195,833
Increase in value of investment property and real estate under construction, net Net gains on investments and other finance income	43,583 28,354	10,259	3,141	24,793	- 9,774	3,232	445	38,244	304	3,824	43,583 84,126
Income from management fees Income from granting consumer credit Income from commissions	-	7,119 - 9,692	2,004	-	- - -	3,419	-	- 3,419	228,254	(236)	7,119 228,018 15,115
Company's share in losses of affiliates Other income			<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>			145	(2,000)	(2,000)
Total income	273,991	231,818	149,188	401,069	793,772	131,343	8,718	1,334,902	228,703	(4,633)	2,213,969
EXPENSES											
Payments and change in liabilities in respect of gross insurance and investment contracts Reinsurers' share of payments and in change in	-	121,283	55,315	293,042	575,552	73,675	5,384	947,653	-	(1,186)	1,123,065
liabilities in respect of insurance contracts		15,919	5,699	27,225	4,147	9,870	569	41,811			63,429
Payments and change in liabilities in respect of insurance and investment contracts on retention Marketing expenses and other acquisition expenses Maintenance, general and administrative expenses Finance expenses Other expenses	52,572 129,765 52	105,364 35,940 19,888	49,616 30,378 17,137	265,817 52,560 21,552	571,405 105,922 45,366	63,805 23,077 8,841 95	4,815 1,296 698	905,842 182,855 76,457 95	88,508 62,899 8,483	(1,186) (2,945) 14,728 48,952 307	1,059,636 334,736 243,681 187,295 359
Total expenses	182,389	161,192	97,131	339,929	722,693	95,818	6,809	1,165,249	159,890	59,856	1,825,707
Income (loss) before taxes on income	91,602	70,626	52,057	61,140	71,079	35,525	1,909	169,653	68,813	(64,489)	388,262
Segment assets as at December 31, 2015	3,845,798	710,384	122,138	_	_	_	_	2,158,483	734,397	1,148,405	8,719,605
Segment liabilities as at December 31, 2015	3,027,924	620,488	59,852					2,159,103	473,855	995,901	7,337,123

## NOTE 5:- SEGMENTS OF ACTIVITY (Cont.)

b. Hereunder are the results of the segments of activity: (Cont.)

				Ye	ear ended as	at Decembe	er 31, 2014				
		Life assurance			Ge	neral insura	ince		G	Unallocated and offset	
	Investment	and long term	Health	Motor	Motor	Property and	Other		Consumer credit	between	
	<u>property</u>	savings	insurance	act	casco NIS	others in thousand	<u>liabilities</u>	Total	granted	segments	Total
INCOME					1110	iii tiiousuiia	5				
Gross premiums earned Premiums earned by reinsurers		219,237 24,103	130,746 12,485	364,644 23,079	682,265 1,049	140,422 27,265	8,987 944	1,196,318 52,337	<u> </u>	<u> </u>	1,546,301 88,925
Premiums earned on retention Income from lease of properties Increase in value of investment property	182,096	195,134	118,261	341,565	681,216	113,157	8,043	1,143,981	-	(5,971)	1,457,376 176,125
and real estate under construction, net  Net gains on investments and other finance income  Income from management fees	78,906 6,535	30,184 7,224	1,947	22,565	10,939	2,689	354	36,547	-	28,621	78,906 103,834 7,224
Income from granting consumer credit Income from commissions Company's share in losses of affiliates	- -	10,548	2,420	-	-	4,375	-	4,375	173,679	(603) - (1,400)	173,076 17,343 (1,400)
Other income	2								160	28	190
Total income	267,539	243,090	122,628	364,130	692,155	120,221	8,397	1,184,903	173,839	20,675	2,012,674
EXPENSES											
Payments and change in liabilities in respect of gross insurance and investment contracts  Reinsurers' share of payments and in change in	-	139,479	49,935	237,580	479,509	52,129	5,312	774,530	-	(1,197)	962,747
liabilities in respect of insurance contracts		9,348	6,746	(3,099)	(3)	3,820	544	1,262			17,356
Payments and change in liabilities in respect of insurance and investment contracts on retention Marketing expenses and other acquisition expenses Maintenance, general and administrative expenses Finance expenses  Other expenses	49,911 118,972	130,131 34,202 20,673	43,189 28,059 15,940	240,679 52,933 18,759	479,512 99,992 37,539	48,309 25,060 7,485 86	4,768 1,432 490	773,268 179,417 64,273 86	- 66,297 46,405 7,520	(1,197) (2,972) 19,713 59,109 584	945,391 305,003 216,915 185,687 584
Total expenses	168,883	185,006	87,188	312,371	617,043	80,940	6,690	1,017,044	120,222	75,237	1,653,580
Income (loss) before taxes on income	98,656	58,084	35,440	51,759	75,112	39,281	1,707	167,859	53,617	(54,562)	359,094
Segment assets as at December 31, 2014	3,851,412	701,518	119,827					2,037,672	592,551	1,200,752	8,503,732
Segment liabilities as at December 31, 2014	2,940,442	623,182	58,967					2,043,931	435,641	1,096,578	7,198,741

## NOTE 5:- SEGMENTS OF ACTIVITY (Cont.)

b. Hereunder are the results of the segments of activity: (Cont.)

		(=====)		Ye	ear ended as	at Decembe	er 31, 2013				
		Life			Co	1:				Unallocated	
		assurance and			Ge	neral insura Property	ince		Consumer	and offset in activities	
	Investment	long term	Health	Motor	Motor	and	Other		credit	between	
	property	savings	insurance	act	casco	others	liabilities	Total	granted	segments	Total
					NIS	in thousand	S				
INCOME											
Gross premiums earned	-	217,118	107,872	333,183	586,304	128,619	5,932	1,054,038	-	-	1,379,028
Premiums earned by reinsurers		22,150	12,979	19,849	1,107	26,322	708	47,986			83,115
Premiums earned on retention Income from lease of properties	199,566	194,968	94,893	313,334	585,197	102,297	5,224	1,006,052	-	(5,769)	1,295,913 193,797
Increase in value of investment property	177,300	_	_	_	_	_	_	_	_	(3,707)	175,777
and real estate under construction, net	121,548	-	<u>-</u>	<u>-</u>	-	-	-	-	-	-	121,548
Net gains on investments and other finance income Income from management fees	3,965	34,366 7,158	2,929	36,666	15,466	3,593	524	56,249	18	(10,089)	87,438 7,158
Income from granting consumer credit	-	7,136	-	-	-	-	-	_	140,958	(1,391)	139,567
Income from commissions	-	10,468	2,815	-	-	4,210	-	4,210	-	-	17,493
Company's share in losses of affiliate Other income	35	-	-	-	-	-	-	-	- 91	(1,232) 188	(1,232) 314
Total income	325,114	246,960	100,637	350,000	600,663	110,100	5,748	1,066,511	141,067	(18,293)	1,861,996
	323,114	240,900	100,037	330,000	000,003	110,100	3,740	1,000,311	141,007	(10,293)	1,001,990
EXPENSES											
Payments and change in liabilities in respect of gross insurance and investment contracts		146,092	47,384	233,309	424,617	55,054	3,201	716,181		(1,186)	908,471
Reinsurers' share of payments and in change in	-	140,092	47,364	233,309	424,017	33,034	3,201	/10,161	-	(1,100)	700,471
liabilities in respect of insurance contracts		7,785	8,258	(2,676)	1,026	8,054	433	6,837			22,880
Payments and change in liabilities in respect of											
insurance and investment contracts on retention	-	138,307	39,126	235,985	423,591	47,000	2,768	709,344	- 52 447	(1,186)	885,591
Marketing expenses and other acquisition expenses Maintenance, general and administrative expenses	57,660	31,464 18,979	23,395 13,888	38,945 16,730	90,085 32,179	23,667 6,915	972 317	153,669 56,141	52,447 41,711	(2,942) 34,418	258,033 222,797
Finance expenses	131,692	-	-	-	-	82	-	82	6,876	87,900	226,550
Other expenses										110	110
Total expenses	189,352	188,750	76,409	291,660	545,855	77,664	4,057	919,236	101,034	118,300	1,593,081
Income (loss) before taxes on income	135,762	58,210	24,228	58,340	54,808	32,436	1,691	147,275	40,033	(136,593)	268,915
Segment assets as at December 31, 2013	3,604,625	670,231	118,604					1,889,866	283,698	1,108,553	7,675,577
Segment liabilities as at December 31, 2013	2,744,609	598,909	56,953					1,904,606	150,656	993,243	6,448,976

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