



**גזית-גלוב בע"מ**  
**GAZIT-GLOBE LTD.**

4 בספטמבר 2014

לכבוד  
הבורסה לניירות ערך בת"א בע"מ  
באמצעות המגנ"א

לכבוד  
רשות ניירות ערך  
באמצעות המגנ"א

ג.א.ג.,

**הנדון: גזית גלוב ("החברה") - השתתפות החברה בגיוס הון על ידי החברה המאוחדת First Capital Realty, Inc.**

החברה מתכבדת להודיע בזאת, כי ביום 3 בספטמבר 2014 הודיעה First Capital Realty Inc. ("FCR"), חברה המאוחדת בדוחותיה הכספיים של החברה אשר מנייתה נסחרת בבורסה של טורונטו, על גיוס הון באמצעות הנפקת 5.25 מיליון מניות בקנדה במחיר של 19.06 דולר קנדי למניה, ובהיקף כולל של כ- 100 מיליון דולר קנדי.

במסגרת ההנפקה, יונפקו לחברה בבעלותה המלאה של החברה 883 אלפי מניות של FCR (המהוות 0.41% מהון המניות של FCR ומזכויות הצבעה בה). כן העניקה FCR לחתמי ההנפקה אופציה בת 30 ימים לרכוש עד 787.5 אלפי מניות נוספות במחיר ההנפקה, אשר ככל שתמומש במלואה תגדיל את היקף ההנפקה הכולל ל- 115 מיליון דולר קנדי.

בעקבות רכישת מניות FCR במסגרת ההנפקה כאמור (ובהנחה ש- FCR תנפיק את מלוא הכמות המוצעת, ללא מימוש האופציה לחתמים), תחזיק החברה וחברות פרטיות בבעלותה המלאה מניות FCR המהוות כ-44.25% מהון המניות של FCR (39.9% בדילול מלא). להנפקה האמורה אין השפעה מהותית על ההון העצמי המיוחס לבעלי המניות של החברה.

אנו מצרפים בזאת העתק מההודעה האמורה של FCR, כפי שפורסמה בקנדה ביום 3 בספטמבר 2014.

דוח מידי נוסף יפורסם עם השלמת ההנפקה.

בכבוד רב,

גזית-גלוב בע"מ

נחתם על ידי: גיל קוטלר, משנה למנכ"ל ומנהל כספים ראשי  
ורדה צונץ, סמנכ"לית אחריות תאגידית



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## **FIRST CAPITAL REALTY ANNOUNCES \$100 MILLION EQUITY OFFERING**

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**Toronto, Ontario (September 3, 2014)** – First Capital Realty Inc. (TSX:FCR) (the “Company”), Canada’s leading owner, developer and manager of well-located, high quality, urban retail-centred properties, announced today that it has entered into an agreement to sell 5,250,000 common shares (“Shares”) on a bought deal basis at a price of \$19.06 per Share to a syndicate of underwriters co-led by TD Securities Inc. and BMO Capital Markets for gross proceeds of \$100 million (the “Offering”). As part of the Offering, Gazit-Globe Ltd. and Alony-Hetz Properties and Investments Ltd., or their respective affiliates or subsidiaries, have agreed to purchase, directly or indirectly, 883,000 and 167,000, respectively, of the Shares being offered by the underwriters, with the remaining 4,200,000 Shares being offered to the public.

In addition, the Company has granted the syndicate an over-allotment option, exercisable in whole or in part at any time up to 30 days after closing, to purchase up to an additional 787,500 Shares at the Offering price which, if exercised in full, would increase the gross Offering size to \$115 million.

The Offering is scheduled to close on or about September 12, 2014, and is subject to regulatory approval. The Offering is being made under the Company’s base shelf prospectus dated October 17, 2012. The terms of the offering will be described in a prospectus supplement to be filed with Canadian securities regulators.

The net proceeds from the Offering will be used for acquisitions, development and redevelopment activities, repayment of secured and unsecured debt maturing throughout 2015 and for general corporate purposes.

The securities offered have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

### **ABOUT FIRST CAPITAL REALTY (TSX:FCR)**

First Capital Realty is Canada's leading owner, developer and manager of well-located, high quality urban retail-centred properties where people live and shop for everyday life. The Company currently owns interests in 164 properties totalling approximately 24.6 million square feet of gross leasable area.

### **Forward Looking Statements**

*This press release contains forward-looking statements and information within the meaning of applicable securities law. Forward-looking statements can be identified by the expressions “expects”, “believes”, “estimates”, “will”, “projected” and similar expressions. The forward-looking statements are not historical facts but reflect the Company’s current expectations regarding future results or events and are based on information currently available to Management. Certain material factors and assumptions were applied in providing these forward-looking statements.*

*Management believes that the expectations reflected in forward-looking statements are based upon reasonable assumptions; however, Management can give no assurance that the actual results or developments will be consistent with these forward-looking statements. These forward-looking statements are subject to a number of risks and uncertainties that could cause actual results or events to differ materially from current expectations, including the matters discussed under “Risks and Uncertainties” in First Capital Realty’s Management’s Discussion and Analysis for the year ended December 31, 2013 and under “Risk Factors” in its current Annual Information Form. Readers, therefore, should not place undue reliance on any such forward-looking statements. Further, a forward-looking statement speaks only as of the date on which such statement is made. First Capital Realty undertakes no obligation to publicly update any such statement or to reflect new information or the occurrence of future events or circumstances except as required by applicable securities law.*

*All forward-looking statements in this press release are made as of the date hereof and are qualified by these cautionary statements.*

For further information:

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