

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
OF THE SECURITIES EXCHANGE ACT OF 1934

For the month of June 2013

ALON BLUE SQUARE ISRAEL LTD.
(translation of registrant’s name into English)

Europark Yakum, France Building,
Yakum 60972 Israel
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40 F:

Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): _____

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): _____

Attached hereto and incorporated by reference herein are the following documents:

- 1. Press release entitled "Alon Blue Square Israel Ltd. Announces Private Placement in Israel of Additional Series C Notes."
- 2. An unofficial translation of Rating Action of Midroog Ltd. (an Israeli rating agency, a 51% subsidiary of Moody’s), and Consent of Rating Agency.

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ALON BLUE SQUARE ISRAEL LTD. ANNOUNCES A PRIVATE PLACEMENT IN ISRAEL OF ADDITIONAL SERIES C NOTES

YAKUM, Israel, June 26, 2013 Alon Blue Square Israel Ltd. (NYSE: BSI) (hereinafter: “Alon Blue Square” or the "Company") announced today that it has agreed with Israeli institutional investors to issue to such investors in a private placement NIS 100 million par value (approximately \$27.52 million) of additional Series C Notes (the "Additional Series C Notes") in consideration for an aggregate sum of approximately NIS 99.3 million (approximately \$27.33 million) (the "Private Placement").

If issued, the terms of the issued Additional Series C Notes will be similar to the terms of the Series C Notes previously issued by the Company and which are currently traded on the Tel Aviv Stock Exchange Ltd. ("TASE"). If issued, the Additional Series C Notes will form a single series together with the currently outstanding Series C Notes. 17.4% of the Additional Series C Notes issued in the Private Placement were acquired by the Company's subsidiary, Dor Alon Energy In Israel Ltd.

The issuance of the Additional Series C Notes is subject to the receipt of the approval of the TASE for the listing of such Series C Notes. The sale and/or transfer of the Additional Series C Notes are subject to the limitations on re-sale of securities set forth in the Israeli Securities Law of 1968 and the regulations promulgated thereunder applicable to private placements.

The weighted discount rate for the sole purpose of withholding tax with respect to the entire Series C Notes (including the previously issued Series C Notes and following the issuance of the Additional Series C Notes) was determined to be 5.99% calculated in accordance with the approval received by the Company from the Israeli Tax Authority.

The Additional Series C Notes are not and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold in the United States or to U.S. Persons (as defined in Regulation “S” promulgated under the Securities Act) without registration under the Securities Act or an exemption from the registration requirements of the Securities Act.

On June 26, 2013, Midroog Ltd. (an Israeli rating agency, a 51% subsidiary of Moody’s), announced that it had affirmed the "A2"/negative outlook rating (on a local scale) for a bond issue of up to NIS 120 million (approximately US\$33.02 million) in principal amount through the expansion of the Series C Notes.

This press release does not constitute an offer to sell or the solicitation of an offer to buy any securities, including the Additional Series C Notes.

* * *

Alon Blue Square Israel Ltd. (hereinafter: "Alon Blue Square") is the leading retail company in the State of Israel and operates in four reporting segments: In its supermarket segment, Alon Blue Square, as a pioneer in the modern food retail, through its 100% subsidiary, Mega Retail Ltd., currently operates 211 supermarkets under different formats, each offering a wide range of food products, "Near Food" products and "Non-Food" products at varying levels of service and pricing. In its "Non-Food" segment, Alon Blue Square, through its 100% subsidiary BEE Group Retail Ltd., operates specialist outlets in self-operation and franchises and offers a wide range of "Non-Food" products as retailer and wholesaler. In the Fueling and Commercial Sites segment, through its 78.43% subsidiary, which is listed on the Tel Aviv stock exchange ("TASE"), Dor Alon Energy in Israel (1988) Ltd is one of the four largest fuel retail companies in Israel based on the number of petrol stations and a leader in the field of convenience stores. Dor Alon operates a chain of 203 petrol stations and 209 convenience stores in different formats in Israel. In its Real Estate segment, Alon Blue Square, through its TASE traded 74.76% subsidiary Blue Square Real Estate Ltd., owns, leases and develops yield generating commercial properties and projects. In other segments, Alon Blue Square through its 100% subsidiary, Alon Cellular Ltd., operates an MVNO network in Israel and through Diners Club Israel Ltd., an associate held at 49%, which operates in the sector of issuance and clearance of YOU credit cards to the customer club members of the group.

This press release contains forward-looking statements within the meaning of safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements may include, but are not limited to, plans or projections about our business, our future revenues, expenses and profitability. Forward-looking statements may be, but are not necessarily, identified by the use of forward-looking terminology such as "may," "anticipates," "estimates," "expects," "intends," "plans," "believes," and words and terms of similar substance. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual events, results, performance, circumstance and achievements to be materially different from any future events, results, performance, circumstance and achievements expressed or implied by such forward-looking statements. These risks, uncertainties and other factors include, but are not limited to, the following: the effect of the economic conditions in Israel on the sales in our stores and of our products and on our profitability; our ability to compete effectively against low-priced supermarkets, large fuel companies and our other competitors; enactment of new laws and regulations, including the enactment of recommendations of governmental appointed committees and regulations with respect to the procurement of petroleum products by fuel companies and the price of petroleum products that are subject to regulation; quarterly fluctuations in our operating results that may cause volatility of our ADS and share price; fluctuations in the price of petroleum products and increases in excise tax rates imposed on the sale of petroleum products in Israel; risks associated with our dependence on a limited number of key suppliers for products that we sell in our stores; the effect of an increase in the minimum wage in Israel on our operating results; the effect of any actions taken by the Israeli Antitrust Authority on our ability to execute our business strategy and on our profitability; the effect of increases in oil, raw material and product prices in recent years; the effects of damage to our reputation or to the reputation of our store brands due to reports in the media or otherwise; government policies with respect to residential building may have a negative impact on our operations in residential building, and other risks, uncertainties and factors disclosed in our filings with the U.S. Securities and Exchange Commission (SEC), including, but not limited to, risks, uncertainties and factors identified under the heading "Risk Factors" in our annual report on Form 20-F for the year ended December 31, 2012. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Except for our ongoing obligations to disclose material information under the applicable securities laws, we undertake no obligation to update the forward-looking information contained in this press release.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed by the undersigned, thereunto duly authorized.

June 26, 2013

ALON BLUE SQUARE ISRAEL LTD.

By: /s/ Ortal Klein

Ortal Klein, Adv.
Corporate Secretary

Alon Blue Square Israel Ltd.

Rating Action 1 June 2013

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Alon Blue Square Israel Ltd.

Issue/Bond Rating
Commercial Paper

A2
Prime -1

Outlook: Negative

Midroog announces it is reaffirming the A2/negative outlook rating of the bonds (series A and C) issued by Alon Blue Square Israel Ltd. ("Alon Blue Square" or the "Company" or the "Group") and the P-1 rating for commercial papers (CPs) issued by the Company in a sum of NIS 120 million. Midroog also affirms the A2/negative outlook rating for a bond issue of up to NIS 120 million par value through an expansion of Series C.

The rating of the bond issue relates to its structure based on data provided to Midroog up until June 24, 2013. Depending on the structure of the bond issue, Midroog has the right to reconsider and revise the rating assigned.

Following is a breakdown of the series of bonds in circulation issued by the Company and rated by Midroog:

Bond Series	Stock No.	Original Date of Issue	Fixed Annual Coupon	Linkage	Book Value of Bond Balance on March 31, 2013 (NIS M)	Remainder of Bond Repayment Years
A	Non-negotiable	August 2003	5.90%	CPI	159.0	2013-2014
C	1121334	October 2010	2.50%	CPI	130.0	2013-2022

Key Rating Rationale

During May 2013, Midroog changed the outlook of the Company's bonds from stable to negative. The change in the outlook is attributed to the erosion in the competitive status of Mega retail chain in key parameters, such as revenue per sq.m., SSS (same store sales) and operating profitability. The Company's results for the first quarter of 2013 pointed to stability in sales of the supermarket segment compared to the same period the year before, despite closing down ten unprofitable branches between the periods. In the first quarter the Company posted positive SSS growth of about 2.1%. Same store sales growth is attributed entirely to "Mega Bool" chain and was accompanied by a decline in gross margin in the supermarket segment (gross margin of about 25% in the Q1/2013 compared to 26.9% in Q1/2012) in line with the company's policy of increasing market share while expanding discount sales.

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In our assessment, the Company, with emphasis on the supermarket segment, faces managerial challenges of increasing market share while streamlining cost structure. These are critical factors for significantly improving the profitability of the supermarket segment given the very competitive business environment in which it operates. The Company is now in the midst of outlining a multiannual strategic plan with the entry of the new CEO of Mega into the position at the beginning of the year.

In the first quarter of 2013, the Company posted an improvement in the gas stations and commercial complexes segment compared to the same period the year before. In addition, the non-food segment went from operating loss in 2012 to operating profit for the first quarter of 2013.

In the first quarter of 2013, the Company reported an increase in cash flow from operations (CFO), largely due to one-time measures – mainly extending supplier credit days and a reduction in inventories.

As of March 31, 2013, the Company posted a net debt-to-adjusted EBITDAR coverage ratio of 7.2 which is incongruent with the present bond rating grade. In our assessment, the Company EBITDA in 2013 will be similar to the one in 2012. On the one hand, closing unprofitable branches of "Mega Bool" towards the end of 2012 is full expressed in 2013, while on the other hand we expect an erosion in EBIT rates owing to the discount sale policy which erode the gross margin, while the ability to adjust operating costs will not appear in the short term. In this scenario, the Company will remain with coverage ratios at the lower end of the adjusted ratios for the present bond rating grade.

During May 2013, Midroog reaffirmed an A1 rating for the bonds of Blue Square Real Estate (a subsidiary in which the Company holds 74.7%) and upgraded the rating outlook from negative to stable, largely due to the reduction in the risk level of the Tel Aviv Wholesale Market project as for the project progress.

Alon Blue Square's rating is supported by the strong business profile, dominant market shares in the retail segments, strong brands and wide geographic spread, mainly in central locations in Israel.

Alon Blue Square is the largest retail group in Israel with a consolidated volume of annual sales of about NIS 13.0 billion. Alon Blue Square has over 700 selling points throughout Israel (some through franchises) in four interfacing segments of activity: food retail, non-food retail, fuel retail and real estate activity.

The negative outlook reflects the uncertainty regarding the Company's ability to maintain better long-term profitability. Midroog may downgrade the rating if the Company's financial parameters will not be improved, with an emphasis on the supermarket segment. Midroog will also evaluate the Company's bond rating based on the implementation of the new strategic plan.

For more details on the rating rationale, see the May 2013¹ monitoring report.

¹ The report is published on Midroog's website: www.midroog.co.il.

Alon Blue Square Israel Ltd. (Consolidated), Key Financial Figures in NIS M*:

	Q1-2013	Q1-2012	FY 2012	FY 2011	FY 2010	FY 2009
Revenue	3,089	3,108	12,685	12,346	8,344	7,192
Gross profit	656	674	2,752	2,904	2,286	2,026
Operating profit (EBIT)	20	35	172	292	243	235
Net profit	-33	2	22	84	62	98
Gross profit %	21.2%	21.7%	21.7%	23.5%	27.4%	28.2%
EBIT%	0.6%	1.1%	1.4%	2.4%	2.9%	3.3%
EBITDA	88	105	450	566	450	400
FFO	29	66	230	290	280	305
EBIT for financing	0.3	0.6	0.5	0.9	1.0	1.3
Total assets in balance sheet	9,604	9,459	9,214	9,094	8,770	5,165
Liquid financial assets	882	514	683	480	534	825
Debt	5,164	4,965	5,206	4,955	4,671	2,341
Net debt	4,282	4,451	4,523	4,474	4,137	1,516
Equity	1,540	1,548	1,587	1,546	1,582	1,226
Equity/total assets	16.0%	16.4%	17.2%	17.0%	18.0%	23.7%
Debt/CAP	76.8%	76.0%	76.3%	75.6%	74.1%	65.4%

* As of October 3, 2010, the Company consolidates the financial statements of Dor Alon Ltd.

Alon Blue Square Israel Ltd. – Main Business Segments in NIS M:

	Q1-2013	Q1-2012	FY 2012	FY 2011	FY 2010	FY2009
Revenue						
Supermarkets	1,628	1,626	6,553	6,724	6,895	6,863
Non-food	107	87	321	289	482	464
Gas stations and commercial complexes	1,337	1,387	5,774	5,302	4,330	NR
Real estate**	9	7	31	31	25	22
EBIT before other profit						
Supermarkets**	-3	17	126	177	242	211
Non-food	7	7	-12	-20	-7	23
Gas stations and commercial complexes*	37	29	145	174	179	NR
Real estate	5	4	17	15	-5	33

** The supermarkets segment does not include expenditures for rent paid to Blue Square Real Estate, which is offset with the consolidated statements.

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Rating Outlook

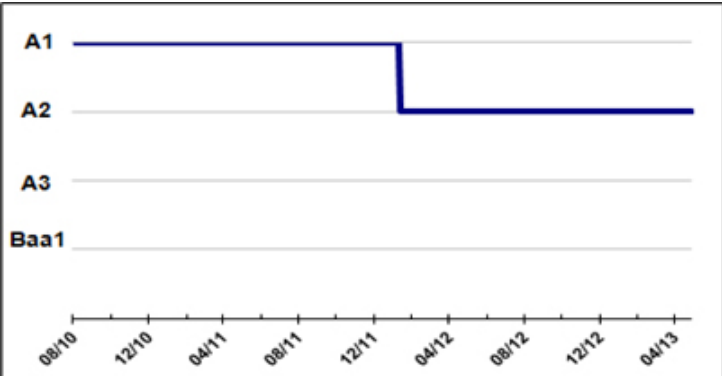
Factors that can improve the rating:

- Improvement in EBIT and in the Company's status in the retail sector
- Substantial decrease in the leverage level

Factors that can lower the rating:

- Failure over time to meet an adjusted net debt-to-EBITDAR coverage ratio below 7.0
- Substantial dividend payout which is not backed by cash flow
- Another downturn in the business status of the food retail segment

Rating History



About the Company

Alon Blue Square Israel Ltd., a public company listed on the Tel Aviv and New York stock exchanges, is Israel’s second largest food retailer. The Company is about 73.2% owned by Alon Israel Oil Company Ltd. ("**Alon**"), a private holding company engaged in the retail and energy sectors in Israel and overseas. Ownership of the parent company is shared by Bielsol Investments Ltd., a private company jointly owned by David Wiessman and the Biran family, and buyers organizations belonging to kibbutzim and to Mr. David Wiessman. The Company operates today through four major subsidiaries: Mega Retail Ltd. ("**Mega**" – 100% owned) handles the retail food business; BEE Retail Group, which presently holds about 77% of Na'aman Ltd. and 90% of Kfar Hasha'ashuim; Dor Alon (78.4% holding), one of the leading companies in Israel in the marketing and sale of fuel; Blue Square Real Estate (74.8% holding)² owns real estate properties, most of which are currently leased for retail activity.

²On May 6, 2013, the Company sold about 3.5% of company shares for about NIS 49 million.



As of 2013, Mr. David Wiessman is the Company's CEO and chief business manager together with Mrs. Limor Ganot. Mr. Yitzhak Bader is the Chairman of the board of directors.

Related Reports

Alon Holdings in Blue Square Israel Ltd., May 2013 Monitoring Report

Dor Alon Energy Israel (1988) Ltd., January 2013 Rating Report

Retail Sector - Rating Methodology, Special Report, October 2010

Methodology for Adjusting Financial Ratios, November 2010

Reports published on Midroog's website at www.midroog.co.il.

Date of the report: June 24, 2013

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KEY FINANCIAL TERMS

Interest	Net financing expenses from Income Statement
Cash Interest	Financing expenses from income statement after adjustments for non-cash flow expenditures from statement of cash flows
Operating profit (EBIT)	Profit before tax, financing and onetime expenses/profits
Operating profit before amortization (EBITA)	EBIT + amortization of intangible assets.
Operating profit before depreciation and amortization (EBITDA)	EBIT + depreciation + amortization of intangible assets.
Operating profit before depreciation, amortization and rent/leasing (EBITDAR)	EBIT + depreciation + amortization of intangible assets + rent + operational leasing.
Assets	Company's total balance sheet assets.
Debt	Short term debt + current maturities of long-term loans + long-term debt + liabilities on operational leasing
Net debt	Debt - cash and cash equivalent – long-term investments
Capitalization (CAP)	Debt + total shareholders' equity (including minority interest) + long-term deferred taxes in balance sheet
Capital investments	Gross investments in equipment, machinery and intangible assets
Capital Expenditures (CAPEX)	
Funds From Operations (FFO)*	Cash flow from operations before changes in working capital and before changes in other asset and liabilities
Cash Flow from Current Operations (CFO)*	Cash flow from operating activity according to consolidated cash flow statements
Retained Cash Flow (RCF)*	Funds from operations (FFO) less dividend paid to shareholders
Free Cash Flow (FCF)*	Cash flow from operating activity (CFO) - CAPEX - dividends

* It should be noted that in IFRS reports, interest payments and receipts, tax and dividends from investees will be included in the calculation of the operating cash flows, even if they are not entered in cash flow from operating activity.



Obligations Rating Scale

Investment grade	Aaa	Obligations rated Aaa are those that, in Midroog's judgment, are of the highest quality and involve minimal credit risk.
	Aa	Obligations rated Aa are those that, in Midroog's judgment, are of high quality and involve very low credit risk.
	A	Obligations rated A are considered by Midroog to be in the upper-end of the middle rating, and involve low credit risk.
Speculative Investment	Baa	Obligations rated Baa are those that, in Midroog's judgment, involve moderate credit risk. They are considered medium grade obligations, and could have certain speculative characteristics.
	Ba	Obligations rated Ba are those that, in Midroog's judgment, contain speculative elements, and involve a significant degree of credit risk.
	B	Obligations rated B are those that, in Midroog's judgment, are speculative and involve a high credit risk.
	Caa	Obligations rated Caa are those that, in Midroog's judgment, have weak standing and involve a very high credit risk.
	Ca	Obligations rated Ca are very speculative investments, and are likely to be in, or very near to, a situation of insolvency, with some prospect of recovery of principal and interest.
	C	Obligations rated C are assigned the lowest rating, and are generally in a situation of insolvency, with poor prospects of repayment of principal and interest.

Midroog applies numerical modifiers 1, 2 and 3 in each of the rating categories from Aa to Caa. Modifier 1 indicates that the bond ranks in the higher end of the letter-rating category. Modifier 2 indicates that the bonds are in the middle of the letter-rating category; and modifier 3 indicates that the bonds are in the lower end of the letter-rating category.

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Moody's short term ratings describe the ability of issuers to honor short-term financial obligations. Ratings may be assigned to issuers, individual issues and financial instruments. As a rule, short-term obligations are for a period of no more than 13 months, unless indicated otherwise.

Symbol	Definition
<i>Prime – 1</i>	Issuers (or supporting institutions) rated P-1 have a superior ability to repay short-term debt obligations.
<i>Prime – 2</i>	Issuers (or supporting institutions) rated P-2 have a strong ability to repay short-term debt obligations.
<i>Prime – 3</i>	Issuers (or supporting institutions) rated P-3 have an acceptable ability to repay their short-term debt obligations.
<i>Not Prime (N-P)</i>	Issuers rated N-P do not fall within any of the Prime rating categories.

Short- term vs. Long term Ratings

	Long Term	Short Term
Investment Grade	Aaa	Prime - 1
	Aa1	
	Aa2	
	Aa3	
	A1	Prime - 2
	A2	
	A3	
	Baa1	Prime - 3
	Baa2	
	Baa3	
Speculative Grade	Ba1	Not Prime
	Ba2	
	Ba3	
	B1	
	B2	
	B3	
	Caa1	
	Caa2	
	Caa3	
	Ca	
	C	

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Report No.: CTR040613120M

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All the information contained herein on which Midroog relied was submitted to it by sources it believes to be reliable and accurate. Midroog does not independently check the correctness, completeness, compliance, accuracy or reliability of the information (hereinafter: the "information") submitted to it, and it relies on the information submitted to it by the rated Company for assigning the rating.

The rating is subject to change as a result of changes in the information obtained or for any other reason, and therefore it is recommended to monitor its revision or modification on Midroog's website www.midroog.co.il. The ratings assigned by Midroog express a subjective opinion, and they do not constitute a recommendation to buy or not to buy bonds or other rated instruments. The ratings should not be referred as endorsements of the accuracy of any of the data or opinions, or attempts to independently assess or vouch for the financial condition of any company. The ratings should not be construed as an opinion on the attractiveness of their price or the return of bonds or other rated instruments. Midroog's ratings relate directly only to credit risks and not to any other risk, such as the risk that the market value of the rated debt will drop due to changes in interest rates or due to other factors impacting the capital market. Any other rating or opinion given by Midroog must be considered as an individual element in any investment decision made by the user of the Information contained in this document or by someone on his behalf. Accordingly, any user of the information contained in this document must conduct his own investment feasibility study on the Issuer, guarantor, debenture or other rated document that he intends to hold, buy or sell. Midroog's ratings are not designed to meet the investment needs of any particular investor. The investor should always seek the assistance of a professional for advice on investments, the law, or other professional matters. Midroog hereby declares that the Issuers of bonds or of other rated instruments or in connection with the issue thereof the rating is being assigned, have undertaken, even prior to performing the rating, to render Midroog a payment for valuation and rating services provided by Midroog.

Midroog is a 51% subsidiary of Moody's. Nevertheless, Midroog's rating process is entirely independent of Moody's and Midroog has its own policies, procedures and independent rating committee; however, its methodologies are based on those of Moody's.

For further information on the rating procedures of Midroog or of its rating committee, please refer to the relevant pages on Midroog's website.

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CONSENT OF RATING AGENCY

We consent to the incorporation by reference in the Registration Statement on Form S-8 (No. 333-149175) of Alon Blue Square Israel Ltd. (the “Company”) of the reference to the reaffirmation of our A2/negative outlook rating (on local scale) for the Company’s Series A and C bonds and the “P-1” rating (on local scale) for the Company’s commercial paper issued in the sum of NIS 120 million and the reaffirmation of our A2/negative outlook rating (on local scale) for a bond issuance by the Company of up to NIS 120 million par value through an expansion of Series C, and of the unofficial translation of our Monitoring Report dated June 2013 with respect to the foregoing, including in this Current Report on Form 6-K.

/s/ Eran Heimer
[Eran Heimer, CEO]
Midroog Ltd.

Tel-Aviv, Israel,
June 26, 2013.

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