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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

July 2, 2004

SCITEX CORPORATION LTD.

(Translation of registrant's name into English)

3 Azrieli Center
Triangle Building
Tel Aviv, 67023
Israel

(Address of principal executive offices)

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

Form 20-F ☒ Form 40-F ☐

Indicate by check mark whether the registrant by furnishing the information contained
in this Form is also furnishing the information to the Commission pursuant to Rule
12g3-2(b) under the Securities and Exchange Act of 1934.

Yes ☐ No ☒

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

1. Registrant's Statement dated June 30, 2004 relating to registrant's cash distribution, attached as Exhibit 1 hereto.
 2. Form of Declaration of Status for Israeli income tax purposes relating to registrant's cash distribution, attached as Exhibit 2 hereto.
 3. Form of Letter to Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees relating to registrant's cash distribution, attached as Exhibit 3 hereto.
 4. Form of Letter from Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees to Clients relating to registrant's cash distribution, attached as Exhibit 4 hereto.
 5. Form of Refund Calculation relating to registrant's cash distribution, attached as Exhibit 5 hereto.
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SIGNATURE

Pursuant to the requirement of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SCITEX CORPORATION LTD.

BY: /S/ Yahel Shachar

Yahel Shachar
Chief Financial Officer

July 2, 2004

Filename: info_statement.htm

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Comment/Description:

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June 30, 2004

Dear Scitex Shareholder:

We are pleased to send you the enclosed Statement regarding the cash distribution of \$2.36 per ordinary share to our shareholders of record as of June 30, 2004. The Statement provides you with important information concerning:

- the general terms of, and manner of effecting, the distribution;
- the Israeli withholding tax applicable to the distribution and, to the extent you are eligible for a full or partial exemption from this tax, the actions you must take to obtain the benefit of such exemption. In this respect, you are encouraged to read the section under the caption "Israeli Withholding Tax" and the Tax Declaration Form ("Declaration of Status for Israeli Income Tax Purposes") enclosed herewith; and
- how you can obtain additional information about these matters.

We are confident that the distribution will benefit Scitex and our shareholders. Thank you for your investment in Scitex.

Sincerely,

Raanan Cohen
Interim President and Chief Executive Officer
Scitex Corporation Ltd.

Scitex Corporation Ltd.
3 Azrieli Center, Triangular Tower, 43rd Floor
Tel Aviv 67023, Israel
Tel: 972-3-607-5855 Fax: 972-3-607-5884
www.scitex.com

SCITEX CORPORATION LTD.

Distribution of \$2.36 in Cash to Scitex Shareholders

June 30, 2004

Purpose of this Statement

We, Scitex Corporation Ltd., are sending you this Statement because we are distributing \$2.36 per ordinary share, par value NIS 0.12 per share, of Scitex, in cash, subject to withholding taxes, as applicable, and without interest. The distribution will be made on Monday, July 12, 2004 (the "**Distribution Date**"), to holders of record of Scitex ordinary shares that are issued and outstanding as of 5:00 p.m., New York time, on Wednesday, June 30, 2004 (the "**Record Date**").

In particular, we are sending you this Statement to inform you of certain actions that you may have to take in connection with the distribution as result of Israeli withholding tax. *See the information under the caption "Israeli Withholding Tax".*

Overview of the Distribution

On June 22, 2004, we announced the details of our previously disclosed cash distribution to our shareholders. The cash distribution will be in the amount of \$2.36 per ordinary share, or approximately \$90 million in the aggregate, based on 38,066,363 ordinary shares outstanding as of the Record Date (excluding 5,401,025 treasury shares), payable on July 12, 2004, the Distribution Date, to shareholders of record as of 5:00 p.m., New York time, on June 30, 2004, the Record Date.

The ex-dividend date for purposes of trading of the ordinary shares on the Nasdaq National Market ("**Nasdaq**") and the Tel Aviv Stock Exchange (the "**TASE**") is July 1, 2004.

When and How You Will Receive the Distribution

We will effect the distribution on July 12, 2004, the Distribution Date. Pursuant to Israeli tax law, we are required to withhold 25% of the \$2.36 to be distributed per ordinary share you held on the Record Date, unless you are eligible for a full or partial exemption from such tax. Accordingly, the manner in which we will distribute the \$2.36 per ordinary share held by you depends on whether you are eligible for a full or partial exemption from withholding taxes as well as on the manner in which you hold your shares.

For more information regarding the Israeli withholding tax applicable to the distribution and the actions you may be required to take in order to qualify for a full or partial exemption therefrom, see below under "Israeli Withholding Tax."

SCITEX SHAREHOLDERS ARE URGED TO CONSULT THEIR OWN TAX ADVISORS TO DETERMINE THE PARTICULAR TAX CONSEQUENCES TO THEM RESULTING FROM THE CASH DISTRIBUTION, INCLUDING THE EFFECT OF ANY UNITED STATES FEDERAL INCOME, STATE, LOCAL OR FOREIGN TAX LAWS OR WITHHOLDING TAXES.

Israeli Withholding Tax

ITA Approval

The distribution is generally subject to the withholding of Israeli tax at the source. Scitex has obtained an approval from the ITA with respect to the withholding tax rates applicable to its shareholders as a result of the distribution, as follows:

- Israeli corporations are entitled to a full exemption from Israeli withholding tax;
- U.S. residents who are (i) not Israeli residents (as defined under Section 1 of the Israeli Income Tax Ordinance [New Version], 5721-1961 (the "**Ordinance**") and (ii) have a permanent address in the U.S. (a "**U.S. Shareholder**"), are subject to Israeli withholding tax at the reduced rate of 12.5%;

- Israeli provident funds ('Kupat Gemel') and other entities that qualify for an exemption pursuant to Section 9(2) of the Ordinance are entitled to a full exemption from Israeli withholding tax;
- Israeli mutual funds which are classified as "exempt mutual funds" for Israeli tax purposes are entitled to a full exemption from Israeli withholding tax;
- Israeli mutual funds which are classified as "mixed mutual funds" for Israeli tax purposes are subject to Israeli withholding tax at the reduced rate of 12%; and
- Shareholders eligible for an exemption or a favorable withholding tax rate pursuant to a valid certificate from the Israeli Tax Authority ("ITA" and the "ITA Waiver") will be subject to Israeli withholding tax in accordance with such ITA Waiver.

The Israeli withholding tax is not an additional tax. Rather, the Israeli income tax liability of shareholders subject to Israeli withholding will be reduced by the amount of Israeli tax withheld. If Israeli withholding tax results in an overpayment of Israeli taxes, the holder may apply to the ITA in order to obtain a refund. However, we cannot assure you whether, if and when the ITA will grant such refund.

Payment and Withholding Procedures

In order to facilitate the distribution, including the withholding of the applicable tax on the distribution to you, we have, based on the approval we received from the ITA, established a procedure whereby the manner in which we will distribute the \$2.36 per ordinary share held by you depends on whether you are eligible for a full or partial exemption from withholding taxes as well as on the manner in which you hold your shares:

TASE Holders. Holders of Scitex ordinary shares as of the Record Date who hold their shares through a member of the TASE ("**TASE Holders**") and qualify for a favorable Israeli withholding tax rate are urged to contact the TASE member with whom their securities deposit is managed to determine whether they are required to take any action. In general, unless the TASE member with whom the securities deposit is managed is an Other Holder (as defined below), on the Distribution Date, Scitex will transfer the full amount of the cash distribution, i.e., \$2.36 per ordinary share, attributed to the TASE Holders to the respective TASE members who will in turn make the appropriate deduction of Israeli withholding tax based upon their records and applicable Israeli law and credit the balance, following such deduction, to the TASE Holders' account with the TASE member.

Listed Holders. Holders of Scitex ordinary shares as of the Record Date whose shares are listed in the Register of Shareholders of Scitex in Israel ("**Listed Holders**") and qualify for a favorable Israeli withholding tax rate are urged to contact Scitex to determine whether they are required to take any action. In general, on the Distribution Date, Scitex will transfer directly to such Listed Holders \$1.77 per ordinary share, following a deduction of Israeli withholding tax at the rate of 25% on the \$2.36 cash distribution. Listed Holders who qualify for a favorable Israeli withholding tax rate must either (1) complete and submit to Scitex the enclosed Tax Declaration Form (Declaration of Status for Israeli Income Tax Purposes) (the "**Declaration Form**") or (2) provide Scitex with the ITA Waiver establishing their eligibility for a favorable rate, by no later than 5:00 p.m., New York time, on Tuesday, August 10, 2004 (the "**Submission Date**"). Promptly following the Submission Date, or earlier if practicable, Scitex will distribute all or the relevant portion of the remaining 25% of the cash distribution (without interest) to those Listed Holders who have submitted satisfactory proof of their eligibility for a full or partial exemption from the Israeli withholding tax.

Registered Holders. Holders of Scitex ordinary shares as of the Record Date whose shares are held either in physical form or in book-entry form through American Stock Transfer & Trust Company, Scitex's U.S. transfer agent ("**Registered Holders**"), are urged to contact Scitex or our Information Agent, MacKenzie Partners, Inc., to determine whether they are required to take any action. In general, on the Distribution Date, American Stock Transfer & Trust Company (the "**Paying Agent**") will transfer directly to such Registered Holders \$1.77 per ordinary share, following a deduction of Israeli withholding tax at the rate of 25% on the \$2.36 cash distribution. Registered Holders who qualify for a favorable Israeli withholding tax rate must either (1) complete and submit to Scitex the Declaration Form or (2) provide Scitex with the ITA Waiver establishing their eligibility for a favorable rate, by no later than 5:00 p.m., New York time, on the Submission Date. Promptly following the Submission Date, or earlier if practicable, the Paying Agent will distribute all or the relevant portion of the remaining 25% of the cash distribution (without interest) to those Registered Holders who have submitted satisfactory proof of their eligibility for a full or partial exemption from the Israeli withholding tax.

Other "Street Name" Holders. Many Scitex shareholders have their Scitex ordinary shares held in an account which is managed by a broker, dealer, commercial bank, trust company or other nominee that holds such shares through the Depository Trust Company ("DTC"). Such holders of Scitex ordinary shares as of the Record Date ("**Other Holders**") are urged to contact the bank or broker with whom their securities deposit is managed to determine whether they are required to take any action. In general, on the Distribution Date, the Paying Agent will transfer \$1.77 per ordinary share attributed to the Other Holders, following a deduction of Israeli withholding tax at the rate of 25% of the \$2.36 cash distribution, by crediting the account of the respective banks or brokers at DTC who will then electronically credit such Other Holder's account for this payment. Other Holders who qualify for a favorable Israeli withholding tax rate must either (1) complete and submit the Declaration Form to the bank or broker with whom their securities deposit is managed or (2) provide Scitex with the ITA Waiver establishing their eligibility for a favorable rate, by no later than 5:00 p.m., New York time, on the Submission Date. Promptly following the Submission Date, the Paying Agent will distribute all or the relevant portion of the remaining 25% of the cash distribution (without interest), attributed to those Other Holders who have submitted satisfactory proof of their eligibility for a full or partial exemption from the Israeli withholding tax, by crediting the account of the respective banks or brokers at DTC who will then electronically credit such Other Holders' account for such balance.

You are urged to consult your tax advisors regarding the application of Israeli income and withholding taxes (including eligibility for any withholding tax reduction or exemption, and the refund procedure).

Who may use the Declaration Form?

Holders of Scitex ordinary shares as of the Record Date, who are not TASE Holders, may use the Declaration Form if they are either:

- *U.S. Shareholders:* If you are (1) NOT a "resident of Israel" (as defined under Section 1 of the Ordinance) for purposes of the Ordinance and (2) a resident of the United States with an address in the United States;
- *Israeli Corporations:* If you are (1) a "resident of Israel" for purposes of the Ordinance and (2) organized as a corporation and registered with the Israeli Registrar of Companies; or
- *A Bank, Broker or Financial Institution Resident in Israel:* If you are a bank, broker or financial institution resident in Israel that (1) is holding the ordinary shares solely on behalf of beneficial shareholder(s) (so-called "street name" holder), and (2) is subject to the provisions of the Ordinance and the regulations promulgated thereunder relating to the withholding of Israeli tax, including with respect to the cash distribution made by you to your beneficial shareholder(s) with respect to ordinary shares.

Validity of Declaration Forms and ITA Waivers

A properly completed and duly executed Declaration Form (or a manually signed facsimile thereof) or a duly executed ITA Waiver must be received by Scitex, if applicable, at its address set forth on the back cover of this Statement prior to 5:00 p.m., New York time, on the Submission Date. **Scitex will disregard any Declaration Forms or ITA Waivers received by Scitex after such deadline.** If you are an Other Holder, you must contact your broker, dealer, commercial bank, trust company or other nominee if you desire to obtain a favorable withholding tax rate, as described herein.

The method of delivery of Declaration Forms or ITA Waivers is at your option and risk. The delivery to Scitex, if applicable, will be deemed made only when actually received by Scitex. If delivery is by mail, registered mail with return receipt requested, properly insured, is recommended. In all cases, sufficient time should be allowed to ensure timely delivery.

All questions as to the validity, form or eligibility of any Declaration Form or ITA Waiver (including time of receipt) and, subject to applicable law, the withholding of Israeli taxes, will be determined by us, in our sole discretion. This determination will be final and binding on all parties. We reserve the absolute right to reject any or all Declaration Forms or ITA Waivers that we determine not to be in proper form or pursuant to which the failure to withhold any Israeli taxes may be unlawful. We also reserve, subject to applicable law, the absolute right, in our sole discretion, to waive any defect or irregularity in any Declaration Form or ITA Waiver of any particular shareholder, whether or not similar defects or irregularities are waived in the case of other shareholders. None of us, the Payment Agent, the Information Agent or any other person will be under any duty to give notification of any defects or irregularities or incur any liability for failure to give any notification.

Shareholders should consult their own tax advisors regarding the imposition of Israeli withholding tax with respect to the distribution.

Other Tax Consequences

You should be aware that this Statement does not, and does not purport to, describe all of the tax consequences or withholding taxes that may be applicable to you in connection with the distribution (including without limitation, any U.S. income or withholding tax consequences). **You are urged to consult your own tax advisors to determine the particular tax consequences of the distribution to you, including the effect of any U.S. federal, state, local or foreign tax laws or withholding taxes and whether or not you should use this form.**



Scitex Corporation Ltd.

By Hand/Overnight Courier:

Scitex Corporation Ltd.
3 Azrieli Center, Triangular Tower,
43rd Floor
Tel Aviv 67023, Israel
Attn: David Shulman, Adv.

By Facsimile Transmission:
(972) 3-607-5884

Confirm by Telephone:
(972) 3-607-5855

By Mail:

Scitex Corporation Ltd.
3 Azrieli Center, Triangular Tower,
43rd Floor
Tel Aviv 67023, Israel
Attn: David Shulman, Adv.

The Paying Agent is:

American Stock Transfer & Trust Company

59 Maiden Lane
New York, NY 10038
Attn: Reorganization Department
Telephone: (718) 921-8200
Facsimile: (718) 234-5001

The Information Agent is:



105 Madison Avenue
New York, New York 10016
call collect (212) 929-5500 or toll-free (800) 322-2885

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DECLARATION OF STATUS FOR ISRAELI INCOME TAX PURPOSES

- Do not send this form to the IRS • See separate instructions included with this form
- Read this form together with the Statement accompanying this form

PAYER'S NAME: American Stock Trust & Transfer Company, as Paying Agent

Who may use this form and why?

Holders of record of ordinary shares, par value NIS 0.12 per share (the "**Shares**"), of Scitex Corporation Ltd. ("**Scitex**") as of 5:00 p.m., New York time, on Wednesday, June 30, 2004 (the "**Record Date**"), may use this form if they are either:

- **Non-Israeli Residents who are U.S. Residents:** If you are (i) NOT a "resident of Israel" (as defined under Section 1 of the Israeli Income Tax Ordinance [New Version], 5721-1961 (the "**Ordinance**") (See Instruction II)) for purposes of the Ordinance and (ii) a resident of the United States with an address in the United States (a "**U.S. Shareholder**"), you may be eligible for a reduced tax rate (12.5%) of Israeli withholding tax with respect to the cash distribution described in the accompanying Statement. By completing this form in a manner that would substantiate your eligibility for such reduced tax rate, you will allow Scitex, the Paying Agent, your broker or any other withholding agent, or their authorized representatives to withhold Israeli withholding tax at a reduced tax rate;
- **Israeli Corporations:** If you are (i) a "resident of Israel" for purposes of the Ordinance and (ii) organized as a corporation which is registered with the Israeli Registrar of Companies (an "**Israeli Corporation**"), you may be eligible for a full exemption from Israeli withholding tax with respect to the cash distribution described in the accompanying Statement. By completing this form in a manner that would substantiate your eligibility for such exemption, you will allow Scitex, the Paying Agent, your broker or withholding agent, or any other withholding agent, or their authorized representatives, to exempt you from such Israeli withholding tax; or
- **A Bank, Broker or Financial Institution Resident in Israel:** If you are a bank, broker or financial institution resident in Israel that (1) is holding the Shares solely on behalf of beneficial shareholder(s) (so-called "street name" holder), and (2) is subject to the provisions of the Ordinance and the regulations promulgated thereunder relating to the withholding of Israeli tax, including with respect to the cash distribution made by you to your beneficial shareholder(s) with respect to the Shares (an "**Eligible Israeli Broker**"), you may be eligible for a full exemption from Israeli withholding tax with respect to the cash payment transmitted to you. By completing this form in a manner that would substantiate your eligibility for such exemption, you will allow Scitex, the Paying Agent, your broker or withholding agent, or their authorized representatives, to exempt you from such Israeli withholding tax. Consequently, even though the Paying Agent will not deduct any Israeli withholding tax from the cash payment made to you, pursuant to the provisions of the Ordinance and regulations promulgated thereunder, to which you are subject, you may be required to withhold Israeli tax, as applicable, from the cash payment made by you to the beneficial owner(s) of the Shares. **NOTE: AN ELIGIBLE ISRAELI BROKER MAY COMPLETE THIS FORM IF IT IS HOLDING THE SHARES SOLELY ON BEHALF OF HIS CLIENTS, THE BENEFICIAL SHAREHOLDERS.**

To whom should you deliver this form?

- If you wish to submit this form and (1) you are a Registered Holder or a Listed Holder (as such terms are defined in the Statement accompanying this form), complete and sign this form and mail or deliver it to Scitex (by mail or facsimile) at its address set forth on the back cover of this form, or (2) you hold your shares through a broker, dealer, commercial bank, financial institution, trust company or other nominee (a "**Broker**"), i.e., an Other Holder (as such term is defined in the Statement accompanying this form), complete and sign this form and mail or deliver it to such broker, dealer, commercial bank, financial institution, trust company or other nominee. See the instructions in the Statement accompanying this form.

Until when can you deliver this form?

- You should deliver this form and mail or deliver it to Scitex or your broker, as applicable, prior to 5:00 p.m., New York time, on Tuesday, August 10, 2004 (the "Submission Date").

You are urged to consult your own tax advisors to determine the particular tax consequences of the distribution to you, including the effect of any state, local or foreign income and any other tax laws and whether or not you should use this form.

PART I	Identification and details of Shareholder (including Eligible Israeli Brokers) (see instructions)	
1. Name (please print full name)		2. Type of Shareholder (more than one box may be applicable)
		<input type="checkbox"/> Corporation <input type="checkbox"/> Bank <input type="checkbox"/> Individual <input type="checkbox"/> Broker <input type="checkbox"/> Trust <input type="checkbox"/> Financial Institution <input type="checkbox"/> Partnership (or Limited Liability Company) <input type="checkbox"/> Other: _____
3. For individuals only:		4. For all other Shareholders:
Year of birth: ____/____/____ month/ day / year		Country of incorporation or organization:
Country of residence:		Registration number of corporation (if applicable):
Country of citizenship:		
Taxpayer Identification or Social Security No:		Country of residence:
5. Permanent Address (state, city, zip or postal code, street, house number, apartment number):		
6. Mailing Address (if different from above):		7. Telephone Number (country code, area code and number):
8. I hold the Shares of Scitex (mark X in the appropriate place) <input type="checkbox"/> directly, as a Registered Holder <input type="checkbox"/> through a Broker. If you marked this box, please state the name of your broker: _____		
PART II	Declaration by U.S. Shareholders (see instructions) • Eligible Israeli Brokers and Israeli Corporations should not complete this Part II	
A. To be completed only by Individuals. I hereby declare that: (if the statement is correct, mark X in the following box)		
<input type="checkbox"/> I am NOT a "resident of Israel" within the meaning of that term in Section 1 of the Ordinance (See Instruction II), which means, among other things, that: <ul style="list-style-type: none"> the State of Israel is neither my place of residence nor that of my family, I was NOT present (nor am I planning to be present) in Israel for 183 days or more during this tax year, and I was NOT present in Israel for 30 days or more during this tax year, and the total period of my presence in Israel during this tax year and the two previous tax years will NOT reach 425 days or more in total. 		
B. To be completed by entities (except for Trusts). I hereby declare that: (if correct, mark X in the following box.)		
<input type="checkbox"/> I am NOT a "resident of Israel" within the meaning of that term in Section 1 of the Ordinance (See Instruction II), which means, among other things, that: <ul style="list-style-type: none"> I was NOT incorporated in Israel and was NOT registered with/formed at the Israeli Registrar of Companies, the Israeli Fellowship Societies Registrar or the Israeli Partnerships Registrar, and the "control and management" of my business is NOT located in Israel. 		
C. To be completed by Trusts. I hereby declare that: (if correct, mark X in the following box)		
<input type="checkbox"/> The Trust was NOT registered in Israel; the settlor of the Trust is NOT an Israeli Resident; the beneficiaries of the Trust are NOT Israeli Residents; and the trustee of the Trust is NOT an Israeli Resident.		
PART III	Declaration by Israeli Corporations (see instructions) • Eligible Israeli Brokers and U.S. Shareholders should not complete this Part III	
I hereby declare that: (if correct, mark X in the following box)		
<input type="checkbox"/> I am a resident of Israel under the provisions of the Ordinance and organized as a corporation which is registered with the Israeli Registrar of Companies.		
PART IV	Declaration by Israeli Bank, Broker or Financial Institution (see instructions) • U.S. Shareholders and Israeli Corporations should not complete this Part IV	

I hereby declare that: (if correct, mark X in the following box)

- ☐ I am a bank, broker or financial institution that is a "resident of Israel" within the meaning of that term in Section 1 of the Ordinance (See Instruction II), I am holding the Shares solely on behalf of beneficial shareholder(s) and I am subject to the provisions of the Ordinance and the regulations promulgated thereunder relating to the withholding of Israeli tax, including with respect to the cash distribution made by me to my beneficial shareholder(s) with respect to the Shares.

PART V | **Certification.** By signing this form, you also declare that:

- You understood this form and completed it correctly and pursuant to the instructions.
- You provided accurate, full and complete details in this form.
- You are aware that providing false details constitute a felony under the Ordinance and understand that the instructions to this form constitute an integral part thereof.

SIGN HERE •

Signature of Shareholder
(or individual authorized to sign on your behalf)

Date

Capacity in which acting

(see instructions on the other side)

INSTRUCTIONS

Forming Part of the Declaration of Status for Israeli Income Tax Purposes

I. General Instructions. This Declaration Form (Declaration of Status for Israeli Income Tax Purposes), or this “Form,” should be completed by holders of Shares as of the Record Date and who are either: (i) NOT “residents of Israel” for purposes of the Ordinance (See Instruction II below) and are residents of the United States with an address in the United States (a “U.S. Shareholder”), (ii) an Israeli resident corporation for purposes of the Ordinance (an “Israeli Corporation”), or (iii) a bank, broker or financial institution that is a “resident of Israel” within the meaning of that term in Section 1 of the Ordinance, holding Shares solely on behalf of beneficial shareholder(s), and is subject to the provisions of the Ordinance and the regulations promulgated thereunder relating to the withholding of Israeli tax, including with respect to the cash distribution made by it to such beneficial shareholder(s) with respect to the Shares (“Eligible Israeli Brokers”). **Israeli residents that are NOT an Eligible Israeli Brokers or an Israeli Corporation should not use this Form.**

Part I (Identification and details of Shareholder). You should complete Item 1, 2 and 5 through 8 and either (i) Item 3, if you are an individual, or (ii) Item 4, if you are a corporation, trust, partnership (or limited liability company), or other entity.

Part II (Declaration by U.S. Shareholder). If you are NOT an Israeli resident but you are a resident of the United States with an address in the United States, you should complete either Section A (for Individuals), Section B (for entities, other than Trusts) or Section C (for Trusts) of this Item. If you do not mark a box you will be deemed to answer that the corresponding item is not correct with respect to you.

Part III (Declaration by Israeli Corporations). If you are an Israeli Corporation, you should complete this Item.

Part IV (Declaration by Israeli Bank, Broker or Financial Institution). If you are an Eligible Israeli Broker, you should complete this Item.

Part V (Certification). By signing this Form, you also make the statements in Part V.

Inadequate Space. If the space provided on this Form is inadequate, you should insert such details on a separate signed schedule and attached to this Form.

Determination of Validity. All questions as to the validity, form or eligibility (including time of receipt) of this Form will be, subject to applicable law, determined by Scitex, in its sole discretion, which determination will be final and binding on all parties. None of Scitex, the Paying Agent, the Information Agent or any other person will be under any duty to give notification of any defects or irregularities in any Form or incur any liability for failure to give any such notification. For more details, see in the accompanying statement.

Questions and Requests for Assistance or Additional Copies. Questions and requests for assistance may be directed to the Information Agent at the address or telephone numbers set forth on the back cover. Additional copies of this Form may be obtained from the Information Agent.

The method of delivery of Declaration Forms is at your option and risk. The delivery to Scitex, if applicable, will be deemed made only when actually received by Scitex. If delivery is by mail, registered mail with return receipt requested, properly insured, is recommended. In all cases, sufficient time should be allowed to ensure timely delivery. No alternative, conditional or contingent Forms will be accepted.

II. Definition of Resident of Israel for Israeli Tax Purposes

Section 1 of the Ordinance defines a “resident of Israel” or a “resident” as follows:

“(A) with respect to an individual - a person whose center of vital interests is in Israel; for this purpose the following provisions will apply:

(1) in order to determine the center of vital interests of an individual, account will be taken of the individual’s family, economic and social connections, including, among others:

- (a) place of permanent home;
- (b) place of residential dwelling of the individual and the individual's immediate family;
- (c) place of the individual's regular or permanent occupation or the place of his permanent employment;
- (d) place of the individual's active and substantial economic interests;
- (e) place of the individual's activities in organizations, associations and other institutions;

(2) the center of vital interests of an individual will be presumed to be in Israel:

(a) if the individual was present in Israel for 183 days or more in the tax year;

(b) if the individual was present in Israel for 30 days or more in the tax year, and the total period of the individual's presence in Israel that tax year and the two previous tax years is 425 days or more.

For the purposes of this provision, "day" includes a part of a day.

(3) the presumption in subparagraph (2) may be rebutted either by the individual or by the assessing officer;

(4) ...;

(B) with respect to a body of persons - a body of persons which meets one of the following:

(1) it was incorporated in Israel;

(2) the "control and management" of its business is exercised in Israel."



Scitex Corporation Ltd.

By Hand/Overnight Courier:

Scitex Corporation Ltd.
3 Azrieli Center, Triangular Tower, 43rd Floor
Tel Aviv 67023, Israel
Attn: David Shulman, Adv.

By Facsimile Transmission:
(972) 3-607-5884

Confirm by Telephone:
(972) 3-607-5855

By Mail:

Scitex Corporation Ltd.
3 Azrieli Center, Triangular Tower, 43rd Floor
Tel Aviv 67023, Israel
Attn: David Shulman, Adv.

*** You should send Declaration Forms to Scitex only if you are a Registered Holder or a Listed Holder. If you are an Other Holder, send the Declaration Form to your broker. See Instructions.**

The Paying Agent is:

American Stock Transfer & Trust Company

59 Maiden Lane
New York, NY 10038
Attn: Reorganization Department
Telephone: (718) 921-8200
Facsimile: (718) 234-5001

The Information Agent is:



105 Madison Avenue
New York, New York 10016
call collect (212) 929-5500 or toll-free (800) 322-2885

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**Distribution by Scitex Corporation Ltd.
of \$2.36 per Ordinary Share to Scitex Shareholders
(Procedures for Tax Relief)**

TO BE ELIGIBLE FOR A FULL OR PARTIAL EXEMPTION FROM ISRAELI WITHHOLDING TAX WITH RESPECT TO THE DISTRIBUTION, YOU SHOULD COMPLY WITH THE PROCEDURES DESCRIBED HEREIN BY NO LATER THAN 5:00 P.M., NEW YORK TIME, ON TUESDAY, AUGUST 10, 2004 (THE "SUBMISSION DATE").

June 30, 2004

To Brokers, Dealers, Commercial Banks,
Trust Companies and Other Nominees:

We have been appointed by Scitex Corporation Ltd. ("**Scitex**"), to act as Information Agent in connection with the distribution by Scitex of \$2.36 per ordinary share, par value NIS 0.12 per share, of Scitex in cash, subject to withholding taxes, as applicable, and without interest. The distribution will be made on Monday, July 12, 2004 (the "**Distribution Date**"), to holders of record of Scitex ordinary shares that are issued and outstanding as of 5:00 p.m., New York time, on Wednesday, June 30, 2004 (the "**Record Date**").

As more fully described in the Statement, dated June 30, 2004, enclosed herewith (the "**Statement**"), pursuant to Israeli tax law, Scitex is required to withhold 25% of the distribution, unless a shareholder is eligible for a full or partial exemption from such tax and, in case such a shareholder is a client of yours, completes and submits to you the Declaration Form ("Declaration of Status for Israeli Income Tax Purposes") enclosed herewith by no later than 5:00 p.m., New York time, on Tuesday, August 10, 2004 (the "**Submission Date**"). Accordingly, on the Distribution Date, Scitex, through American Stock Transfer & Trust Company (the "**Paying Agent**"), will credit your account at the Depository Trust Company ("**DTC**") for \$1.77 per each Scitex ordinary share held by your clients on the Record Date, following a deduction of Israeli withholding tax at the rate of 25% on the \$2.36 cash distribution. Promptly following the Submission Date, the Paying Agent will credit your account at DTC as a refund for all or the relevant portion of the remaining 25% of the cash distribution, without interest (up to a maximum of \$0.59 per ordinary share) to the extent that (1) one or more of your clients qualify for a full or partial exemption, (2) the relevant client(s) complete, execute and submit the Declaration Form to you by no later than 5:00 p.m., New York time, on the Submission Date, and (3) you make a timely electronic election through the DTC, as described below.

Who may use the Declaration Form?

Holders of Scitex shares as of the Record Date may use the Declaration Form if they are either:

- U.S. Shareholders: If your client is (1) NOT a "resident of Israel" (as defined under Section 1 of the Israeli Income Tax Ordinance [New Version], 5721-1961 (the "Ordinance")) for purposes of the Ordinance and (2) a resident of the United States with an address in the United States (a "**U.S. Shareholder**");
- Israeli Corporations: If your client is (1) a "resident of Israel" for purposes of the Ordinance and (2) organized as a corporation and registered with the Israeli Registrar of Companies (an "**Israeli Corporation**"); or
- *A Bank, Broker or Financial Institution Resident in Israel*: If your client is a bank, broker or financial institution resident in Israel that (1) is holding the ordinary shares solely on behalf of its own beneficial shareholder(s) (so-called "street name" holder), and (2) is subject to the provisions of the Ordinance and the regulations promulgated thereunder relating to the withholding of Israeli tax, including with respect to the cash distribution made by such client to its beneficial shareholder(s) with respect to ordinary shares (an "**Eligible Israeli Broker**").

**** Israeli Withholding Tax Rates ****

As more fully described in the Statement, Scitex has obtained an approval from the Israeli Tax Authority, or the ITA, with respect to the withholding tax rates applicable to its shareholders as a result of the distribution, including the following:

- Israeli Corporations are entitled to a full exemption from Israeli withholding tax;

- U.S. Shareholders are subject to Israeli withholding tax at the reduced rate of 12.5%; and
- Shareholders eligible for an exemption or a favorable withholding tax rate pursuant to a valid certificate from the Israeli Tax Authority ("ITA" and the "ITA Waiver") will be subject to Israeli withholding tax in accordance with such ITA Waiver.

*** EXAMPLE ***

For example, if you held, on behalf of your clients, 10,000 Scitex shares on the Record Date, you will receive, on the Distribution Date, **\$17,700.00** based on the following formula and calculation:

$$T = E \times \$2.36 \times 75\% = E \times \$1.77 = 10,000 \times \$1.77 = \$17,700.00$$

Where **E** = the number of Scitex shares held by you, on behalf of your clients, as of the Record Date

If, out of the 10,000 Scitex shares, (1) 6,000 shares were held by your clients who certify to you (by completing the enclosed Declaration Form) that they are "Israeli Corporations" and/or "Eligible Israeli Brokers" entitled to full exemption (0% tax rate) and (2) 4,000 shares were held by your clients who certify to you (by completing the enclosed Declaration Form) that they are "U.S. Shareholders" entitled to a favorable tax rate (12.5%), you will be entitled to receive, promptly following the Submission Date, an additional **\$4,720.00**, as long as you timely comply with the procedures set forth herein. We reached this amount based on the following formula and calculation:

$$\text{TOTAL REFUND} = (I \times \$0.59) + (A \times \$0.295) = (6,000 \times \$0.59) + (4,000 \times \$0.295) = \$4,720.00$$

Where **I** = the number of Shares owned by Clients who certified that they are Israeli Corporations and/or Eligible Israeli Brokers

A = the number of Shares owned by Clients who certified that they are U.S. Shareholders

We are furnishing this letter and the enclosed materials to you because your clients, for whose accounts you hold Scitex shares registered in your name or in the name of your nominee, will require your assistance to complete and submit the Declaration Form.

Scitex, with the assistance of the Paying Agent and DTC, has established a procedure whereby you will be able to use a special program maintained by DTC (DTC's TaxReliefSM via the Elective Dividend Service "EDS") to elect to receive, electronically, all or a portion of the withheld cash to which your clients may be entitled, **provided that prior to the Submission Date, (1) you receive validly executed Declaration Forms from your clients who held shares of Scitex as of the Record Date and (2) you make the said electronic election through DTC at a time between July 13, 2004 and August 9, 2004.** For further details, you may approach either us or DTC. **By making an election through such DTC system, you will be deemed to certify to the Paying Agent and to Scitex that based on a careful review of the Declaration Forms received by you, the ordinary shares you classify as held by Israeli Corporations, U.S. Shareholders and/or Eligible Israeli Broker(s) are indeed held by such shareholders.** You are reminded that the ITA may have the right to audit the Declaration Forms, and if you refuse, Israeli withholding tax may be imposed. If you make untimely elections or make incorrect elections, you may be required to claim any withholding tax directly from the ITA. **NOTE: A CLIENT OF YOURS THAT IS AN ELIGIBLE ISRAELI BROKER MAY COMPLETE THE DECLARATION FORM IF IT IS HOLDING THE SHARES SOLELY ON BEHALF OF HIS CLIENTS, THE BENEFICIAL SHAREHOLDERS.**

Enclosed for your information and, unless otherwise indicated, for forwarding to your clients for whom you hold shares registered in your name or in the name of your nominee, are copies of the following documents:

1. the Statement;
2. A letter which may be sent to your clients for whose accounts you hold shares registered in your name or in the name of your nominee;
3. A Declaration Form to be used by your clients [ANNEX A]; and

4. A Refund Calculation Form [ANNEX B]. **Note that this form is provided to you for your convenience only and for your own internal use. You should NOT submit it to any person, including us, Scitex or the Paying Agent for that matter.**

In all cases, reimbursement of cash to you will be made only after timely electronic election through DTC by you.

Scitex will not pay any fees or commissions to any broker, dealer or other person in connection with the solicitation of Declaration Forms (other than to the Paying Agent and Information Agent).

Any inquiries you may have with respect to the distribution should be addressed to the undersigned at our address and telephone numbers set forth below. The description of the distribution is only a summary and is qualified by the fuller description as set forth in the Statement and Declaration Form.

Very truly yours,

**MACKENZIE
PARTNERS, INC**

105 Madison Avenue
New York, New York 10016
call collect (212) 929-5500
or
toll free (800) 322-2885
Email: proxy@mackenziepartners.com

Nothing contained in this letter or in the enclosed documents shall constitute you or any other person as the agent of Scitex, the Information Agent or the Paying Agent, or of any affiliate of any of them, or authorize you or any other person to use any document or to make any statement on behalf of any of them in connection with the distribution other than the enclosed documents and the statements contained therein.

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**Distribution by Scitex Corporation Ltd.
of \$2.36 per Ordinary Share to Scitex Shareholders
(Procedures for Tax Relief)**

TO BE ELIGIBLE FOR A FULL OR PARTIAL EXEMPTION FROM ISRAELI WITHHOLDING TAX WITH RESPECT TO THE DISTRIBUTION, YOU SHOULD COMPLY WITH THE PROCEDURES DESCRIBED HEREIN AS PROMPTLY AS POSSIBLE IN ORDER TO ALLOW US AMPLE TIME TO REQUEST SUCH EXEMPTION ON YOUR BEHALF BY NO LATER THAN 5:00 P.M., NEW YORK TIME, ON TUESDAY, AUGUST 10, 2004 (THE "SUBMISSION DATE").

June 30, 2004

To Our Clients:

Scitex Corporation Ltd. ("**Scitex**") announced a distribution of \$2.36 per ordinary share, par value NIS 0.12 per share, of Scitex in cash, subject to withholding taxes, as applicable, and without interest. The distribution will be made on Monday, July 12, 2004 (the "**Distribution Date**"), to holders of record of Scitex ordinary shares that are issued and outstanding as of 5:00 p.m., New York time, on Wednesday, June 30, 2004 (the "**Record Date**").

As more fully described in the Statement, dated June 30, 2004, enclosed herewith (the "**Statement**"), pursuant to Israeli tax law, Scitex is required to withhold 25% of the distribution, unless you are eligible for a full or partial exemption from such tax and complete and submit to us the enclosed Declaration Form ("Declaration of Status for Israeli Income Tax Purposes") as promptly as possible in order to allow us ample time to request such exemption on your behalf by no later than 5:00 p.m., New York time, on Tuesday, August 10, 2004 (the "**Submission Date**"). Accordingly, on the Distribution Date, Scitex, through American Stock Transfer & Trust Company (the "**Paying Agent**"), will credit our account for \$1.77 per ordinary share held by you and our other clients, following a deduction of Israeli withholding tax at the rate of 25% on the \$2.36 cash distribution. Promptly following the Submission Date, the Paying Agent will credit our account at DTC as a refund for all or the relevant portion of the remaining 25% of the cash distribution, without interest (up to a maximum of \$0.59 per ordinary share) to those shareholders that qualify for a full or partial exemption.

We are furnishing this letter and the enclosed materials to you because we are (or our nominee is) the holder of record of Scitex shares held for your account and, to the extent that you qualify for a full or partial exemption, you need to complete and submit the Declaration Form to us as promptly as possible in order to allow us ample time to request such exemption on your behalf by no later than 5:00 p.m., New York time, on the Submission Date. The Declaration Form should be completed pursuant to the instructions in the Statement under "Israeli Withholding Taxes" and the instructions set forth in the Declaration Form. If you properly complete and deliver such form to us promptly in order to allow us ample time to request such exemption on your behalf by no later than 5:00 p.m., New York time, on the Submission Date, we will forward your request to the Paying Agent and, as promptly as practicable following the Submission Date, the Paying Agent will transfer the relevant portion of the remaining 25% of the cash distribution (without interest) to you by crediting your account with us.

Enclosed for your information are copies of the following documents:

1. Statement dated June 30, 2004
2. Declaration Form ("Declaration of Status for Israeli Income Tax Purposes"); and
3. An envelope in which to return your Declaration Form to us.

Sincerely yours,

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SCITEX CORPORATION LTD.

Distribution of \$2.36 per Ordinary Share to Shareholders of Record as of June 30, 2004

REFUND CALCULATION FORM

(TO BE USED INTERNALLY SOLELY BY DTC PARTICIPANTS)

This form is furnished to DTC Participants to be used internally for convenience purposes in connection with the cash distribution by Scitex (CUSIP: 809090103). Below are the steps that a DTC Participant should follow in connection with the cash distribution described in the accompanying Scitex Statement, dated June 30, 2004:

STEP I: CONFIRM that you have received the "Letter to our Clients" together with the Declaration Form (Declaration of Status for Israeli Income Tax Purposes) and SEND them to all of your clients (the "Clients") who held Ordinary Shares of Scitex Corporation Ltd. (the "Shares") as of 5:00 p.m., New York time, on Wednesday, June 30, 2004 (the "Record Date").

STEP II: CONFIRM that the Clients received the "Letter to our Clients" together with the Declaration Form and that they are aware that, if they are eligible for an exemption from, or a favorable rate of, Israeli withholding tax, they must complete the Declaration Form and submit it to you as promptly as possible in order to allow you ample time to request such exemption on their behalf by no later than 5:00 p.m., New York time, on August 10, 2004 (the "Submission Date"). **If your client is an Eligible Israeli Broker (as such term is defined in the Declaration Form), it may simply complete the Declaration Form and is NOT required to send the Declaration Form to its clients.**

STEP III: Prior to the Submission Date, COLLECT all the Declaration Forms received by you from the Clients. REVIEW these forms and, based thereon, CALCULATE the number of Shares for which you are eligible to make an election, through the EDS system of DTC, for the total refund, in the following categories:

- _____ Shares were held by Clients who certified that they are Israeli Corporations (as such term is defined in the Declaration Form) and/or that they are Eligible Israeli Brokers (as such term is defined in the Declaration Form)
- _____ Shares were held by Clients who certified that they are U.S. Shareholders (as such term is defined in the Declaration Form)

STEP IV: Based on the foregoing, MAKE THE EDS ELECTION based on the categories of Shares you calculated in Step III above

STEP V: You may CALCULATE the TOTAL AMOUNT OF REFUND that you elected to receive:

$$\bullet\bullet\bullet\text{TOTAL REFUND} = (I \times \$0.59) + (A \times \$0.295)$$

Where **I** = the number of Shares owned by Clients who certified that they are Israeli Corporations and/or Eligible Israeli Brokers
A = the number of Shares owned by Clients who certified that they are U.S. Shareholders

STEP VI: Once you receive the refund, DISTRIBUTE the refund to your eligible clients based on your records and internal policies.

Participants are reminded that the Israeli tax authorities may have the right to audit the Declaration Forms, and if participants refuse, Israeli withholding tax may be imposed. Participants who fail to meet the Submission Date, make timely elections during the EDS Election Window or make incorrect elections will be responsible for claiming or refunding any withholding tax directly from the Israeli Tax Authority. Participants may also be liable for any exchange fluctuation impacting the amount of their refund or claim.

SEE THE LETTER TO BROKERS FOR INSTRUCTIONS OR CONTACT MACKENZIE PARTNERS, INC., THE INFORMATION AGENT, TOLL FREE AT 1-800-322-2885, OR CALL 1-212-929-5500.
