

Subject: FW: MBLY Tender [C] [I]
From: Vahe Stepanian <[REDACTED]>
Date: Fri, 12 May 2017 14:23:31 -0400
To: Chris Harvey <[REDACTED]>
Cc: Stewart Oldfield <[REDACTED]>

Classification: For internal use only

Hi Chris – can you help with the below?

Long story short – I reached out to a client who is a holder of MBLY. The company has a voluntary tender out there and the client asked what happens if they don't tender their shares?

Will they potentially be hit by the withholding tax regardless?

Best,

Vahe

From: Zbynek Kozelsky
Sent: Friday, May 12, 2017 2:09 PM
To: Vahe Stepanian <[REDACTED]>; Donald Summer <[REDACTED]>
Cc: Stewart Oldfield <[REDACTED]>
Subject: RE: MBLY Tender [C] [I]

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Vahe,

Ask Chris Harvey please (...without the client).

He might be able to direct you.

Thanks

{cid:image003.png@01CFFD0A.6F882F50}

Zbynek "Ziggy" Kozelsky
Director | Branch Administrative Manager

Key Client Partners - Americas
Deutsche Bank Securities Inc.
Deutsche Asset & Wealth Management
345 Park Avenue, 26th Floor
New York, NY 10154
Tel. [REDACTED]
Email: [REDACTED]

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From: Vahe Stepanian
Sent: Friday, May 12, 2017 2:07 PM
To: Zbynek Kozelsky; Donald Summer

EFTA01425447

Cc: Stewart Oldfield
Subject: FW: MBLY Tender [C] [I]

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Zigs/Donnie – who should we call to get the answer to this question?

From: Stewart Oldfield
Sent: Friday, May 12, 2017 10:10 AM
To: Vahe Stepanian <[REDACTED]>; Joshua Shoshan
<[REDACTED]>
Subject: FW: MBLY Tender [C] [I]

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Did either of you go back to him?

From: Richard Kahn [mailto:[REDACTED]]
Sent: Thursday, May 11, 2017 1:38 PM
To: Vahe Stepanian
Cc: Stewart Oldfield; Joshua Shoshan
Subject: Re: MBLY Tender [C]

if we do nothing what will happen?

please advise

thank you

Richard Kahn
HBRK Associates Inc.

575 Lexington Avenue 4th Floor
New York, NY 10022
tel [REDACTED]
fax [REDACTED]
cell [REDACTED]

On May 10, 2017, at 4:58 PM, Vahe Stepanian <[REDACTED]> wrote:

Classification: Confidential

HI Rich – we're reaching out as Southern Financial holds 800 MBLV in account ending x804. As you likely saw - there is an MBLV currently tender offer that is set to expire on 6/16/17, for which a mailing should have been sent to you over the last few weeks. Regardless, we wanted to make sure the details were in front of you in case you had questions.

Long story short – the tender was set at \$63.54 per share for holders of Mobileye, N.V. (details are attached). The offer is subject to Israeli withholding tax of 25% unless holders provide an affidavit that they are exempt. Holders who are EXEMPT from Israeli tax must declare so by fully completing the attached Israeli Tax Declaration form to avoid the withholding.

If you believe that Southern Financial is exempt – please complete and send us the Tax Declaration Form. The deadline to instruct and submit paperwork will be on or around 6/16/17.

A few key points:

1. Part I, section 7 (Contact Details): This is normally the beneficially owner.
2. Part I, section 8. Select "through a Broker", and write in Pershing, LLC
3. Part II, Be sure this is fully completed in the proper category (individual, corporation, partnership, or trust.)
4. Part III: DO NOT COMPLETE—unless you are an Israeli Bank, Broker of Financial Institution.
5. Part IV: Beneficial owner must sign. Unclear whether Power or Attorney or Authorized Individual will be recognized
6. Part IV: Don't forget to enter number of shares!

I will be traveling over the next two weeks, so please make sure to CC this group in case you have any questions.

Thank you,

Vahe

Vahe Stepanian

Key Client Partners

Deutsche Bank Securities Inc.

Tel. [REDACTED]

Mobile [REDACTED]

Email [REDACTED]

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<Israeli_Tax_Declaration_Form.pdf><Offer To Purchase.pdf>