



**PLAZA CENTERS N.V.**  
("Plaza" or the "Company")

**PLAZA CENTERS N.V. ANNOUNCES AGREEMENTS FOR THE PRIVATE  
ISSUANCE OF ADDITIONAL UNSECURED NON-CONVERTIBLE SERIES B  
NOTES AND A WEIGHTED DISCOUNT RATE FOR SERIES B NOTES AS A  
CONSEQUENCE**

**May 6, 2008 – Plaza Centers N.V.** ("Plaza" or the "Company"), a leading emerging markets property developer, announces today that, following the public offering in Israel of unsecured non-convertible Series B Notes of Plaza (the "Series B Notes"), pursuant to Plaza's prospectus dated February 3, 2008, it has agreed with Israeli Investors to issue an additional approximately NIS 85 million (approximately €16 million) in principal amount of Series B Notes (the "Additional Notes") for an aggregate consideration of approximately NIS 85 million (approximately €16 million). The terms of the Additional Notes are identical to the terms of the Series B Notes issued to the public under Plaza's prospectus dated February 3, 2008 (the "Prospectus"). For information regarding the terms of the Series B Notes, see Plaza's announcement dated February 13, 2008.

In accordance with an approval received by the Company on April 17, 2008 from the Israeli Tax Authority ("Tax Authority Approval"), at the dates of redemption of the Series B Notes, the Company will withhold at source tax payable, at tax rates as set forth in the above mentioned prospectus, with regard to the discount amounts of the Series B Notes pursuant to a calculation of a weighted discount rate applicable to all Series B Notes in circulation and in accordance with applicable law. The weighted discount rate for the purpose of such withholding tax, following the issuance of the Additional Notes, was determined to be 0.15% (based on the Israeli Consumer Price Index for March, 2008 and accrued interest on the Notes).

The aforementioned tax arrangement applies for the purpose of withholding tax at source with respect to such discount amounts only and does not exhaust the final tax liability of the holders of the Series B Notes.

The discount calculation formula specified in the Tax Authority Approval will also be valid for future increases of the Series B Notes, provided that such increases will be conducted before December 31, 2010. In the event of a future increase of the Series B Notes before the said date, the Company will calculate the new weighted discount rate and will publish it in an immediate report. Any increase of the Series B Notes after the said date will require the Company to apply to the Israeli Tax Authority for the calculation of a new weighted discount rate.

The issuance of the Additional Notes is subject to the receipt of the approval of the Tel Aviv Stock Exchange for the listing of the Additional Notes for trade on the Tel Aviv Stock Exchange.

The sale and/or transfer of the Additional Notes are subject to the limitations on re-sale of securities set forth in Article 15C of the Israeli Securities Law of 1969 (the "Law") and

the Securities Regulations (Details with respect to Articles 15A-15C of the Law) of 2000 applicable to investors of the type specified in the first supplement to the Law.

This announcement shall not be deemed to be an offer to sell or a solicitation of an offer to buy any of Series B Notes.

**About Plaza Centers N.V.**

**Plaza Centers N.V.** ([www.plazacenters.com](http://www.plazacenters.com)) is a leading emerging markets developer of shopping and entertainment centres. It focuses on constructing new centres and, where there is significant redevelopment potential, redeveloping existing centres in both capital cities and important regional centres. The Company is dual listed on the Main Board of the London Stock Exchange and, as of 19 October 2007, the Warsaw Stock Exchange (LSE:"PLAZ", WSE: "PLZ/PLAZACNTR"). Plaza Centers N.V. is an indirect subsidiary of Elbit Imaging Ltd. ("EIL"), an Israeli public company whose shares are traded on both the Tel Aviv Stock Exchange in Israel and the NASDAQ Global Market in the United States.

Plaza Centers is a member of the Europe Israel Group of companies which is controlled by its founder, Mr Mordechay Zisser. It has been active in real estate development in emerging markets for over 12 years.

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