

AMPAL-AMERICAN ISRAEL CORP
Form SC 13G/A
February 14, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A
(Amendment No.4)
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

Under the Securities Exchange Act of 1934

AMPAL-AMERICAN ISRAEL CORPORATION
(Name of Issuer)

Class A Stock, par value \$1.00 per share
(Title of Class of Securities)

032015 10 9
(CUSIP Number)

December 31, 2011
(Date of Event Which Requires Filing of this Statement)

Check the following box to designate the rule pursuant to which the Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 032015 10 9

1. Name of Reporting Persons/
I.R.S. Identification Nos. of above persons (entities only).
Clal Finance Ltd.
2. Check the Appropriate Box if a Member of a Group
(a) ☐
(b) ☐
3. SEC Use Only
4. Place of Organization

Israel
5. Sole Voting Power

0
6. Shared Voting Power
8,238 shares of Common Stock*
7. Sole Dispositive Power
0
8. Shared Dispositive Power
8,238 shares of Common Stock*
9. Aggregate Amount Beneficially Owned by Each Reporting Person
8,238 shares of Common Stock*
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
☐
11. Percent of Class Represented by Amount in Row (9)
0.01%**
12. Type of Reporting Person :

CO

*See Item 4.

** Based on 56,133,764 shares of Common Stock outstanding as of October 28, 2011 (as reported in the Issuer's Form 10-Q filed with the Securities and Exchange Commission (the "SEC") on November 14, 2011).

CUSIP NO. 032015 10 9

1. Name of Reporting Persons/
I.R.S. Identification Nos. of above persons (entities only).
Clal Insurance Enterprises Holdings Ltd.

2. Check the Appropriate Box if a Member of a Group
(a) ☐
(b) ☐

3. SEC Use Only

4. Place of Organization

Israel

5. Sole Voting Power

0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With:

6. Shared Voting Power

3,176,936 shares of Common Stock *

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,176,936 shares of Common Stock*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,176,936 shares of Common Stock*

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

☐

11. Percent of Class Represented by Amount in Row (9)

5.7%**

12. Type of Reporting Person :

CO

*See Item 4.

** Based on 56,133,764 shares of Common Stock outstanding as of October 28, 2011 (as reported in the Issuer's Form 10-Q filed with the SEC on November 14, 2011).

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CUSIP NO. 032015 10 9

1. Name of Reporting Persons/
I.R.S. Identification Nos. of above persons (entities only).
IDB Development Corporation Ltd.

2. Check the Appropriate Box if a Member of a Group
(a) ☐
(b) ☐

3. SEC Use Only

4. Place of Organization

Israel

5. Sole Voting Power

0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With:

6. Shared Voting Power

3,176,936 shares of Common Stock*

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,176,936 shares of Common Stock*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,176,936 shares of Common Stock*

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

☐

11. Percent of Class Represented by Amount in Row (9)

5.7%**

12. Type of Reporting Person :

CO

*See Item 4.

** Based on 56,133,764 shares of Common Stock outstanding as of October 28, 2011 (as reported in the Issuer's Form 10-Q filed with the SEC on November 14, 2011).

CUSIP NO. 032015 10 9

1. Name of Reporting Persons/
I.R.S. Identification Nos. of above persons (entities only).
IDB Holding Corporation Ltd.

2. Check the Appropriate Box if a Member of a Group
(a) ☐
(b) ☐

3. SEC Use Only

4. Place of Organization

Israel

5. Sole Voting Power

0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With:

6. Shared Voting Power

3,176,936 shares of Common Stock*

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,176,936 shares of Common Stock*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,176,936 shares of Common Stock*

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

☐

11. Percent of Class Represented by Amount in Row (9)

5.7%**

12. Type of Reporting Person :

CO

*See Item 4.

** Based on 56,133,764 shares of Common Stock outstanding as of October 28, 2011 (as reported in the Issuer's Form 10-Q filed with the SEC on November 14, 2011).

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CUSIP NO. 032015 10 9

1. Name of Reporting Persons/
I.R.S. Identification Nos. of above persons (entities only).
Nochi Dankner

2. Check the Appropriate Box if a Member of a Group
(a) ☐
(b) ☐

3. SEC Use Only

4. Place of Organization

Israel

5. Sole Voting Power

0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With:

6. Shared Voting Power

3,176,936 shares of Common Stock*

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,176,936 shares of Common Stock*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,176,936 shares of Common Stock*

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

☐

11. Percent of Class Represented by Amount in Row (9)

5.7%**

12. Type of Reporting Person :

IN

*See Item 4.

** Based on 56,133,764 shares of Common Stock outstanding as of October 28, 2011 (as reported in the Issuer's Form 10-Q filed with the SEC on November 14, 2011).

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CUSIP NO. 032015 10 9

1. Name of Reporting Persons/
I.R.S. Identification Nos. of above persons (entities only).
Shelly Bergman

2. Check the Appropriate Box if a Member of a Group
(a) ☐
(b) ☐

3. SEC Use Only

4. Place of Organization

Israel

5. Sole Voting Power

0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With:

6. Shared Voting Power

3,176,936 shares of Common Stock*

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,176,936 shares of Common Stock*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,176,936 shares of Common Stock*

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

☐

11. Percent of Class Represented by Amount in Row (9)

5.7%**