



Bezeq The Israel Telecommunication Corp. Ltd.
("the Company")



State of Israel
("the Offeror")

Notice of correction of clerical errors in the Company's Prospectus of May 24, 2004, pursuant to Section 25C of the Securities Law, 5728-1968:

1. On the cover of the Prospectus, the heading above the table showing results data from the Company's operations should read "in the years 2001 – 2003". (in Hebrew prospectus only).
2. On the cover of the Prospectus, in the paragraph starting with the words "On the need for certain decisions...", the words "and controls the Company or as long as no..." should read "**or as long as it controls the Company and no...**"
3. On page 2-11 of the Prospectus, in Section 2.10.2, second paragraph line 4, there should be a comma after the words "in the United Kingdom". (in Hebrew prospectus only).
4. On page 3-6 of the Prospectus, in the list of Institutional Investors, the words "Central **Study** Fund of Histadrut Workers Ltd." should read "Central **Compensation** Fund of Histadrut Workers Ltd."
5. On page 3-9 of the Prospectus, in Section 3.7.2, the words "On May ___, 2004" should read "On May **24**, 2004".
6. On page 5-1 of the Prospectus, in Section 5.1.1 line 3, the words "approximately NIS **754.5** million " should be replaced by "approximately NIS **746.48** million".
7. On page 6-17 of the Prospectus, in Section 6.3.3.2, the first sentence, beginning with the words "Below is a description of the revenues..." should be replaced with the sentence "**Below are further details of the revenues of the Group**".
8. On page 6-89 of the Prospectus, in the last line of Section 6.5.9.14, the "#" sign should be deleted.
9. In Chapter 9 of the Prospectus (page 9-152), on the first page of the Directors Report of the State of the Company's Affairs for the Period ended March 31, 2004, in Section 1B, the sentence "The final details of the offering to the public have not yet been agreed and in any case might yet undergo changes" – should be deleted.
10. On page 10-26 of the Prospectus, in Section 10.7(10), in lines 5 and 12, "800-1" should be replaced with "1-800". (in Hebrew prospectus only).

Date of correction: May 30, 2004

Please add this list to all copies of the Prospectus in your possession