

NOVA MEASURING INSTRUMENTS LTD
Form SC 13G/A
February 14, 2013

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

NOVA MEASURING INSTRUMENTS LTD.
(Name of Issuer)

Ordinary Shares, NIS 0.01 par value
(Title of Class of Securities)

M7516K103
(CUSIP Number)

December 31, 2012
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this 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 the disclosures provided in a prior cover page.

The information required in 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. M7516K103

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
6. Shared Voting Power
1,917,148 Ordinary Shares *
7. Sole Dispositive Power
0
8. Shared Dispositive Power
1,917,148 Ordinary Shares *
9. Aggregate Amount Beneficially Owned by Each Reporting Person
1,917,148 Ordinary Shares *
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)
7.2%**
12. Type of Reporting Person:

CO

*See Item 4.

** Based on 26,610,000 Ordinary Shares outstanding as of June 30, 2012 (as reported in the Issuer's Form 6-K filed with the Securities and Exchange Commission (the "SEC") on July 31, 2012).

CUSIP NO. M7516K103

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
 6. Shared Voting Power
1,917,148 Ordinary Shares *
 7. Sole Dispositive Power

0
 8. Shared Dispositive Power

1,917,148 Ordinary Shares *
9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,917,148 Ordinary Shares *
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

7.2%**
12. Type of Reporting Person:

CO

*See Item 4. The 1,604,219 Ordinary Shares exclude 7,062 Ordinary Shares, all of which are held for members of the public through, among others, portfolio management and/or mutual funds, which are managed by Epsilon Investment

House Ltd. and/or Epsilon Mutual Funds Management (1991) Ltd, each an indirect subsidiary of IDB Development Corporation Ltd. (the “Epsilon Shares”).

** Based on 26,610,000 Ordinary Shares outstanding as of June 30, 2012 (as reported in the Issuer’s Form 6-K filed with the SEC on July 31, 2012).

CUSIP NO. M7516K103

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
 6. Shared Voting Power
1,917,148 Ordinary Shares *
 7. Sole Dispositive Power
0
 8. Shared Dispositive Power
1,917,148 Ordinary Shares *
9. Aggregate Amount Beneficially Owned by Each Reporting Person
1,917,148 Ordinary Shares *
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

7.2%**
12. Type of Reporting Person:

CO

*See Item 4. Excludes the Epsilon Shares.

** Based on 26,610,000 Ordinary Shares outstanding as of June 30, 2012 (as reported in the Issuer's Form 6-K filed with the SEC on July 31, 2012).

CUSIP NO. M7516K103

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
6. Shared Voting Power
1,917,148 Ordinary Shares *
7. Sole Dispositive Power
0
8. Shared Dispositive Power
1,917,148 Ordinary Shares *
9. Aggregate Amount Beneficially Owned by Each Reporting Person
1,917,148 Ordinary Shares *
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
*
11. Percent of Class Represented by Amount in Row (9)
7.2%**
12. Type of Reporting Person:

IN

*See Item 4. Excludes the Epsilon Shares.

** Based on 26,610,000 Ordinary Shares outstanding as of June 30, 2012 (as reported in the Issuer's Form 6-K filed with the SEC on July 31, 2012).

CUSIP NO. M7516K103

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
 6. Shared Voting Power
1,917,148 Ordinary Shares *
 7. Sole Dispositive Power
0
 8. Shared Dispositive Power

1,917,148 Ordinary Shares *
9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,917,148 Ordinary Shares *
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

7.2%**
12. Type of Reporting Person:

IN

*See Item 4. Excludes the Epsilon Shares.

** Based on 26,610,000 Ordinary Shares outstanding as of June 30, 2012 (as reported in the Issuer's Form 6-K filed with the SEC on July 31, 2012).

CUSIP NO. M7516K103

1. Name of Reporting Persons/
I.R.S. Identification Nos. of above persons (entities only).
Ruth Manor
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
1,917,148 Ordinary Shares *
7. Sole Dispositive Power
0
8. Shared Dispositive Power
1,917,148 Ordinary Shares *
9. Aggregate Amount Beneficially Owned by Each Reporting Person
1,917,148 Ordinary Shares *
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
x*
11. Percent of Class Represented by Amount in Row (9)
7.2%**
12. Type of Reporting Person:

IN

*See Item 4. Excludes the Epsilon Shares.

** Based on 26,610,000 Ordinary Shares outstanding as of June 30, 2012 (as reported in the Issuer's Form 6-K filed with the SEC on July 31, 2012).

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CUSIP NO. M7516K103

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

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

3. SEC Use only

4. Place of Organization

Israel

Number of
Shares