

## **Retalix Ltd. - Directors and Senior Management as reported in Form 20F for year 2002**

Set forth below is information concerning our executive officers and directors.

<b>Name</b>	<b>Age</b>	<b>Position</b>
Barry Shaked	46	President, Chief Executive Officer and Chairman of the Board
Danny Moshaioff	56	Executive Vice President, Chief Financial Officer
Avinoam Bloch	46	Executive Vice President, Products
Yoni Stutzen	51	Vice President, International Sales
Saul Simon	50	Vice President, Marketing and Business Development
Alon Goetz	44	Vice President, Development
Larry Susman	42	Vice President, Israeli operations
Jeff Yelton	44	Chief Executive Officer, Retalix USA
Eli Spirer	47	Executive Vice President, US Operations, Retalix USA
Pat Ervin	47	Executive Vice President, Sales, Retalix USA
Elhanan (Elli) Streit	63	External Director
Ilan Horesh	51	External Director
Orly Eshkar	44	Director
Brian Cooper	47	Director
Ian O'Reilly	54	Director
Amnon Lipkin-Shahak	59	Director

*Barry Shaked* is one of our founders and has served as our President, Chief Executive Officer and Chairman of the Board since our inception in April 1982. From August 1975 to February 1979, Mr. Shaked served as an officer in the Israeli Defense Forces. He attended the Computer Science School of Bar-Ilan University from 1980 to 1983.

*Danny Moshaioff* has served as an Executive Vice President and our Chief Financial Officer since December 1999. From July 1997 to December 1999, Mr. Moshaioff served as Chief Financial Officer of Blue Square ISR and from September 1995 to June 1997, he served as General Manger of Mashbir Mazon. Mr. Moshaioff received a B.A. in Economics and Statistics from the Hebrew University in 1970 and an M.B.A. from New York University in 1972.

*Avinoam Bloch* has served as our Executive Vice President, Products since January 2002. During 2000, Mr. Bloch served as Executive Vice President, Operations. From February 1993 to January 2000, Mr. Bloch served as Vice President, Engineering responsible for Israeli markets and new technology software development. From December 1988 to January 1993, Mr. Bloch served as a Product Manager for Wincor-Nixdorf and Wincor-Nixdorf Italy. He served as a Programmer and Product Manager from January 1986 to December 1998. Mr. Bloch served as an officer in the Israeli Defense Forces from 1975 to 1979. Mr. Bloch received a B.Sc. in Computer Science and Mathematics from the Hebrew University in 1993.

*Yoni Stutzen* has served as our Vice President, International Sales since December 1998. He served as our Vice President, Marketing from August 1994 through December 1998. Mr. Stutzen served as a Marketing Manager for Manof Communications from January 1985 to July 1994 and as international SWIFT systems manager for Bank Hapoalim from January 1980 until December 1984. Mr. Stutzen received a B.Sc. in Industrial and Management Engineering from the Technion, Israel Institute of Technology in 1974.

*Saul Simon* has served as our Vice President, Marketing and Business Development since November 1997. Mr. Simon served as Vice President, U.S. Activities for Adapt Technologies from March 1993 to June 1997. Mr. Simon received a B.Sc. in Computer

Science and Mathematics from Tel Aviv University in 1982.

*Alon Goetz* has served as our Vice President, Development since November 1999. Mr. Goetz served as our Vice President, Supermarket Systems from August 1997 to October 1999. Prior to August 1997, Mr. Goetz was a manager in charge of product development overseas.

*Larry Susman* has served as our Vice President, in charge of operations in Israel, since October 2002. Prior to this position and since November 2001, Mr. Susman was our Vice President in charge of the Tesco account. Mr. Susman served as a senior account manager for the Tesco account since 1999, and as a senior project manager since 1997. Between 1991 and 1997, Mr. Susman served in various sales positions within Denel Informatics Pretoria South Africa.

*Jeff Yelton* has served as Chief Executive Officer of Retailix USA, since July 2002. Between November 1995 and June 2002, Mr. Yelton served in a variety of senior positions with Kyrus Corporation, including Director of Sales, Vice President of Sales and Marketing, and Executive Vice President of Strategy and Business Development. Between September 1993 and October 1995, Mr. Yelton served in a variety of positions within the sales and operations areas with IBM Corporation. Mr. Yelton received a B.S. degree in Business Administration from the University of North Carolina in 1981.

*Eli Spirer* has served as our Executive Vice President, US Operations, of Retailix USA since January 2002. During 2000 and 2001, Mr. Spirer served as Vice President, Customer Service. Mr. Spirer served as Vice President for Strategic Development of Retailix USA, managing the supermarket business and strategic alliances from August 1996 to December 1999. From January 1992 to July 1996, Mr. Spirer served as our Vice President for International Development. After serving in the Israeli Defense Forces from 1974 to 1977, Mr. Spirer graduated from the Technion, Israel Institute of Technology in 1981.

*Patrick Ervin* has served as our Executive Vice President of Sales and Marketing, Retailix USA, since August 2002. Prior to joining Retailix USA, Mr. Ervin served as President of Lyceum Interactive. Mr. Ervin worked for IBM Corporation for over 25 years, where he held various sales management and product development positions in the USA. Mr. Ervin has over 20 years experience working with large retailers in the United States, including Wal-Mart, The Limited, Albertsons, and Supervalu.

*Elhanan (Elli) Streit* has served as an external director since March 2000. Since January 1999, Mr. Streit has been a managing director of PFM International Access Limited. Mr. Streit served as the Director of the Friends Association at the Israel Museum from July 1996 through July 1998 and as a managing director at Dizengoff West Africa from August 1991 through January 1996. He received a B.A. in Economics and Political Science from the Hebrew University in 1963 and an M.B.A. from the Wharton School at the University of Pennsylvania in 1965.

*Ilan Horesh* has served as an external director since March 2000. Since November 1998, Mr. Horesh has been a director of Value Added Services – Marketing Division at Pelephone Communications Ltd. From December 1997 to November 1998, Mr. Horesh was CEO at Shefa – The Customers Club of Maccabi Health Services and, from January 1994 to December 1997, Mr. Horesh was a planning and development executive at PAZ Oil Corporation. He received a B.A. in History from Tel Aviv University in 1984, an M.A. in Political Science from Haifa University in 1990 and an M.A. in Business Management from Tel Aviv Management College in 1996.

*Orly Eshkar* has served as a director since September 2000. Ms. Eshkar has been our Senior Systems Analyst since April 2000. From May 1985 to February 2000, Ms. Eshkar was a Senior Systems Analyst at Advanced Technology Limited. She received an M.A. in Computer Sciences from The Barry University in Italy in 1985 and a B.A. in Computer Science from The Barry University in Italy in 1983.

*Brian Cooper* has served as a director since August 1984. From December 1999 to June 2001, Mr. Cooper served as our Vice President, Israeli operations. Mr. Cooper also served as our Chief Financial Officer from August 1984 until December 1999. From 1979 to 1984, Mr. Cooper served as an officer in the Israeli Defense Forces as an economist and programmer. Mr. Cooper received a B.A. in Economics from Haifa University in 1977.

*Ian O'Reilly* has served as a director since October 2000. Mr. O'Reilly serves as a director of e-Daily and The Cambridge Building Society and served as a Group IT Manager at Tesco Stores Ltd. between 1991 and 2000. He received a British Computer Society Qualification from the Cambridge College of Arts and Technology in 1972.

*Amnon Lipkin-Shahak* has served as a director since April 2002. Since May 2001, Mr. Lipkin-Shahak has served as the chairman of the board in the TAHAL Group, and as a director in the Kardan Group, Granit Hacarmel and NILIT, and as the chairman of the Bountiful Israel Council. Between May 1999 and March 2001, Mr. Lipkin-Shahak served as a member of the Israeli parliament (the Knesset). During most of this period, Mr. Lipkin-Shahak served as a cabinet minister in charge of transport (between July 2000 and March 2001) and in charge of tourism (between July 1999 and July 2000). In December 1998, Mr. Lipkin-Shahak retired from his position as the Chief of Staff of the Israeli Defense Forces after thirty-six years of service in the Israeli army.