

To:

Mizrahi Tefahot Bank Ltd. (hereinafter: the "Bank" or the "Company")

**Director or Candidate for Director Declaration**

Pursuant to Section 224b of the Companies Law, 1999 (the "Companies Law")

I, Ms. Hedva Ber, ID No. 013111836, hereby declare in writing as follows:

1.

I have the necessary qualifications and the ability to devote adequate time to perform my role as a director at the Bank, taking into account, among other things, the special needs and size of the Bank.

In view of the above, below is a summary of my qualifications, including my education, experience and knowledge:

1.1

**Education –**

Bachelor's degree in Economics and Political Science (The Hebrew University of Jerusalem), Master's degree in Economics (The Hebrew University of Jerusalem), Research track specializing in Macroeconomics and International Trade, as well as a PhD in Economics (The Hebrew University of Jerusalem), on the topic of Money Markets and Corporate Governance.

1.2

**Professional Experience –**

Many years of experience in the fields of banking as well as in the business – technology world, including, among other things, as detailed below:

**Experience in the field of banking –**

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2015 to 2020 – Supervisor of Banks at the Bank of Israel.

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2010 to 2015 – Member of Management at Bank Leumi Le-Israel Ltd. (Bank Leumi), Chief Risk Officer and EVP, as well as responsible for the Risk Management Division at Bank Leumi.

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2008 to 2010 – Deputy Head, Capital Markets Division at Bank Leumi; as part of this position, served, among other things, as the Risk Manager for the Capital Markets Division.

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2005 to 2008 – Secondment on behalf of the Bank of Israel, serving as the State of Israel's representative on the Board of Directors of the European Bank for Reconstruction and Development (EBRD), London.

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2000 to 2005 – Head of the Capital Markets Division, Research Department, at the Bank of Israel.

**Business – Technology Experience –**

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2021 to present – Deputy CEO of eToro Ltd., a global fintech company.

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2020 to 2021 – Director at Mimun Yashir from the Yashir Group (2006) Ltd., consultant to Wix.com Ltd. in the payments area, and consultant at eToro Ltd. in the field of corporate governance.

2.

I have read Sections 226 and 227 of the Companies Law, and I hereby declare that the restrictions set forth in these sections do not apply to me.

3.

I acknowledge that this declaration will be attached as an annex to the immediate report to be published by the Company regarding the convening of a general meeting, which will include, among other things, my appointment as a director at the Bank.

In witness thereof, I have set my hand:

Date: \_\_\_\_\_

Signature: \_\_\_\_\_