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MIZRAHI TEFAHOT BANK LTD

No. with the Registrar of Companies: 520000522
Securities of a Corporation Listed for Trading on the Tel Aviv Stock Exchange
Abbreviated Name: Mizrahi Tefahot
7 Jabotinsky Street, Ramat Gan, 52520, Israel
Tel: 972-3-7559207, 972-3-7559720, Fax: 972-3-7559913
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Date of transmission: October 31st, 2012
Ref: 2012-01-268776

To
Israel Securities Authority
www.isa.gov.il

To
Tel Aviv Stock Exchange Ltd
www.tase.co.il

Immediate Report on the Appointment of a Director (which is not a Corporation) or an Individual Serving on Behalf of a Corporation that is a Director in a Private Company

Regulation 34(b) of the Securities (Interim and Immediate Reports) Regulations, 5730-1970
Explanation: Pursuant to Regulation 34(d) of the Securities (Interim and Immediate Reports) Regulations, 5730-1970, a list of senior officers must be submitted simultaneously herewith on Form T 097

1. **First name and Surname:** *Moshe Wertheim*
Type of identification number: *identity number*
Identity number: *002585578*
Citizenship: *An individual with an Israeli citizenship*
Country of citizenship: *Israel*

2. **Date of birth:** 18/01/1930.

3. **Address for service of process:** 129 Kahneman St., Bnei Brak, Israel

4. **Position to which he was appointed:**

Chairman of the Board of Directors	_____
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If appointed as the Chairman of the Board of Directors, will he also act as a CEO or is he a relative of the CEO: No.

The appointment was approved in a general meeting on _____

If appointed as the chairman of the Board of Directors, does he fill additional positions in the company: Yes.

Details: Chairman of the Credit Committee, Chairman of the Risk Management Committee.

5. **Previous position held in the company prior to his appointment:**

Director	_____
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6. **Date of beginning of tenure:** 01/11/2012

7. **Education:**

Degree	Faculty	Academic Institution
Magister Juris		
Other	Advocate	

Other education and professional certificates:

Diploma in Business Administration

8. **Principal occupations in the last five years:**

Position Held	Place Of Employment	Period the Position was Held
Chairman of the Board of Directors	The Central Bottling Company Group	_____

9. Appointed as substitute director for _____ and the period of tenure is _____

Explanation: to be completed in the event of an appointment as a substitute director.

10. The Director *serves* as a Director in another corporation.

Explanation: if he serves as a Director in other corporations, provide details regarding other corporations in which he serves as a Director.

M.W.Z (Holdings) Ltd., F&W, Ramcon Ltd., Elcorp Ltd., Keshet Broadcasting Communication Group Ltd., EMPG Management Ltd., T.S.R.O.N Management Ltd., Applied Sciences (2000) Ltd., V.CH.M Properties Ltd., Info-Prod-Research (The Middle East) Ltd., Ilanim Development and Investments Ltd., Transportation and Marketing Services T.T. (1978) Ltd. (In voluntary liquidation).

11. The Director *is* an employee of the corporation, a subsidiary, or a related company thereof or an interested party therein.

Explanation: if he is an employee of the corporation or a subsidiary or a related company thereof or an interested party therein, please give details of the positions he occupies.

One of the controlling shareholders in Mizrahi Tefahot Bank Ltd.

12. The Director *is not* a relative of another interested party in the corporation.

Explanation: if he is a relative of another interested party in the corporation, please provide details.

13. a. The Director holds securities of the corporation.

Below is a description of his holdings:

Name, Class and Series of Securities	No. of Security in TASE	Current Quantity of Securities	Dormant	Holdings		Holdings (Full Dilution)	
				% Capital	% Voting	% Capital	% Voting
Ordinary shares of 0.1 par value	695437	50,219,226	No	22.19	22.19	14.89	14.89

- b. The Director *does not* hold securities of a company held by the reporting corporation, if its business is material to the reporting corporation's business.

No. of Corporation	Name of Corporation	Name of Corporation in English	Type of Identification No.	The Corporation's Identification No.
_____	_____	_____	_____	_____

14. The Director *is* a member of a committee or committees of the Board of Directors.

Explanation: if the Director is a member of a committee or committees of the Board of Directors, please provide details.

Credit Committee, Risk Management Committee

15. Does the corporation consider the Director as having accounting and financial expertise?
Yes
16. Does the corporation consider the Director as independent? No.
17. Declaration of the Director pursuant to Section 224B of the Companies Law [attached hereto].

Explanation: attaching the Director's declaration is required even where the Director is not appointed by the general meeting.

According to Regulation 111 of the Bank's Articles of Association, the Board of Directors resolved, on October 31, 2012, to appoint the Director Mr. Moshe Wertheim as the Chairman of the Board of Directors, commencing from November 1, 2012 until November 30, 2012.

Reference number of the previous documents regarding this matter (the reference does not constitute an incorporation by reference):

Previous name of the reporting entity: United Mizrahi Bank Ltd.

Date of form update: September 11th, 2012

Name of the person reporting electronically: Maya Feller; Position held: Company Secretary
7 Jabotinsky Street, Ramat Gan, 52520, Israel, Tel: 972-3-7559720, Fax: 972-3-7559923, e-mail: mangment@umtb.co.il

Mizrahi Tefahot Bank Ltd. (the "**Bank**" or the "**Company**")
Tel Aviv

Declaration of a Nominee for a Director's Office

Pursuant to Section 224B of the Companies Law, 5759-1999 (the "**Companies Law**")

I, the undersigned, Moshe Wertheim, bearer of ID number **002585578**, hereby declare in writing as follows:

1. I have the required qualifications and ability to dedicate the appropriate amount of time to performing my duties as a director in the Bank, taking into consideration, *inter alia*, the Bank's special needs and size.

Pursuant to the aforesaid, below are details regarding my qualifications, including my education, experience and knowledge, which are required for fulfilling the said position:

Education:

Advocate, holder of Magister Juris, Holder of diploma in Business Administration

Professional Experience and Membership in Boards of Directors

M.W.Z (Holdings) Ltd.
F&W (registered partnership)
Ramcon Ltd.
Elcorp Ltd.
Keshet Broadcasting Communication Group Ltd.
EMPG Management Ltd.
T.S.R.O.N Management Ltd.
Applied Sciences (2000) Ltd.
V.CH.M Properties Ltd.
Info-Prod-Research (The Middle East) Ltd.
Ilanim Development and Investments Ltd.
Transportation and Marketing Services T.T. (1978) Ltd. (in voluntary liquidation)

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

In witness whereof I have hereunto set my hand:

Date: August 14, 2012

Signature: [Moshe Wertheim]