

Anchiano Therapeutics Ltd.

**Policy Regarding Shareholder
Recommendations of Director Nominees**

Adopted by the Board of Directors on November 14, 2019

The Corporate Governance and Nominating Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of Anchiano Therapeutics Ltd. (“*Anchiano*”) will consider director candidates recommended by Anchiano shareholders. The Committee will evaluate all candidates for nomination to the Board in the same manner.

Shareholders who wish to recommend individuals for consideration by the Committee to become nominees for election to the Board at an annual meeting of shareholders must do so by delivering, at least one hundred and twenty (120) calendar days prior to the one-year anniversary date of the mailing of Anchiano’s proxy statement for its last annual meeting of shareholders, or such later date as dictated by the Israeli Companies Law, 1999 (the “*Companies Law*”), and the regulations promulgated thereunder, a written recommendation to the Committee at Anchiano’s registered address, marked to the attention of the Corporate Secretary. Each submission must set forth:

- the name and address of the Anchiano shareholder on whose behalf the submission is made;
- the number of Anchiano shares that are owned beneficially by such shareholder as of the date of the submission;
- the full name of the proposed director candidate;
- a description of the proposed director candidate’s business experience for at least the previous five (5) years and why this may be relevant and supportive to the current composition and strategic direction (and responsibility) of the Board;
- relevant biographical information for the proposed director candidate;
- identification of all other boards the director candidate serves on, name and type of industry for such other board(s);
- a description of the proposed director candidate’s qualifications as a director; and
- any other information that is required to be provided by the Companies Law, and the regulations promulgated thereunder.

Each submission must be accompanied by the written dated consent of the proposed director candidate to be named as a nominee and to serve as a director if elected. The candidate will be required to complete a questionnaire to be provided by Anchiano before a candidacy can be considered.