

Date: September 30, 2022

To: Brack Capital Properties N.V.  
 (the "**Company**")

**Re: Declaration of an Independent Director in a Public Company**

In accordance with the provisions of Section 241 of the Companies Law, 1999 (the "**Companies Law**"), I, the undersigned, Patrick Burke, British passport number 520587847, hereby declare that:

1. I qualify to act as an "Independent Director" of the Company in accordance with the standards set out in Sections 224 and 241 of the Companies Law.
2. For the purpose of this Declaration, defined terms shall have the meaning assigned to them below:

- |                                     |   |
|-------------------------------------|---|
| <b>"Affiliation" -</b>              | - Work relationship, ongoing business or professional relationship or Control, position as an office holder, excluding a position of a director who was appointed as an external director in a company which is about to initiate an initial public offering of shares.   |
| <b>"Another Corporation(s)"</b>     | - A corporation which, at the relevant date of appointment, or during the two years preceding such date, is or was controlled by the Company or by the Controlling Shareholder(s) of the Company  |
| <b>"Company"</b>                    | - Brack Capital Properties N.V  |
| <b>"Control"</b>                    | - The ability to direct the activities of a company, excluding an ability which is derived solely from performing the position of a director or other office holder in the company, and a person shall be presumed to have control over a company if such person holds 50% or more of either the voting rights in the general meeting of shareholders in the company or the rights to appoint directors or the general manager of the Company |
| <b>"Controlling Shareholder(s)"</b> | - A person who is capable of directing the operations of a corporation, except for an ability deriving solely from fulfilment of the position of a director or other office holder in the corporation, and a person who holds half or more of a certain type of means of control in the corporation, shall be presumed as having control of the corporation.  |

**“Company Group and Affiliates”**

(1) The Company, (2) The Controlling Shareholder of the Company, (3) A Relative of the Controlling Shareholder of the Company at the time of appointment, (4) Another Corporation(s), (5) The Chairman of the Board of Directors of the Company at the time of appointment, (6) The Chief Executive Officer of the Company at the time of appointment, (7) A shareholder of the Company who holds 5% or more of the issued share capital or voting rights in the Company at the time of appointment, or (8) The most senior officer of the Company in the financial area at the time of appointment.

**“Relative”**

Spouse, brother or sister, parent, parent’s parent, offspring as well as an offspring, brother, sister or parent of the spouse or the spouse of each of the foregoing.

**"Related or Competing Shareholder"**

A person who fulfils both of the following conditions in a cumulative manner: (a) The shareholder who proposed the appointment or a substantial shareholder in the company (5% or more), (b) The shareholder or its Controlling Shareholder if such

shareholder is a corporation, or a company under its control has business relations with the Company or they are competitors of the Company.

3. I have the ability to devote the appropriate amount of time for serving as a director in the Company, with due attention, inter alia, to the Company's special requirements and to its size. My education, qualifications and professional experience, past and present, provide me the professional qualifications required to perform my duties as director in the Company, inter alia, as set forth hereunder:
- 3.1. Academic education (degree, field and name of institution) including other education and professional certificates:

<b>Degree</b>	<b>Name of academic institution</b>
Bachelor in Economics	Institut Le Rosey, Rolle, Switzerland
Bachelor in Architecture, Planning and Construction and Environmental Sciences	University College, London, UK;
Master in Real Estate, Land appraisal and	Business School, London, UK

- 3.2. Principal occupations during the past five years (including previous positions in the Company and tenure as director in other corporations) - position, workplace name and field of operation and lengths of time in the position:

<b>Position</b>	<b>Name of Work Place</b>
Co-Founder, Managing Director,	Consortium Capital Group since 2009
Director	Delcap Asset Management Ltd
Director	Consortium Capital Ltd., Consortium Maritime Trading Ltd.

Director	HERO Club Ltd., HERO events Ltd. and HERO Partners Ltd.
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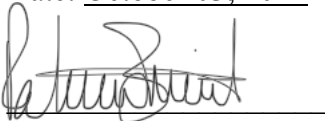
4. A declaration regarding Accounting and Financial Expertise / Professional Qualifications and supporting documents and certificates are attached as **Appendix A** to this Declaration.
5. I have not served as a director of the company for more than 9 consecutive years (for this purpose, a termination of an engagement, which is for a period of less than two years, shall not be considered as a termination of the continuity of service).
6. I am not a Relative of a Controlling Shareholder of the Company.
7. I do not hold any shares and/or convertible securities or securities exercisable into shares, of the Company or of a subsidiary of the Company or of an Affiliate of it or of an interested party.
8. At the time of my appointment to the Board of Directors of the Company, and during the two years preceding my appointment, neither I, nor my Relative(s), partner(s), employer(s), any person or entity to which I am directly or indirectly subordinated, or a corporate body in which I am a Controlling Shareholder, has or had any Affiliation to the Company Group and Affiliates.
9. Without limiting the generality of Section 8 above, at the time of my appointment to the Board of Directors of the Company, and during the two years preceding my appointment neither I, nor my Relative(s), partner(s), employer(s), any person or entity to which I am directly or indirectly subordinated, nor a corporate body in which I am a Controlling Shareholder, has or had any business or professional relationship with the Company Group and Affiliates or with a Related or Competing Shareholder, even if such relationships that are not ordinarily carried on, but excluding negligible relations, and I did not receive any remuneration in contravention of the provisions of Section 244(b) of the Companies Law.
10. My other positions and activities do not and are not likely to create a conflict-of-interests with my position as a director of the Company or to otherwise adversely affect my ability to serve as a director of the Company.
11. I hereby declare that in the past 5 years, I have not been convicted in a court judgment of any of the following offenses:
  - 11.1. Offenses under the Penal law 5737 - 1977 (the "**Penal Law**"):
    - 11.1.1. Sections 290 to 297 of the Penal Law dealing with bribery offenses;
    - 11.1.2. Section 392 of the Penal Law dealing with theft by an officer;
    - 11.1.3. Section 415 of the Penal Law dealing with obtaining anything by deceit;
    - 11.1.4. Sections 418 to 420 of the Penal Law dealing with forgery of documents, the presentation or issuance of a forged document or other use of such document in the knowledge that such document is forged ;
    - 11.1.5. Sections 422 to 428 of the Penal Law dealing with inducement by deceit, registering false records in corporate documents, offenses by an officer or employee of a company, concealment of information and the publication of misleading information by a senior office holder of the company, deceit and breach of trust towards a company, deceptive concealment, blackmail with use of force and or by means of threats.

- 11.2. Offenses under the Securities Law 5728 - 1968 (the "**Securities Law**"):
- 11.2.1. Section 52C of the Securities Law dealing with the use of inside information by an insider;
  - 11.2.2. Section 52D of the Securities Law dealing with the use of inside information which was originated by an insider;
  - 11.2.3. Section 53(a) of the Securities Law dealing with the contravention of provisions regarding the publication of a prospectus containing a misleading detail;
  - 11.2.4. Section 54 of the Securities Law dealing with fraud in connection with securities (fraud includes any action which is intended to wrongly influence trading).
12. In the past 5 years, I have not been convicted:
- 12.1. By a court outside Israel of the offenses of bribery, deceit, offenses by managers of a corporation or offenses involving misuse of inside information;
  - 12.2. Of any other offense, that due to the substance, gravity or circumstances, a court has found me to be unfit to serve as a director in a public company or a debenture company.
13. I do not serve as a director of any other corporation, whose external directors, or any one of them, serve as a director of the Company.
14. I am not an employee of the Israeli Securities Authority or the Tel Aviv Stock Exchange.
15. To the best of my knowledge, there is no other legal restriction in respect of my appointment or service as an external director of the Company.
16. I hereby undertake to immediately notify the Company if any of the aforesaid conditions in this declaration will cease to exist, and I am aware that my service as an external director of the Company shall expire on the date of providing such notice.
17. I acknowledge that the Company relied on the contents of this declaration upon confirmation of my service as external director in the Company, and that this declaration will be placed in the registered office of the Company for review by any person.

Yours faithfully

Name: Patrick Burke

Date: October 03, 2022



A handwritten signature in black ink, appearing to read 'Patrick Burke', is written over a horizontal line.

Date: September 30, 2022

To: Brack Capital Properties N.V.  
(the "**Company**")

**Re: Declaration of an Independent Director in a Public Company**

In accordance with the provisions of Section 241 of the Companies Law, 1999 (the "**Companies Law**"), I, the undersigned, Elisabeth van der Kuijlen-Dalenoord, Dutch passport number NV4K3J637, hereby declare that:

1. I qualify to act as an "Independent Director" of the Company in accordance with the standards set out in Sections 224Band 241 of the Companies Law.
2. For the purpose of this Declaration, defined terms shall have the meaning assigned to them below:

- |                                     |   |
|-------------------------------------|---|
| <b>"Affiliation" -</b>              | - Work relationship, ongoing business or professional relationship or Control, position as an office holder, excluding a position of a director who was appointed as an external director in a company which is about to initiate an initial public offering of shares.   |
| <b>"Another Corporation(s)"</b>     | - A corporation which, at the relevant date of appointment, or during the two years preceding such date, is or was controlled by the Company or by the Controlling Shareholder(s) of the Company  |
| <b>"Company"</b>                    | - Brack Capital Properties N.V  |
| <b>"Control"</b>                    | - The ability to direct the activities of a company, excluding an ability which is derived solely from performing the position of a director or other office holder in the company, and a person shall be presumed to have control over a company if such person holds 50% or more of either the voting rights in the general meeting of shareholders in the company or the rights to appoint directors or the general manager of the Company |
| <b>"Controlling Shareholder(s)"</b> | - A person who is capable of directing the operations of a corporation, except for an ability deriving solely from fulfilment of the position of a director or other office holder in the corporation, and a person who holds half or more of a certain type of means of control in the corporation, shall be presumed as having control of the corporation.  |

**“Company Group and Affiliates”**

(1) The Company, (2) The Controlling Shareholder of the Company, (3) A Relative of the Controlling Shareholder of the Company at the time of appointment, (4) Another Corporation(s), (5) The Chairman of the Board of Directors of the Company at the time of appointment, (6) The Chief Executive Officer of the Company at the time of appointment, (7) A shareholder of the Company who holds 5% or more of the issued share capital or voting rights in the Company at the time of appointment, or (8) The most senior officer of the Company in the financial area at the time of appointment.

**“Relative”**

Spouse, brother or sister, parent, parent’s parent, offspring as well as an offspring, brother, sister or parent of the spouse or the spouse of each of the foregoing.

**“Related or Competing Shareholder”**

A person who fulfils both of the following conditions in a cumulative manner: (a) The shareholder who proposed the appointment or a substantial shareholder in the company (5% or more), (b) The shareholder or its Controlling Shareholder if such shareholder is a corporation, or a company under its control has business relations with the Company or they are competitors of the Company.

3. I have the ability to devote the appropriate amount of time for serving as a director in the Company, with due attention, inter alia, to the Company's special requirements and to its size. My education, qualifications and professional experience, past and present, provide me the professional qualifications required to perform my duties as director in the Company, inter alia, as set forth hereunder:

- 3.1. Academic education (degree, field and name of institution) including other education and professional certificates:

<b>Degree</b>	<b>Name of academic institution</b>
L.L.M. Master of Law, Civil Law	University of Amsterdam
MRE, Master in Real Estate	Amsterdam school of Real Estate
Bc. Management Economics and Law	Hanzehogeschool Groningen

- 3.2. Principal occupations during the past five years (including previous positions in the Company and tenure as director in other corporations) - position, workplace name and field of operation and lengths of time in the position:

<b>Position</b>	<b>Name of Work Place</b>
Manager commerce department	Croon Wolter & Dros
Director Benelux	Royal Institute of Chartered Surveyors
Deal & asset manager	Equity Estate

4. A declaration regarding Accounting and Financial Expertise / Professional Qualifications and supporting documents and certificates are attached as **Appendix A** to this Declaration.

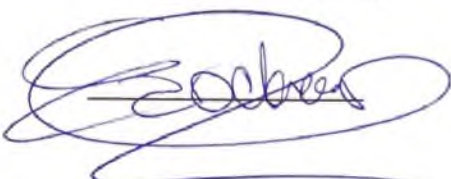
5. I have not served as a director of the company for more than 9 consecutive years (for this purpose, a termination of an engagement, which is for a period of less than two years, shall not be considered as a termination of the continuity of service).
6. I am not a Relative of a Controlling Shareholder of the Company.
7. I do not hold any shares and/or convertible securities or securities exercisable into shares, of the Company or of a subsidiary of the Company or of an Affiliate of it or of an interested party.
8. At the time of my appointment to the Board of Directors of the Company, and during the two years preceding my appointment, neither I, nor my Relative(s), partner(s), employer(s), any person or entity to which I am directly or indirectly subordinated, or a corporate body in which I am a Controlling Shareholder, has or had any Affiliation to the Company Group and Affiliates.
9. Without limiting the generality of Section 8 above, at the time of my appointment to the Board of Directors of the Company, and during the two years preceding my appointment neither I, nor my Relative(s), partner(s), employer(s), any person or entity to which I am directly or indirectly subordinated, nor a corporate body in which I am a Controlling Shareholder, has or had any business or professional relationship with the Company Group and Affiliates or with a Related or Competing Shareholder, even if such relationships that are not ordinarily carried on, but excluding negligible relations, and I did not receive any remuneration in contravention of the provisions of Section 244(b) of the Companies Law.
10. My other positions and activities do not and are not likely to create a conflict-of-interests with my position as a director of the Company or to otherwise adversely affect my ability to serve as a director of the Company.
11. I hereby declare that in the past 5 years, I have not been convicted in a court judgment of any of the following offenses:
  - 11.1. Offenses under the Penal law 5737 - 1977 (the "**Penal Law**"):
    - 11.1.1. Sections 290 to 297 of the Penal Law dealing with bribery offenses;
    - 11.1.2. Section 392 of the Penal Law dealing with theft by an officer;
    - 11.1.3. Section 415 of the Penal Law dealing with obtaining anything by deceit;
    - 11.1.4. Sections 418 to 420 of the Penal Law dealing with forgery of documents, the presentation or issuance of a forged document or other use of such document in the knowledge that such document is forged ;
    - 11.1.5. Sections 422 to 428 of the Penal Law dealing with inducement by deceit, registering false records in corporate documents, offenses by an officer or employee of a company, concealment of information and the publication of misleading information by a senior office holder of the company, deceit and breach of trust towards a company, deceptive concealment, blackmail with use of force and or by means of threats.

- 11.2. Offenses under the Securities Law 5728 - 1968 (the "Securities Law"):
- 11.2.1. Section 52C of the Securities Law dealing with the use of inside information by an insider;
  - 11.2.2. Section 52D of the Securities Law dealing with the use of inside information which was originated by an insider;
  - 11.2.3. Section 53(a) of the Securities Law dealing with the contravention of provisions regarding the publication of a prospectus containing a misleading detail;
  - 11.2.4. Section 54 of the Securities Law dealing with fraud in connection with securities (fraud includes any action which is intended to wrongly influence trading).
12. In the past 5 years, I have not been convicted:
- 12.1. By a court outside Israel of the offenses of bribery, deceit, offenses by managers of a corporation or offenses involving misuse of inside information;
  - 12.2. Of any other offense, that due to the substance, gravity or circumstances, a court has found me to be unfit to serve as a director in a public company or a debenture company.
13. I do not serve as a director of any other corporation, whose external directors, or any one of them, serve as a director of the Company.
14. I am not an employee of the Israeli Securities Authority or the Tel Aviv Stock Exchange.
15. To the best of my knowledge, there is no other legal restriction in respect of my appointment or service as an external director of the Company.
16. I hereby undertake to immediately notify the Company if any of the aforesaid conditions in this declaration will cease to exist, and I am aware that my service as an external director of the Company shall expire on the date of providing such notice.
17. I acknowledge that the Company relied on the contents of this declaration upon confirmation of my service as external director in the Company, and that this declaration will be placed in the registered office of the Company for review by any person.

Yours faithfully

Name: Elisabeth van der Kuijlen-Dalenoord

Date: September 30, 2022





Date: 2022/09/22

To: Brack Capital Properties N.V.  
(the "**Company**")

**Re: Declaration of a Director in a Public Company**

In accordance with the provisions of Section 241 of the Companies Law, 1999 (the "**Companies Law**"), I, the undersigned, **Thilo Schmid**, ID/passport number **C4V49HHHM**, hereby declare that:

1. I qualify to act as a Director of the Company in accordance with the standards set out in Sections 224B of the Companies.
2. I have the ability to devote the appropriate amount of time for serving as a director in the Company, with due attention, inter alia, to the Company's special requirements and to its size. My education, qualifications and professional experience, past and present, provide me the professional qualifications required to perform my duties as director in the Company, inter alia, as set forth hereunder:
  - 2.1. Academic education (degree, field and name of institution) including other education and professional certificates:

<b><u>Degree</u></b>	<b><u>Name of academic institution</u></b>

- 2.2. Principal occupations during the past five years (including previous positions in the Company and tenure as director in other corporations) – position, workplace name and field of operation and lengths of time in the position:

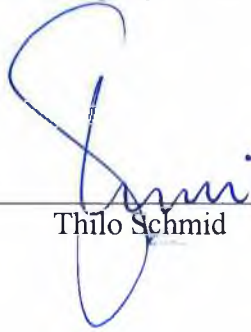
<b><u>Position</u></b>	<b><u>Name of Work Place</u></b>
Member of the Board since 10/20 (and Audit Committee Chair since 02/22) - ongoing	Adler Group S, Luxembourg
Member of the Supervisory Board since 09/13, Deputy Chairman since 05/18, ongoing	Adler Real Estate AG, Berlin
Member of the Supervisory Board since 08/22, ongoing	Consus Real Estate AG, Berlin
Member of the Advisory Board (formerly Supervisory Board until 12/20) since 08/22, ongoing	Jedox GmbH (formerly Jedox AG), Freiburg im Breisgau
Member of the Board of Directors since 10/15, ongoing	DTH Sarl. (formerly DTH S.A.), Luxembourg

Member of the Board since 04/17	Yeditepe Marina Yatırım Turizm İAŞ, Istanbul
Member of the Board from 05/21 to 06/22	Whitebox Services AG, Wollerau (CH)

3. I hereby declare that in the past 5 years, I have not been convicted in a court judgment of any of the following offenses:
- 3.1. Offenses under the Penal law 5737 – 1977 (the "**Penal Law**"):
  - 3.1.1. Sections 290 to 297 of the Penal Law dealing with bribery offenses;
  - 3.1.2. Section 392 of the Penal Law dealing with theft by an officer;
  - 3.1.3. Section 415 of the Penal Law dealing with obtaining anything by deceit;
  - 3.1.4. Sections 418 to 420 of the Penal Law dealing with forgery of documents, the presentation or issuance of a forged document or other use of such document in the knowledge that such document is forged ;
  - 3.1.5. Sections 422 to 428 of the Penal Law dealing with inducement by deceit, registering false records in corporate documents, offenses by an officer or employee of a company, concealment of information and the publication of misleading information by a senior office holder of the company, deceit and breach of trust towards a company, deceptive concealment, blackmail with use of force and or by means of threats.
- 3.2. Offenses under the Securities Law 5728 - 1968 (the "**Securities Law**"):
  - 3.2.1. Section 52C of the Securities Law dealing with the use of inside information by an insider;
  - 3.2.2. Section 52D of the Securities Law dealing with the use of inside information which was originated by an insider;
  - 3.2.3. Section 53(a) of the Securities Law dealing with the contravention of provisions regarding the publication of a prospectus containing a misleading detail;
  - 3.2.4. Section 54 of the Securities Law dealing with fraud in connection with securities (fraud includes any action which is intended to wrongly influence trading).
4. In the past 5 years, I have not been convicted:
  - 4.1. By a court outside Israel of the offenses of bribery, deceit, offenses by managers of a corporation or offenses involving misuse of inside information;
  - 4.2. Of any other offense, that due to the substance, gravity or circumstances, a court has found me to be unfit to serve as a director in a public company or a debenture company.
5. To the best of my knowledge, there is no other legal restriction in respect of my appointment or service as an external director of the Company.

6. I hereby undertake to immediately notify the Company if any of the aforesaid conditions in this declaration will cease to exist, and I am aware that my service as an external director of the Company shall expire on the date of providing such notice.
7. I acknowledge that the Company relied on the contents of this declaration upon confirmation of my service as a director in the Company, and that this declaration will be placed in the registered office of the Company for review by any person.

Yours faithfully,



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Thilo Schmid

Date: 03/10/2022

To: Brack Capital Properties N.V.  
(the "Company")

**Re: Declaration of a Director with Accounting and Financial Expertise and / or Professional Qualifications**

In accordance with the Companies Regulations (Conditions and Tests for a Director with Accounting and Financial Expertise and a Director with Professional Qualification), 5766-2005 ("**Expertise and Qualifications Regulations**"), the Company's Board of Directors is required to assess whether you are a director with "Accounting and Financial Expertise" and/or "Professional Qualifications".

In accordance with the provisions of the Expertise and Qualifications Regulations, a director shall be deemed to have "Accounting and Financial Expertise" if, due to his education, experience and qualifications, he has a high level of proficiency and understanding of business-accounting issues and financial statements that enables him to understand in depth the financial statements of the Company and to stimulate discussion of the presentation of the financial data.

Among the considerations for assessing the accounting and financial skills, the director's education, experience and knowledge will be presented, inter alia, in the following matters:

1. Accounting issues and accounting control issues that are characteristic of the sector in which the Company operates and of companies of the size and complexity of the Company;
2. The functions of the auditor and the duties imposed on him;
3. Preparation and approval of financial statements under the Companies Law, 5759-1999 and the Securities Law, 5728-1968.

The Expertise and Qualifications Regulations also prescribe that a director shall be deemed to have "Professional Qualifications", insofar as one of the following applies:

1. He has an academic degree in one of the following subjects: Economics, Business Administration, Accounting, Law, Public Administration;
2. He has a different academic degree or has completed other higher education studies, all in the main field of the Company or in a relevant field for the position;
3. He has at least five years' experience in one of these, or has accumulated experience of five years in two or more of the following:
  - a. In a senior position in the field of business management of a corporation with a significant scope of business;
  - b. In a senior public office or in a senior position in the public service;


c. In a senior position in the Company's main field of operations.

In view of the above, please specify below your education, experience and skills in the relevant subjects, and attach documents and certificates supporting your statement.

I, the undersigned, Thilo Schmid, holder of ID L4V4RKFLP, hereby declare that:

1. I have an academic degree in the following subjects: as specified in the declaration to which this Appendix is attached.
2. I have completed other higher education studies in the field: as specified in the declaration to which this Appendix is attached.

Attached are documents and certificates supporting the above declaration.

Name: Thilo Schmid  
Signature:   
Date: 04/10/2022

Date: 20.09.2022

To: Brack Capital Properties N.V.  
(the "**Company**")

**Re: Declaration of a Director in a Public Company**

In accordance with the provisions of Section 241 of the Companies Law, 1999 (the "**Companies Law**"), I, the undersigned, Thomas Josef Echelmeyer, ID/passport number L731638KV, hereby declare that:

1. I qualify to act as a Director of the Company in accordance with the standards set out in Sections 224B of the Companies.
2. I have the ability to devote the appropriate amount of time for serving as a director in the Company, with due attention, inter alia, to the Company's special requirements and to its size. My education, qualifications and professional experience, past and present, provide me the professional qualifications required to perform my duties as director in the Company, inter alia, as set forth hereunder:

- 2.1. Academic education (degree, field and name of institution) including other education and professional certificates:

<b><u>Degree</u></b>	<b><u>Name of academic institution</u></b>
Diplom-Kaufmann	Westfälische Wilhelms Universität
Wirtschaftsprüfer (need to resign when full employment at Adler starts)	
Steuerberater	

- 2.2. Principal occupations during the past five years (including previous positions in the Company and tenure as director in other corporations) – position, workplace name and field of operation and lengths of time in the position:

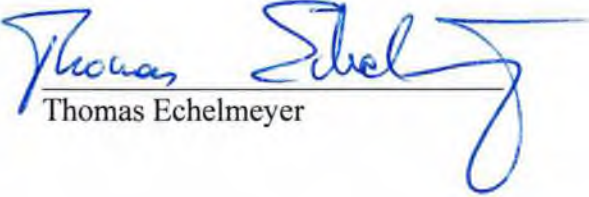
<b><u>Position</u></b>	<b><u>Name of Work Place</u></b>
CFO	Adler Group S.A. (since 09/2022)
CFO-Interim	ADLER Group S.A. (06/2022-08/2022)
Interim Manager and Consultant	Independent (09/2021-05/2022)
Senior Strategy Finance Adviser	FTI Touristik GmbH (02/2021-08/2021)
Interim Manager and Consultant	Independent (07/2020-01/2021)
CFO	a&o Holding GmbH & Co KG (10/2017-09/2019)
CFO	GWH Immobilien Holding GmbH (09/2007-08/2017)
Partner, German CPA, German Tax Consultant	Arthur Andersen/Ernst & Young (09/1986-06/2007)

3. I hereby declare that in the past 5 years, I have not been convicted in a court judgment of any of the following offenses:
  - 3.1. Offenses under the Penal law 5737 – 1977 (the "**Penal Law**"):
    - 3.1.1. Sections 290 to 297 of the Penal Law dealing with bribery offenses;
    - 3.1.2. Section 392 of the Penal Law dealing with theft by an officer;
    - 3.1.3. Section 415 of the Penal Law dealing with obtaining anything by deceit;
    - 3.1.4. Sections 418 to 420 of the Penal Law dealing with forgery of documents, the presentation or issuance of a forged document or other use of such document in the knowledge that such document is forged ;
    - 3.1.5. Sections 422 to 428 of the Penal Law dealing with inducement by deceit, registering false records in corporate documents, offenses by an officer or employee of a company, concealment of information and the publication of misleading information by a senior office holder of the company, deceit and breach of trust towards a company, deceptive concealment, blackmail with use of force and or by means of threats.
  - 3.2. Offenses under the Securities Law 5728 - 1968 (the "**Securities Law**"):
    - 3.2.1. Section 52C of the Securities Law dealing with the use of inside information by an insider;
    - 3.2.2. Section 52D of the Securities Law dealing with the use of inside information which was originated by an insider;
    - 3.2.3. Section 53(a) of the Securities Law dealing with the contravention of provisions regarding the publication of a prospectus containing a misleading detail;
    - 3.2.4. Section 54 of the Securities Law dealing with fraud in connection with securities (fraud includes any action which is intended to wrongly influence trading).
4. In the past 5 years, I have not been convicted:
  - 4.1. By a court outside Israel of the offenses of bribery, deceit, offenses by managers of a corporation or offenses involving misuse of inside information;
  - 4.2. Of any other offense, that due to the substance, gravity or circumstances, a court has found me to be unfit to serve as a director in a public company or a debenture company.
5. To the best of my knowledge, there is no other legal restriction in respect of my appointment or service as an external director of the Company.
6. I hereby undertake to immediately notify the Company if any of the aforesaid conditions in this declaration will cease to exist, and I am aware that my service as an external director of the Company shall expire on the date of providing such notice.



7. I acknowledge that the Company relied on the contents of this declaration upon confirmation of my service as a director in the Company, and that this declaration will be placed in the registered office of the Company for review by any person.

Yours faithfully,

  
Thomas Echelmeyer



Date: 03/10/2022

To: Brack Capital Properties N.V.  
(the "Company")

**Re: Declaration of a Director with Accounting and Financial Expertise and / or Professional Qualifications**

In accordance with the Companies Regulations (Conditions and Tests for a Director with Accounting and Financial Expertise and a Director with Professional Qualification), 5766-2005 ("**Expertise and Qualifications Regulations**"), the Company's Board of Directors is required to assess whether you are a director with "Accounting and Financial Expertise" and/or "Professional Qualifications".

In accordance with the provisions of the Expertise and Qualifications Regulations, a director shall be deemed to have "Accounting and Financial Expertise" if, due to his education, experience and qualifications, he has a high level of proficiency and understanding of business-accounting issues and financial statements that enables him to understand in depth the financial statements of the Company and to stimulate discussion of the presentation of the financial data.

Among the considerations for assessing the accounting and financial skills, the director's education, experience and knowledge will be presented, inter alia, in the following matters:

1. Accounting issues and accounting control issues that are characteristic of the sector in which the Company operates and of companies of the size and complexity of the Company;
2. The functions of the auditor and the duties imposed on him;
3. Preparation and approval of financial statements under the Companies Law, 5759-1999 and the Securities Law, 5728-1968.

The Expertise and Qualifications Regulations also prescribe that a director shall be deemed to have "Professional Qualifications", insofar as one of the following applies:

1. He has an academic degree in one of the following subjects: Economics, Business Administration, Accounting, Law, Public Administration;
2. He has a different academic degree or has completed other higher education studies, all in the main field of the Company or in a relevant field for the position;
3. He has at least five years' experience in one of these, or has accumulated experience of five years in two or more of the following:
  - a. In a senior position in the field of business management of a corporation with a significant scope of business;
  - b. In a senior public office or in a senior position in the public service;

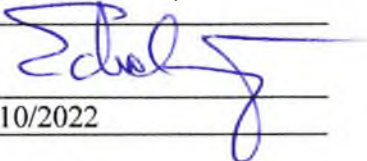
c. In a senior position in the Company's main field of operations.

In view of the above, please specify below your education, experience and skills in the relevant subjects, and attach documents and certificates supporting your statement.

I, the undersigned, Thomas Echelmeyer, holder of ID L731638KV, hereby declare that:

1. I have an academic degree in the following subjects: as specified in the declaration to which this Appendix is attached.
2. I have completed other higher education studies in the field: as specified in the declaration to which this Appendix is attached.

Attached are documents and certificates supporting the above declaration.

Name: Thomas Echelmeyer  
Signature:   
Date: 03/10/2022

Date: 19/09/22

To: Brack Capital Properties N.V.  
(the "Company")

Re: Declaration of a Director in a Public Company

In accordance with the provisions of Section 241 of the Companies Law, 1999 (the "Companies Law"), I, the undersigned, Thomas Zumbach, ID/passport number L37X70YCW, hereby declare that:

1. I qualify to act as a Director of the Company in accordance with the standards set out in Sections 224B of the Companies.
2. I have the ability to devote the appropriate amount of time for serving as a director in the Company, with due attention, inter alia, to the Company's special requirements and to its size. My education, qualifications and professional experience, past and present, provide me the professional qualifications required to perform my duties as director in the Company, inter alia, as set forth hereunder:
  - 2.1. Academic education (degree, field and name of institution) including other education and professional certificates:

<u>Degree</u>	<u>Name of academic institution</u>
<u>Diplom-Hanfmann</u>	<u>University of Cologne</u>

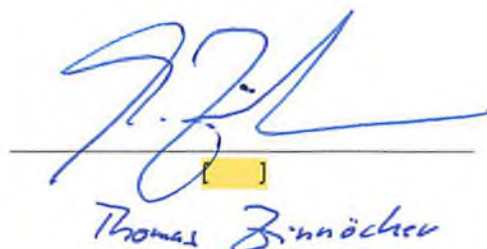
- 2.2. Principal occupations during the past five years (including previous positions in the Company and tenure as director in other corporations) – position, workplace name and field of operation and lengths of time in the position:

<u>Position</u>	<u>Name of Work Place</u>	<u>d. in month</u>
<u>Chairman of the Supervisory Board</u>	<u>CONSUS REAL ESTATE AG</u>	<u>2022</u>
<u>Independent Board Member</u>	<u>ADLER GROUP S.A.</u>	<u>2020</u>
<u>Member of the Supervisory Board</u>	<u>ADLER REAL ESTATE AG</u>	<u>2022</u>
<u>Chairman of the Board of Trustees CEO</u>	<u>BECKER &amp; WRIES FAMILIENSTIFTUNG ISTA INTERNATIONAL</u>	<u>2013 2016/2021</u>

3. I hereby declare that in the past 5 years, I have not been convicted in a court judgment of any of the following offenses:
  - 3.1. Offenses under the Penal law 5737 – 1977 (the "Penal Law"):
    - 3.1.1. Sections 290 to 297 of the Penal Law dealing with bribery offenses;
    - 3.1.2. Section 392 of the Penal Law dealing with theft by an officer;
    - 3.1.3. Section 415 of the Penal Law dealing with obtaining anything by deceit;

- 3.1.4. Sections 418 to 420 of the Penal Law dealing with forgery of documents, the presentation or issuance of a forged document or other use of such document in the knowledge that such document is forged ;
  - 3.1.5. Sections 422 to 428 of the Penal Law dealing with inducement by deceit, registering false records in corporate documents, offenses by an officer or employee of a company, concealment of information and the publication of misleading information by a senior office holder of the company, deceit and breach of trust towards a company, deceptive concealment, blackmail with use of force and or by means of threats.
- 3.2. Offenses under the Securities Law 5728 - 1968 (the "**Securities Law**"):
- 3.2.1. Section 52C of the Securities Law dealing with the use of inside information by an insider;
  - 3.2.2. Section 52D of the Securities Law dealing with the use of inside information which was originated by an insider;
  - 3.2.3. Section 53(a) of the Securities Law dealing with the contravention of provisions regarding the publication of a prospectus containing a misleading detail;
  - 3.2.4. Section 54 of the Securities Law dealing with fraud in connection with securities (fraud includes any action which is intended to wrongly influence trading).
4. In the past 5 years, I have not been convicted:
- 4.1. By a court outside Israel of the offenses of bribery, deceit, offenses by managers of a corporation or offenses involving misuse of inside information;
  - 4.2. Of any other offense, that due to the substance, gravity or circumstances, a court has found me to be unfit to serve as a director in a public company or a debenture company.
5. To the best of my knowledge, there is no other legal restriction in respect of my appointment or service as an external director of the Company.
6. I hereby undertake to immediately notify the Company if any of the aforesaid conditions in this declaration will cease to exist, and I am aware that my service as an external director of the Company shall expire on the date of providing such notice.
7. I acknowledge that the Company relied on the contents of this declaration upon confirmation of my service as a director in the Company, and that this declaration will be placed in the registered office of the Company for review by any person.

Yours faithfully,



Thomas Zinnöcker

Date: 03/10/2022

To: Brack Capital Properties N.V.  
(the "**Company**")

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  - a. In a senior position in the field of business management of a corporation with a significant scope of business;
  - b. In a senior public office or in a senior position in the public service;

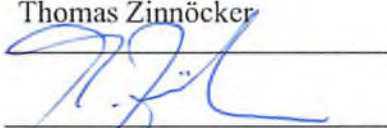
- c. In a senior position in the Company's main field of operations.

In view of the above, please specify below your education, experience and skills in the relevant subjects, and attach documents and certificates supporting your statement.

I, the undersigned, Thomas Zinnöcker, holder of ID L3MX70YCW, hereby declare that:

1. I have an academic degree in the following subjects: as specified in the declaration to which this Appendix is attached.
2. I have completed other higher education studies in the field: as specified in the declaration to which this Appendix is attached.

Attached are documents and certificates supporting the above declaration.

Name: Thomas Zinnöcker  
Signature   
Date: 03/10/2022