

Date: 27/03/2024

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, Ron Hadassi, ID/passport number 059258269, 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>
B.A in Economics, Political Science	Tel Aviv University
L.L.B (1995)	Tel Aviv University
M.B.A, Specialized in finance and marketing	Tel Aviv University

- 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:

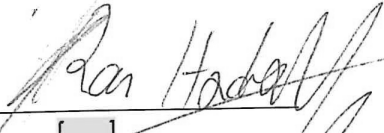
<u>Position</u>	<u>Name of Work Place</u>
Chairman and CEO	Elbit Imaging ltd
Chairman and CEO	Elbit Medical Technologies
Executive director	Plaza Centers NV.
Finance and banking lecturer	The Hebrew University and the College of Management Academic Studies.
Trustee	Brookland Upreal Limited
Trustee	Starwood West Limited
Director	Shufersal LTD
Director	Inter Gamma Investment company Ltd
Director	Bareket
Director	Qualitau LTD
Director	Bazan Group
Director	Carmel group Ltd

Director	Iskoor –(private company)
Director	Hertz Properties Group Limited
managing partner	Liguy Hadassi Management and Investments Ltd. (Private family company)

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 a 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 a 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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Appendix A
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:

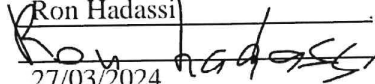
1. He has an academic degree in one of the following subjects: Economics, Business Administration, Accounting, Law, Public Administration;
2. He has a different academic degree or has completed other higher education studies, all in the main field of the Company or in a relevant field for the position;
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, Ron Hadassi, holder of ID/passport number 059258269, 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: Ron Hadassi
Signature: 
Date: 27/03/2024

Date: 27.03.2024

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, Hubertus Kobe ID/passport number L1FX0GX4Y 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>
Diplom Kaufmann	Georg August Universität, Göttingen
FRICS	Royal Institution of Chartered Surveyors

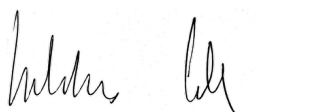
- 2.2. Principal occupations during the past five years (including previous positions in the Company and tenure as director in other corporations) – position, workplace name and field of operation and lengths of time in the position:

<u>Position</u>	<u>Name of Work Place</u>
CEO	Realbest GmbH
CEO	Hanseatische Immobilien Treuhand GmbH
CRO	Adler Group S.A.

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;
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- 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 ;
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- 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 a 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 a 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,



Hubertus Kobe

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

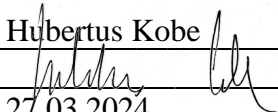
1. He has an academic degree in one of the following subjects: Economics, Business Administration, Accounting, Law, Public Administration;
2. He has a different academic degree or has completed other higher education studies, all in the main field of the Company or in a relevant field for the position;
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, Hubertus Kobe, holder of ID/passport number L1FX0GX4Y, 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: Hubertus Kobe
Signature: 
Date: 27.03.2024

**Additional information of a Director in accordance with section 26 of the securities regulations
(periodic and immediate reports), 1970**

Name as appears in passport	Hubertus Kobe
Identity Card Number	L1FX0GX4Y
Date of Birth	06.10.1966
Address for the submission of court documents	Kuhkoppel 13 21521 Aumühle, Germany
Citizenship	German
Membership on Board Committees	Adler Group S.A. Ad Hoc Committee
Is the Director an independent director or an external director as defined in the Israeli Companies Law, 1999; whether he has accounting and financial expertise or professional training and whether he is an external expert director;	Neither independent nor external
Is the Director an employee of the Company, of a subsidiary, of an affiliated company or of a stakeholder?	The Director is an employee of a Stakeholder (Adler RE)
Date of Appointment	
Education	Diplom Kaufmann, Business Economics
Employment during the past five (5) years	Realbest GmbH, Hanseatische Immobilien Treuhand GmbH
List of corporations in which the Director serves as a director	See attached List
Is the Director a relative of another stakeholder of the Company?	No
Does the Company regard the Director as an accounting and financial expert for the purposes of meeting the minimum number determined by the Board of Directors?	No


Signature

27.03.2024
date