

Atrium European Real Estate Limited

(Company)

Directors Certificate

Given pursuant to Articles 127E(5) of the Companies (Jersey) Law 1991 (as amended) (the **Law**)

The Company intends, pursuant to Article 127F of the Law, to merge with Gazit Hercules 2020 Limited (the **Merger**).

We, the undersigned, being all of the directors of the Company approving the Merger and having been validly appointed in accordance with the provisions of the articles of association of the Company do hereby confirm and declare that, having made full inquiry into the affairs of the Company, we reasonably believe that the Company is, and will remain until the Merger is completed, able to discharge its liabilities as they fall due.

In support of making the above declaration we have relied upon the interim financial accounts of the Company for the period ended 30 September 2021 and the 2021 forecast, 2022 budget and business plan that have been presented to us by the management of the Company in the Board meeting of 15 November 2021 and the solvency statement provided by management as of the 19th November 2021.

The making of this declaration has been authorised by the directors of the Company on whose behalf it is made. This declaration may be signed in counterpart.


.....
Neil Flanzraich

22 November
..... 2021
Date signed

.....
Andrew Wignall

..... 2021
Date signed

.....
Lucy Lilley

..... 2021
Date signed

.....
David Fox

..... 2021
Date signed

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Zvi Heifetz

..... 2021
Date signed

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