

Date: 10.09.2024

To:

Intercure Ltd. (the "Company")

Re: Declaration of Candidate for the Position of an External Director of a Public Company in Accordance With the Provisions of the Companies Law, 5759-1999

I, the undersigned, Gideon Hirschfeld holder of ID number 022238166, a candidate for the position of external director at Intercure Ltd. (the "Company"), hereby declare and confirm as follows:

1. I am providing this declaration in connection with my appointment as an external director of the Company.
2. I am a resident of Israel and eligible to be appointed and serve as an external director.
3. I possess the necessary qualifications and the ability to dedicate the appropriate time for the role of external director at the Company, taking into account, among other factors, the Company's special needs and its size, as required under the provisions of the Companies Law, 5759-1999 ("Companies Law") and the regulations promulgated thereunder.
4. In light of the above, provided below are my qualifications:

Education (please specify the type of degree and the name of the academic institution):

M.ED	Seminar Hakibutzim, Tel Aviv
MBA	Heriot-Watt University, Ramat Gan
BA International Relations and Political Science	The Hebrew University of Jerusalem
Executives Program	Lahav Executive Education – Tel Aviv University

Professional Experience (including any appointment as a director):

External Director	Intercure
Manager, Marketing and Business Development	Israel Post
Manager, Marketing and Business Development	Israeli Basketball Super League Administration
Manager, Marketing and Sales	Akademon Stores
Manager, Business Development	Yellow Pages (ZAP)

5. During the five years preceding to the date on which I provided this declaration:

5.1.1. I have not been convicted in a conclusive judgment of one of the following offences:

Offense under sections listed below in the Israeli Penal Code, 1977: 290-297 (bribery); 392 (theft by an officer); 415 (fraud); 418-420 (document forgery and using a forged document), 422 (solicitation by fraud) ; 423 (false registration of corporate documents); 424 (offence of officers and employees of a corporation); 424A (non-disclosure, or publication of misleading information by an officer), 425 (fraud and breach of trust in a corporation); 426 (embezzlement) and 427-428 (extortion).

Offenses under sections listed below in the Israeli Securities Law, 1968: 52C-52D (exploiting inside information); 53(a) (violation of the Securities Law) and 54 (fraud in connection with Securities).

5.1.2. Conviction by a court outside of Israel, for bribery and/or fraud and/or corporate executive offenses and/or offenses involving misuse of inside information.

5.1.3. Conviction by a court of first instance for an offense not described in sections above, where the court ruled that in light of the nature, severity or circumstances of the offence I am unsuitable to serve as a director of a public company.

6. I was not declared bankrupt and I am not a minor or legally incompetent.
7. No means of enforcement have been imposed on me by The Administrative Enforcement Committee which forbids me to serve as a director in any public company or Bonds' company and/or the Company and if such means of enforcement was imposed on me, the period prescribed by the Administrative Enforcement Committee in its decision elapsed.

For this purpose:

"The Administrative Enforcement Committee" - The committee appointed pursuant to Section 52FF(A) of the Securities Law.

"Means of Enforcement" - Means of enforcement as stated in Section 52DDD Of the Securities Law, imposed pursuant to Chapter H4 of the Securities Law, pursuant to Chapter G2 of the Controlling of Investment Consultation and Management of Investment Portfolios Law, 5755-1995 or pursuant to Chapter J1 of the *Joint Investment Trust Law, 5754-1994, as the case may be.*

8. I hereby declare that I or my relative, my colleague, my partner, my employer or a corporation under my control, do not have any linkage, as defined in section 240 of the Companies Law, to the controlling shareholder of the company or his relative, or any other business or professional contacts to them and I meet all the requirements set forth in section 240 of the Companies law.
9. My other positions or occupations do not create or may create a conflict of interest with my position as an external director of the Company and they do not affect my ability to serve as an external director in the Company.
10. As long as I also serve as a director in another company (the **"Second Company"**), I hereby confirm that there is no person serving as both a director in the Company and as an external director in the Second Company.
11. I am not an employee of the Israeli Securities Authority nor am I an employee of the Tel-Aviv Stock Exchange Company Ltd.

12. As of the date of this statement, I am holding securities of the Company and/or of a subsidiary of the Company and/or a related Company.

My holdings in the Company's securities are as follows:

Name, type and series of security	Security number on the stock exchange	Amount of securities	Treasury shares	Holdings rate		Holdings rate (on a fully diluted basis)	
				Capital	Voting	Capital	Voting
Options		4,046		Less than 1%			





13. The Company provided me with all the details regarding the remuneration of the external directors as is customary in the Company and I agree to this.
14. To the best of my knowledge, there is no other limitation in the law regarding my appointment and/or appointment as an external director in the Company.
15. I undertake to inform the Company if any of the conditions stated in this statement above ceases to exist, immediately after I am informed of this and I am aware that my appointment as an external director in the Company will expire on the date of the aforementioned notification.
16. I know that the Company relied on what was declared in this statement of mine when confirming my appointment in the Company and that this declaration of mine will be archived in the registered office of the Company, will be open for inspection by any person and will be reported by the Company in accordance with the provisions of any law.

Signature: 

Name: Gideon Hirschfeld

Title	הפיסאל המיתחל ידיג תרהצה
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Date: 10.09.2024

To:

Intercure Ltd. (the "Company")

Re: Declaration of Candidate for the Position of an External Director of a Public Company in Accordance With the Provisions of the Companies Law, 5759-1999

I, the undersigned, Lennie Michelson Grinbaum holder of ID number 038553467, a candidate for the position of external director at Intercure Ltd. (the "Company"), hereby declare and confirm as follows:

1. I am providing this declaration in connection with my appointment as an external director of the Company.
2. I am a resident of Israel and eligible to be appointed and serve as an external director.
3. I possess the necessary qualifications and the ability to dedicate the appropriate time for the role of external director at the Company, taking into account, among other factors, the Company's special needs and its size, as required under the provisions of the Companies Law, 5759-1999 ("Companies Law") and the regulations promulgated thereunder.
4. In light of the above, provided below are my qualifications:

Education (please specify the type of degree and the name of the academic institution):

MBA	Imperial College London
BA and LLB	Reichman University
Directorship Course	Reichman University

Professional Experience (including any appointment as a director):

External Director	Parkomat
External Director	Intercure
Credit Controller	Leumi Card
Marketing and Reporting	Collectivity UK
Contract Specialist	PPD

5. During the five years preceding to the date on which I provided this declaration:

5.1.1. I have not been convicted in a conclusive judgment of one of the following offences:

Offense under sections listed below in the Israeli Penal Code, 1977: 290-297 (bribery); 392 (theft by an officer); 415 (fraud); 418-420 (document forgery and using a forged document), 422 (solicitation by fraud); 423 (false registration of corporate documents); 424 (offence of officers and employees of a corporation); 424A (non-disclosure, or publication of misleading information by an officer), 425 (fraud and breach of trust in a corporation); 426 (embezzlement) and 427-428 (extortion).

Offenses under sections listed below in the Israeli Securities Law, 1968: 52C-52D (exploiting inside information); 53(a) (violation of the Securities Law) and 54 (fraud in connection with Securities).

5.1.2. Conviction by a court outside of Israel, for bribery and/or fraud and/or corporate executive offenses and/or offenses involving misuse of inside information.

5.1.3. Conviction by a court of first instance for an offense not described in sections above, where the court ruled that in light of the nature, severity or circumstances of the offence I am unsuitable to serve as a director of a public company.

6. I was not declared bankrupt and I am not a minor or legally incompetent.
7. No means of enforcement have been imposed on me by The Administrative Enforcement Committee which forbids me to serve as a director in any public company or Bonds' company and/or the Company and if such means of enforcement was imposed on me, the period prescribed by the Administrative Enforcement Committee in its decision elapsed.

For this purpose:

"The Administrative Enforcement Committee" - The committee appointed pursuant to Section 52FF(A) of the Securities Law.

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8. I hereby declare that I or my relative, my colleague, my partner, my employer or a corporation under my control, do not have any linkage, as defined in section 240 of the Companies Law, to the controlling shareholder of the company or his relative, or any other business or professional contacts to them and I meet all the requirements set forth in section 240 of the Companies law.
9. My other positions or occupations do not create or may create a conflict of interest with my position as an external director of the Company and they do not affect my ability to serve as an external director in the Company.
10. As long as I also serve as a director in another company (the **"Second Company"**), I hereby confirm that there is no person serving as both a director in the Company and as an external director in the Second Company.

11. I am not an employee of the Israeli Securities Authority nor am I an employee of the Tel-Aviv Stock Exchange Company Ltd.

12. As of the date of this statement, I am holding securities of the Company and/or of a subsidiary of the Company and/or a related Company.

My holdings in the Company's securities are as follows:

Name, type and series of security	Security number on the stock exchange	Amount of securities	Treasury shares	Holdings rate		Holdings rate (on a fully diluted basis)	
				Capital	Voting	Capital	Voting
Ordinary Shares, no par value each		6,743		Less than 1%			
Options		4,046		Less than 1%			

13. The Company provided me with all the details regarding the remuneration of the external directors as is customary in the Company and I agree to this.

14. To the best of my knowledge, there is no other limitation in the law regarding my appointment and/or appointment as an external director in the Company.

15. I undertake to inform the Company if any of the conditions stated in this statement above ceases to exist, immediately after I am informed of this and I am aware that my appointment as an external director in the Company will expire on the date of the aforementioned notification.

16. I know that the Company relied on what was declared in this statement of mine when confirming my appointment in the Company and that this declaration of mine will be archived in the registered office of the Company, will be open for inspection by any person and will be reported by the Company in accordance with the provisions of any law.

Signature:



Name: Lennie Michelson Grinbaum