

## POWER OF ATTORNEY

The undersigned, UNITED ISRAEL APPEAL OF CANADA INC. ("UIA"), sometimes described as "Jewish Federations of Canada - UIA", a company incorporated under the Canada Corporations Act, having its Head Office and principal place of business at 4600 Bathurst Street, #315, Toronto, Ontario, and devoted exclusively to charitable purposes, objects, works and endeavours as recognized by the Canada Revenue Agency, hereby constitutes ARIE LEVY and DAVID CORRE, together, both residents of Israel, or in the absence of DAVID CORRE, ARIE LEVY and either JONATHAN SHIFF or ROBERT EINAV, together, all residents of Israel, or in the absence of ARIE LEVY and DAVID CORRE, JONATHAN SHIFF and ROBERT EINAV, together, both residents of Israel, to be UIA's true and lawful attorney (the "Attorney") and to act for UIA in its name and on its behalf in all things and matters whatsoever in the State of Israel, as fully and effectually as if UIA itself were present and acting; the whole under the conditions hereinafter set forth.

Without in any way affecting or derogating from the generality of the aforesaid, the Attorney, in carrying out the above described activities pursuant to his powers so to do under the Power of Attorney shall have the power to do and execute all and any of the following acts, deeds and things to wit:

1. To purchase, sell, let, take on, lease, mortgage, transfer, exchange, partition and otherwise acquire or dispose of any property in Israel or any interest therein.
2. To execute and sign any documents, deeds, contracts, transfers, assignments, mortgages, surrenders, releases, leases, agreements, instruments, maps, plans, applications, petitions, acts or other things affecting any land or any property in which UIA is or may hereafter be interested in any way.
3. To initiate court actions, to demand the bankruptcy, liquidation or winding up of any company, corporation, partnership, cooperative society or other legal person and to represent UIA in any proceedings against any individual or individuals.
4. To represent UIA before any court of whatever instance in Israel, to prosecute, submit to arbitration, discontinue, settle, compromise or defend any action, claim or counterclaim or any proceedings of any kind.

5. To invest any money or monies in UIA's name in any property, real or personal, or in shares or securities or otherwise to apply such money or monies as the Attorney may in his discretion deem fit and to vary or dispose of any such investments as the Attorney may decide.
6. To borrow or effect loans of money on such terms, and to do such with or without security, as the Attorney may deem fit.
7. To appear for UIA and on UIA's behalf, represent UIA before any land registry office in Israel and any department, office, official or authority in Israel whether governmental, municipal or other and whether administrative, judicial, semi-judicial or otherwise.
8. To pay for UIA and on UIA's behalf, all payments, expenses, taxes, costs, fees, duties, disbursements and other charges validly due as incurred in connection with all or any of the matters herein contained.
9. To deposit any monies which may come in to the hands of the Attorney for or on UIA's behalf with UIA's commercial bank or bankers in the name of UIA and to withdraw any such amount or amounts as the Attorney shall see fit and to operate any account or accounts in the name of UIA and to sign, draw, accept, make, endorse, discount or otherwise deal with bills of exchange or cheques, promissory notes, or otherwise commercial instruments.
10. To vote for and on behalf of UIA at any meetings of shareholders or any other meetings of any company, corporation, cooperative society or other legal person in Israel in respect of investments held by UIA therein and otherwise act as UIA's proxy in respect of any such investments and for that purpose to execute any proxies or other documents.
11. For and on behalf of UIA's Israel office, to engage, employ and dismiss any agents, clerks, servants or other persons.

12. With respect to the activities of UIA's Israel office, to exercise any and all of the powers and duties vested in UIA, whether solely or jointly with any other or others, and whether in UIA's own capacity or as executors, administrators or trustees, to the extent that such power or duty can be validly delegated.
13. To manage, supervise, control, maintain, let, sublet and take or lease or sublease all and any property, movable or immovable, now or hereafter belonging to UIA or to which UIA may now or hereafter be entitled or come into possession, or in which UIA may now or hereafter have any interest whatsoever.

and UIA hereby ratifies and confirms and promises at all times to ratify and confirm all and whatsoever the Attorney shall properly do or cause to be done by virtue of, and within the declared intent of these presents. The powers granted hereunder shall remain in force until revoked, to be revoked only by written notice, such revocation to be effective immediately upon UIA's delivery of such notice to the Attorney. UIA undertakes to hold the Attorney free and harmless from any claims, actions at law and the like insofar as such actions deemed litigious were performed within the ambit of the powers herein described.

All previous Powers of Attorney are hereby revoked. This general power of Attorney shall remain in force until revoked as hereinbefore provided.

IN WITNESS WHEREOF UIA has hereunto duly executed this Power of Attorney under the hands of its proper officer duly authorized in that behalf, this 2<sup>nd</sup> day of June, 2019.

UNITED ISRAEL APPEAL OF CANADA INC.

BY: 

\_\_\_\_\_  
NICOLE HOLLAND  
PRESIDENT & CEO