

# NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of The Trendlines Group Ltd. (the “**Company**”) for the financial year ended 31 December 2024 (the “**FY2024**”) (the “**AGM**”) will be held at Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593, Level 3, Room 307 on **Wednesday, 23 April 2025 at 10:00 a.m.** (Singapore time), for the purpose of considering and, if thought fit, approving the following matters:

## AS ORDINARY RESOLUTIONS

### Ordinary Business

1. To receive the Directors’ Report and the Audited Financial Statements of the Company for the financial year ended 31 December 2024 together with the Auditors’ Report thereon.
2. To re-elect Mr. Haim Brosh, who was appointed as a director by the Board of Directors.

*[See Explanatory Note (i)]*

**[RESOLUTION 1]**

3. To re-appoint Messrs. Ernst & Young LLP (Singapore), as external independent auditors of the Company until the consummation of the Company’s next AGM and to authorise the Directors of the Company (“**Directors**”) to fix their remuneration.

**[RESOLUTION 2]**

### Special Business

To consider and if thought fit, to pass the following resolution as Ordinary Resolution, with or without any modifications:

4. Authority to Issue Shares

That pursuant to Rule 806 of the Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), that authority be given to the Directors to (i) allot and issue shares in the capital of the Company (“**Shares**”) whether by way of rights, bonus or otherwise; (ii) make or grant offers, agreements or options including under The Trendlines 2015 Share Option Plan (collectively, “**Instruments**”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares, at any time and upon such terms and conditions and for such purposes and to such persons as our Directors may in their absolute discretion deem fit; and (iii) (notwithstanding the authority conferred by this resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this resolution was in force, provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this resolution) and Instruments to be issued pursuant to this resolution shall not exceed 50.0% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued (including Shares to be issued pursuant to the Instruments) other than on a pro-rata basis to existing Shareholders shall not exceed 25.0% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares (including Shares to be issued pursuant to the Instruments) that may be issued under sub-paragraph (1) above, the percentage of Shares that may be issued shall be based on the total number of issued Shares of the Company (excluding treasury shares and subsidiary holdings) at the time this authority is given, after adjusting for: (a)

new Shares arising from the conversion or exercise of the Instruments or any convertible securities outstanding at the time this authority is given; (b) new Shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time of the passing of this authority, provided that the share options or share awards were granted in compliance with the Catalist Rules; and (c) any subsequent bonus issue, consolidation or sub-division of Shares;

- (3) in exercising such authority, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), the provisions of Israeli Companies Law for the time being in force, the Articles of Association for the time being of the Company and The Trendlines 2015 Share Option Plan; and
- (4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until (a) the conclusion of the next annual general meeting of the Company or (b) the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.

*[See Explanatory Note (ii)].*

**[RESOLUTION 3]**

- 5. To transact any other ordinary business which may properly be transacted at an AGM.

BY ORDER OF THE BOARD OF THE TRENDLINES GROUP LTD.

**Sahar Farah**  
**Eunice Hooi Lai Fann**  
Joint Company Secretaries  
13 March 2025

**Explanatory Notes:**

- (i) Mr. Haim Brosh ("**Mr. Brosh**") was appointed as an Executive Director of the Company with effect from 24 February 2025. He will, if re-elected as a Director of the Company, remain as an Executive Director, Chief Executive Officer and Interim Chief Financial Officer of the Company. Additional information on Mr. Brosh as required to be furnished pursuant to Rule 720(5) of the Catalist Rules can be found in the Corporate Governance Report section of the Company's Annual Report for FY2024.
- (ii) Ordinary Resolution 3 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next annual general meeting of the Company, or the date by which the next annual general meeting of the Company is required by law to be held or such time when the authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue Shares, make or grant instruments convertible into Shares and to issue shares pursuant to such instruments, up to a number not exceeding, in total, 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to 25.0% may be issued other than on a pro-rata basis to shareholders.

For determining the aggregate number of shares that may be issued, the total number of issued Shares (excluding treasury shares and subsidiary holdings) will be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Ordinary Resolution is passed after adjusting for new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time when this Ordinary Resolution is passed and any subsequent bonus issue, consolidation or subdivision of Shares.

- (iii) Ordinary Resolutions 1, 2 and 3, shall be deemed adopted if approved by the holders of a majority of the voting power represented at the meeting in person or by proxy and voting thereon. **Only shareholders of record at the close of business on 15 April 2025, being the record date for determining those shareholders eligible to vote at the AGM, are entitled to notice of and to vote at the AGM and any postponements or adjournments thereof.**

**Notes:**

1. The AGM is being convened, and will be held physically. Printed copies of this Notice of AGM and the accompanying Proxy Form will be mailed to shareholders.

Printed copy of the Company's FY2024 Annual Report **will not** be mailed to shareholders, instead will be made available to shareholders on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at URL <https://www.trendlines.com/>.

Shareholders who wish to request for a printed copy of the Company's FY2024 Annual Report may do so by submitting your request to the Company via email to [CompanySecretary@trendlines.com](mailto:CompanySecretary@trendlines.com) with your full name, contact number and delivery address **no later than Monday, 14 April 2025.**

2. A shareholder entitled to attend, speak and vote at the AGM is entitled to appoint a proxy to attend, speak and vote in the shareholder's stead.
3. A proxy need not be a shareholder of the Company.
4. Any shareholder who holds more than one share shall be entitled to appoint a proxy with respect to all or some of its shares or appoint more than one proxy, provided that the instrument appointing a proxy shall include the number of shares with respect to which it was issued and only one proxy shall be appointed with respect to any one share.
6. The Proxy Form must be signed by the appointor or his/her attorney duly authorised in writing.
7. A shareholder of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. If the appointor is a corporation, the Proxy Form must be executed either under its common seal or under the hand of its duly authorised officer or attorney. A copy of the power of attorney or such other authority must be submitted together with the instrument appointing a proxy.
8. Shareholders who wish to vote at the AGM via a proxy(ies) must submit the accompanying Proxy Form to appoint the proxy(ies) or the Chairman of the AGM as their proxy to cast votes on their behalf.

Shareholders are requested to complete, sign and return the Proxy Form appointing proxy(ies) or corporate representative(s) in accordance with the instructions printed thereon as soon as possible and in any event so as to arrive at the registered office of the Company at T'chelet Street 17, Misgav Industrial Park, 2017400 Israel, or the Company's Singapore Share Registrar and Share Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, or by e-mail to Mrs Sahar Farah, Joint Company Secretary, at [CompanySecretary@trendlines.com](mailto:CompanySecretary@trendlines.com), not less than forty eight (48) hours before the time appointed for the AGM (i.e. **by 10:00 a.m. on Monday, 21 April 2025.**).

Notwithstanding the above, the Chairman of the AGM shall have the right to waive the time requirement provided above with respect to all instruments of proxies and to accept any and all instruments of proxy until the beginning of the AGM.

9. Persons who hold shares of the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), including CPF or SRS investors should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. **by 10:00 a.m. on Friday, 11 April 2025**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf by the cut-off date.

#### **Submission of Questions In Advance of the AGM**

Shareholders may submit substantial and relevant questions related to the resolutions to be tabled for approval at the AGM to the Company in advance of the AGM. Such questions must be submitted **no later than Monday, 7 April 2025** via e-mail to Mrs Sahar Farah, Joint Company Secretary, at [CompanySecretary@trendlines.com](mailto:CompanySecretary@trendlines.com) or by post to the Company's Singapore Share Registrar and Share Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

Shareholders who submit questions via email or by post to the Company or the Company's Singapore Share Registrar and Share Transfer Office must provide the following information:

- (i) the Shareholder's full name;
- (ii) the Shareholder's address; and
- (iii) the manner in which the Shareholder holds shares in the Company (e.g. via CDP, CPF or SRS).

The Company will upload its response to the substantial and relevant questions received in advance of the AGM from shareholders on the SGXNet and the Company's website **on or before 17 April 2025**, being at least forty eight (48) hours prior to the proxy form submission deadline for the AGM.

Substantial and relevant questions, including subsequent clarifications sought and/or follow-up questions, which are received from shareholders thereafter, will be addressed by the Company at the AGM itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed. The Company's responses to all subsequent questions addressed at the AGM together with the minutes of the AGM, will be posted on the SGXNet and the Company's website within one (1) month after the date of the AGM.

#### **Personal Data Privacy**

By submitting an instrument appointing proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a shareholder of the Company or a Depositor, as the case may be, (i) consents to the collection, use and disclosure of the shareholder or Depositor's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of the appointment of proxy(ies) or representative(s) for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the shareholder or a Depositor discloses the personal data of the shareholder or Depositor's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the shareholder or Depositor has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the shareholder or Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder or Depositor's breach of warranty.

# THE TRENDLINES GROUP LTD.

(Incorporated in Israel)  
(Company Registration No. 513970947)

## PROXY FORM

I/We \_\_\_\_\_

(NRIC / Passport No./ Company Registration No.) \_\_\_\_\_

of \_\_\_\_\_ (Address)

being a shareholder/shareholders of The Trendlines Group Ltd. ("**Company**"), hereby appoint:

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No. of Shares	%

and/or\*\*\*\*

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No. of Shares	%

or failing him/her/they, or the Chairman of the Annual General Meeting ("**AGM**")\*\*\* as my/our proxy to attend, speak and to vote for me/us on my/our behalf at the AGM of the Company to be held at Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593, Level 3, Room 307 on **Wednesday, 23 April 2025 at 10:00 a.m. (Singapore time)** and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against the ordinary resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/their discretion, as he/they will on any matter arising at the AGM and at any adjournment thereof.

No.	Ordinary Resolution	For*	Against*	Abstain*
1.	Re-election of Mr. Haim Brosh as a Director of the Company			
2.	Re-appointment of Messrs. Ernst & Young LLP (Singapore), as external independent auditors and to authorize the Directors to fix their remuneration			
3.	Authority to Issue Shares			

\* If you wish to exercise all your votes "For" or "Against" or "Abstain", please tick "✓" or "X" within the box provided. Alternatively, please indicate the number of votes as appropriate.

\*\* If a "✓" or "X" is not marked in either column or a "✓" or "X" is marked in both columns, the vote shall be disqualified.

\*\*\* Delete as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025.

Total No. of Shares Held

\_\_\_\_\_  
Signature(s) of shareholder(s)/Common Seal of corporate shareholder

**IMPORTANT:**

PLEASE READ NOTES BELOW OVERLEAF BEFORE COMPLETING THIS PROXY FORM

**Notes:**

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register, you should insert that number. If you have Shares registered in your name in the Shareholders Register of the Company, you should insert that number. If you have Shares entered against your name in the Depository Register and shares registered in your name in the Shareholders Register, you should insert the aggregate number. If no number is inserted, this form of proxy will be deemed to relate to all the Shares held by you. Where you appoint more than one proxy, the appointments shall be invalid unless you specify the shareholding (expressed as a percentage of the whole) to be represented by each proxy.
2. A shareholder who wishes to submit an instrument of proxy must complete, sign the proxy form and return it in accordance with the instructions printed thereon as soon as possible and in any event so as to arrive at the registered office of the Company at 17 T'chelet Street, Misgav Industrial Park, 2017400 Israel or the Company's Singapore Share Registrar and Share Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, or by e-mail to Mrs. Sahar Farah, Joint Company Secretary, at [CompanySecretary@trendlines.com](mailto:CompanySecretary@trendlines.com) not less than forty eight (48) hours before the time appointed for the AGM (i.e. **by 10:00 a.m. on 21 April 2025**).

Notwithstanding the above, the Chairman of the AGM shall have the right to waive the time requirement provided above with respect to all instruments of proxies and to accept any and all instruments of proxy until the beginning of the AGM.

**Shareholders are strongly encouraged to submit the completed proxy forms electronically via email.**

3. Where a shareholder (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it should give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy.
4. Shareholders who hold more than one share shall be entitled to appoint a proxy with respect to all or some of his/her/its Shares or appoint more than one proxy, provided that the instrument appointing a proxy shall include the number of Shares with respect to which it was issued and only one proxy shall be appointed with respect to any one share.
5. Persons who hold Shares of the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), including CPF or SRS investors should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. **by 10:00 a.m. on Friday, 11 April 2025**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf by the cut-off date.
6. A proxy need not be a shareholder of the Company.
7. The instrument of proxy shall be duly signed by the appointer or his duly authorised attorney or, if such appointer is a company or other corporate body, under its common seal or stamp or the hand of its duly authorised signatory(ies), agent(s) or attorney(s). The Board may demand that the Company be provided with

written confirmation, to its satisfaction, that the signatory(ies), agent(s) or attorney(s) have the authority to bind the corporate body of the appointing Shareholder.

8. The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified on the instrument of proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject an instrument of proxy if the Shareholder, being the appointer, is not shown to have Shares entered against his/her name in the Depository Register as **at the close of business on 15 April 2025, being the record date for determining those shareholders eligible to vote at the AGM** as certified by the CDP.
9. Completion and return of the Proxy Form shall not preclude a shareholder from attending, speaking and voting at the AGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a shareholder attends the AGM, and in such event, the Share Registrar reserves the right to refuse to admit any person or persons appointed under the Proxy Form, to the AGM.

#### **Personal Data Privacy**

By submitting an instrument appointing proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a shareholder of the Company or a Depositor, as the case may be, (i) consents to the collection, use and disclosure of the shareholder or Depositor's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of the appointment of proxy(ies) or representative(s) for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the shareholder or a Depositor discloses the personal data of the shareholder or Depositor's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the shareholder or Depositor has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the shareholder or Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder or Depositor's breach of warranty.

**ANNUAL GENERAL MEETING::VOLUNTARY****Issuer & Securities****Issuer/ Manager****THE TRENDLINES GROUP LTD.****Security****THE TRENDLINES GROUP LTD. - IL0011328858 - 42T****Announcement Details****Announcement Title****Annual General Meeting****Date &Time of Broadcast****13-Mar-2025 23:12:11****Status****New****Announcement Reference****SG250313MEETIGMS****Submitted By (Co./ Ind. Name)****Sahar Farah****Designation****Joint Company Secretary****Financial Year End****31/12/2024****Event Narrative**

Narrative Type	Narrative Text
Additional Text	Please refer to the following attached documents for more information: 1. Notice of Annual General Meeting 2. Proxy Form 3. Sponsor Statement

**Event Dates****Meeting Date and Time****23/04/2025 10:00:00****Response Deadline Date****21/04/2025 10:00:00****Event Venue(s)****Place**

Venue(s)	Venue details
Meeting Venue	Suntec Singapore Convention & Exhibition Centre 1 Raffles Boulevard Singapore 039593 Level 3, Room 307