

THE TRENDLINES GROUP LTD.
(Company Registration No. 513970947)
(Incorporated in Israel)
(the “**Company**”)

MINUTES OF ANNUAL GENERAL MEETING

PLACE	: Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593, Level 3, Room 307
DATE	: Wednesday, 23 April 2025
TIME	: 10:00 a.m.
PRESENT	: <u>Directors</u> Mr Sin Boon Ann – Independent and Non-Executive Director, and a member of the Audit, Nominating and Remuneration Committees Professor Low Teck Seng – Independent and Non-Executive Director, and a member of the Audit and Remuneration Committees Mr Haim Brosh – Executive Director, and Chief Executive Director (“ CEO ”) Ms Sarit Zeevi – External and Independent Director (present via videoconference)
ABSENT WITH APOLOGIES	: Ms Nehama Ronen – Chair of the Board
SHAREHOLDERS/ PROXIES/ INVITEES	: As per attendance record maintained by the Company
CHAIR OF THE MEETING	: Mr Sin Boon Ann

CHAIR

It was noted that the Board members had invited Mr Sin Boon Ann, the Independent and Non-Executive Director of the Company, to chair the proceedings for the Annual General Meeting (“**AGM**”) on behalf of Ms Nehama Ronen, the Chair of the Board. Ms Nehama Ronen had sent her apologies for not being present in person for the AGM.

QUORUM

As a quorum was present, the Chair declared the AGM opened at 10:00 a.m. and introduced the Directors of the Company present in person, as well as the representatives from PrimePartners Corporate Finance Pte Ltd., the Company’s Sponsor.

The Chair informed that Ms Sarit Zeevi, the External and Independent Director of the Company *was attending today’s meetings via video-conference

INTRODUCTION

The Chair informed the meeting that:

- (a) The Company's FY2024 Annual Report, including the Notice and accompanying proxy form for the AGM, had been announced via SGXNet on 13 March 2025.
- (b) In accordance with Article 31 of the Company's Article of Association and Rule 730A of the Catalist Rules, all resolutions tabled at today's AGM would be voted on by way of poll.
- (c) The Company has appointed Boardroom Corporate & Advisory Services Pte. Ltd. as its Polling Agent and DrewCorp Services Pte Ltd as Scrutineers for the poll.
- (d) In his capacity as Chair of the AGM, he had been appointed as proxy by shareholders who have directed him to vote "For" or "Against" the motions and he would be voting in accordance with their instructions.
- (e) In accordance with the Company's Article of Association, he has the right to waive the 48 hours' time requirement provided in the Notice of AGM for shareholders to submit proxy forms to appoint the proxy(ies) or the Chair of the meeting as a proxy; and to accept any and all proxy forms submitted until the beginning of the AGM. He confirmed that the Company had not received and he had not accepted any additional proxy forms accepted prior to the commencement of the AGM.
- (f) Validity of all proxy forms completed and submitted by shareholders by the submission deadline of 10.00 a.m. on 21 April 2025 have been reviewed and the votes of all such valid proxies have been counted and verified by the Scrutineers.
- (g) The Company had not received from shareholders any questions in relation to the resolutions tabled for approval at this AGM in advance, by the submission deadline of 7 April 2025.
- (h) The minutes of this AGM would be announced via SGXNet and uploaded on the Company's website within one (1) month from the date of the AGM.

NOTICE

With the consent of the shareholders present, the Notice dated 13 March 2025 convening the AGM was taken as read.

PRESENTATION ON THE COMPANY'S BUSINESSES AND FINANCIAL PERFORMANCE FOR THE YEAR ENDED 31 DECEMBER 2024

Mr Haim Brosh, the CEO of the Company, briefed the shareholders on the Company's key business developments, types of Portfolio Companies invested in as well as the financial highlights for the financial year ended 31 December 2024 ("FY2024").

The FY2024 AGM Presentation slides had been announced via SGXNet on 22 April 2025 and can be accessed at the following SGXNet link: [General Announcement -- AGM Presentation.](#)

ORDINARY BUSINESS:

1. TO NOTE DIRECTORS' REPORTS AND AUDITED FINANCIAL STATEMENTS

The Directors' Report and Audited Financial Statements of the Company for the financial year ended 31 December 2024 ("FY2024") and the Auditors' Report thereon, which had been duly approved by the Board of Directors on 11 March 2025 was received and noted by the shareholders.

The Chair informed that in accordance with the Israeli Companies Law, the Audited Financial Statements was only required to be approved by the Board of Directors.

2. RE-ELECTION OF MR. HAIM BROSH AS A DIRECTOR OF THE COMPANY – ORDINARY RESOLUTION 1

The Chair informed that Ordinary Resolution 1 was to consider the re-election of Mr. Haim Brosh as a Director of the Company pursuant to the Company's Articles of Association. It was noted that:

- (a) Mr. Haim Brosh had signified his consent to continue in office, and if re-elected, he would remain an Executive Director of the Company; and
- (b) Key information on Mr. Haim Brosh was provided on page 40 of the Company's FY2024 Annual Report, and additional information as required pursuant to Rule 720(5) of the Catalist Rule of the SGX-ST was set out on pages 92 to 98 of the Annual Report. The Board had approved the appointment of Mr. Haim Brosh as an Executive Director of the Company with effect from 24 February 2025, and details of which had been announced via SGXNet on 24 February 2025.

The Ordinary Resolution 1 as set out in the Notice of AGM was proposed by the Chair and seconded by a shareholder, Mr Manohar P Sabnani.

3. RE-APPOINTMENT OF MESSRS ERNST & YOUNG LLP (SINGAPORE) AS EXTERNAL INDEPENDENT AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION – ORDINARY RESOLUTION 2

The Chair informed that Ordinary Resolution 2 was to consider the re-appointment of 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 to fix their remuneration.

The Ordinary Resolution 2 as set out in the Notice of AGM was proposed by the Chair and seconded by a shareholder, Mr Manohar P Sabnani.

ANY OTHER BUSINESS

The Chair informed the meeting that no notice of any other ordinary business had been received by the Company Secretaries and proceeded to deal with the special business of the AGM.

SPECIAL BUSINESS:

4. AUTHORITY TO ISSUE SHARES – ORDINARY RESOLUTION 3

Ordinary Resolution 3 is to authorise the Board of Directors to issue shares of up to 50% of the Company's total issued shares on pro-rata basis, and up to 25% on a non-pro-rata basis. The Company had voluntarily reduced the thresholds under Rule 806 of the Catalist Rules.

The Ordinary Resolution 3 as set out in the Notice of AGM was proposed by the Chair and seconded by a shareholder, Mr Keith Loo Zhi En.

QUESTION AND ANSWER SESSION

The Chair opened the floor for a Question and Answer session. A summary of all the questions and answers dealt with during the AGM is annexed to these minutes as **"Appendix A"**.

POLL VOTING

The Chair invited the representatives from the Polling Agent to explain the poll voting procedures and proceeded with the formalities of the Poll.

The motion as set out under Ordinary Resolutions 1, 2 and 3 in the Notice of AGM were put to vote, and the duly completed and signed poll voting slips for the AGM were collected from the shareholders.

***The Chair adjourned the AGM at 11:20 a.m.
for the tabulation of Poll Voting Results for the AGM
and proceeded to convene the Special General Meeting.***

***The AGM was re-convened at 12:10 p.m. for the declaration of
the Poll Voting Results for the Ordinary Resolutions tabled at the AGM.***

DECLARATION OF POLL RESULTS

The poll voting results counted and verified by the Scrutineers for the three Ordinary Resolutions tabled at the AGM were presented to the Chair, and the meeting was informed that:

ORDINARY RESOLUTION 1

– RE-ELECTION OF MR. HAIM BROSH AS A DIRECTOR OF THE COMPANY

The results of the poll for Ordinary Resolution 1 were as follows:

FOR		AGAINST		TOTAL	
No. of shares	As a percentage of total no. of votes for the resolution (%)	No. of shares	As a percentage of total no. of votes against the resolution (%)	Total no. of shares represented by votes for and against the resolution	As a percentage of total no. of votes for and against the resolution (%)
520,027,630	100%	7,600	0.00%	520,035,230	100%

Based on the results of the poll, the Chair declared the motion as set out under Ordinary Resolution 1 carried, and it was RESOLVED:

“That Mr. Haim Brosh be re-elected as a Director of the Company.”

ORDINARY RESOLUTION 2

– RE-APPOINTMENT OF MESSRS ERNST & YOUNG LLP (SINGAPORE) AS EXTERNAL INDEPENDENT AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The results of the poll for Ordinary Resolution 2 were as follows:

FOR		AGAINST		TOTAL	
No. of shares	As a percentage of total no. of votes for the resolution (%)	No. of shares	As a percentage of total no. of votes against the resolution (%)	Total no. of shares represented by votes for and against the resolution	As a percentage of total no. of votes for and against the resolution (%)
520,035,130	100%	100	0.00%	520,035,230	100%

Based on the results of the poll, the Chair declared the motion as set out under Ordinary Resolution 2 carried, and it was RESOLVED:

“That Messrs Ernst & Young LLP (Singapore) be re-appointed as external independent auditors of the Company until the consummation of the Company’s next AGM, and the Directors be authorised to fix their remuneration.”

ORDINARY RESOLUTION 3 – AUTHORITY TO ISSUE SHARES

The results of the poll for Ordinary Resolution 3 were as follows:

FOR		AGAINST		TOTAL	
No. of shares	As a percentage of total no. of votes for the resolution (%)	No. of shares	As a percentage of total no. of votes against the resolution (%)	Total no. of shares represented by votes for and against the resolution	As a percentage of total no. of votes for and against the resolution (%)
494,283,630	100%	7,600	0.00%	494,291,230	100%

Based on the results of the poll, the Chair declared the motion as set out under Ordinary Resolution 3 carried, and it was RESOLVED:

*“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.”*

CONCLUSION

There being no other business, the Chair declared the AGM of the Company closed at 12:15 p.m. and re-convened the Special General Meeting (“**SGM**”) for declaration of the poll voting results for the ordinary resolutions tabled at the SGM.

CONFIRMED AS TRUE RECORD OF THE PROCEEDINGS HELD

SIN BOON ANN
CHAIR OF THE AGM

GENERAL ANNOUNCEMENT::MINUTES OF THE AGM AND SGM AND QUESTION AND ANSWER SUMMARY

Issuer & Securities

Issuer / Manager

THE TRENDLINES GROUP LTD.

Securities

THE TRENDLINES GROUP LTD. - IL0011328858 - 42T

Stapled Security

No

Announcement Details

Announcement Title

General Announcement

Date & Time of Broadcast

22-May-2025 18:10:18

Status

New

Announcement Sub Title

Minutes of the AGM and SGM and Question and Answer Summary

Announcement Reference

SG250522OTHRXC4S

Submitted By (Co./ Ind. Name)

Sahar Farah

Designation

Joint Company Secretary