

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

MINUTES OF SPECIAL GENERAL MEETING

PLACE	:	Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593, Level 3, Room 307
DATE	:	Wednesday, 6 August 2025
TIME	:	3.00 p.m.
PRESENT	:	<u>Directors</u> Mr Sin Boon Ann – Independent Director Mr Haim Brosh – Executive Director and Chief Executive Director (the “CEO”)
ATTENDED VIA VIDEO-CONFERENCE	:	Ms Nehama Ronen – Chair of the Board, and Independent Director Ms Sarit Zeevi – External and Independent Director Ms Elka Nir – External, Non-Executive and Non-Independent Director
ABSENT WITH APOLOGIES	:	Professor Low Teck Seng – Independent Director
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 Special General Meeting (“SGM”) on behalf of Ms Nehama Ronen, the Chair of the Board.

QUORUM

As a quorum was present, the Chair declared the SGM opened at 3.00 p.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 the meeting that Professor Low Teck Seng had sent his apologies for not being present in person for the SGM, and the remaining Directors of the Company, namely, Ms Nehama Ronen, Ms Sarit Zeevi and Ms Elka Nir, were attending the SGM via video-conference.

INTRODUCTION

The Chair informed the meeting that:

- (a) The Circular dated 2 July 2025, including the Notice and accompanying proxy form for the SGM, had been announced via SGXNet on 2 July 2025.

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- (b) All resolutions tabled at the SGM would be voted on by way of poll. The Company has appointed Boardroom Corporate & Advisory Services Pte. Ltd. as its Polling Agent and DrewCorp Services Pte Ltd as Scrutineers for the poll.
- (c) In his capacity as Chair of the SGM, 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.
- (d) In accordance with the Company's Article of Association, as Chair of the SGM, he has the right to waive the 48 hours' time requirement provided in the Notice of SGM 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 SGM. He confirmed that the Company had not received and he had not accepted any additional proxy forms accepted prior to the commencement of the SGM.
- (e) Validity of all proxy forms completed and submitted by shareholders by the submission deadline of 3.00 p.m. on 4 August 2025 had been reviewed and the votes of all such valid proxies had been counted and verified by the Scrutineers.
- (f) The Company had not received any questions, in advance, from shareholders in relation to the resolutions tabled for approval at this SGM by the submission deadline of 10 July 2025.
- (g) Pursuant to the Israeli Companies Law, the Ordinary Resolutions 1, 2 and 5 tabled for approval at this SGM would require the following to be carried:
- (i) a "simple majority" of 50.01%; **and**
 - (ii) a special majority of votes of the shareholders which satisfies one of the following conditions:
 - (a) such majority includes at least a majority of the shares held by all shareholders who are not controlling shareholders and who do not have a personal interest in the resolution (with respect to resolution 5 - other than a personal interest which is not derived from a relationship with a controlling shareholder), present and voting at such meeting (and without including any abstaining votes); or
 - (b) the total number of shares of non-controlling shareholders and shareholders who do not have a personal interest in such resolution voting against the resolution does not exceed 2.0% of the aggregate voting rights in the Company.
- (h) Librae Holdings Limited, a controlling shareholder of the Company, will be regarded as having a personal interest under the Israeli Companies Law for the purpose of Ordinary Resolutions 1, 2 and 5. Therefore Librae's votes will not be counted for the purposes of satisfying (a) the "Special Majority" requirement to pass Ordinary Resolutions 1 and 2; and (b) the "Disinterested Majority" requirement to pass Ordinary Resolution 5. Ordinary Resolutions 3 and 4 would require a "simple majority" to be carried.
- (i) The minutes of this SGM would be announced via SGXNet and uploaded on the Company's website within one (1) month from the date of the SGM.

NOTICE

With the consent of the shareholders present, the Notice dated 2 July 2025 convening the SGM was taken as read.

ORDINARY BUSINESS:

1. THE PROPOSED SUBSCRIPTION BY LIBRAE HOLDINGS LIMITED OF UP TO 62,420,767 NEW SHARES IN THE CAPITAL OF THE COMPANY AT THE SUBSCRIPTION PRICE OF S\$0.0300 FOR EACH SUBSCRIPTION SHARE – ORDINARY RESOLUTION 1

The Chair informed that Ordinary Resolution 1 was to consider and approve the allotment and issuance by the Company of up to 62,420,767 new Shares to Librae Holdings Limited (“**Librae**”) pursuant to Rules 805 and 812 of the Catalist Rules, at a Subscription Price of S\$0.0300 for each Share, on and subject to the terms of the Subscription Agreement entered into between the Company and to Librae, details of which were set out in the SGM Circular.

The Chair proposed the motion as set out under Ordinary Resolution 1 of the Notice of SGM. It was noted that in accordance with the Israeli Companies Law, Ordinary Resolution 1 is required to be approved by a “Special Majority” as defined in the SGM Circular.

2. THE PROPOSED SUBSCRIPTION BY THE SUBSCRIBERS (EXCLUDING LIBRAE HOLDINGS LIMITED) OF 146,208,629 NEW SHARES IN THE CAPITAL OF THE COMPANY AT THE SUBSCRIPTION PRICE OF S\$0.0300 FOR EACH SUBSCRIPTION SHARE– ORDINARY RESOLUTION 2

The Chair informed that Ordinary Resolution 2 was to approve the allotment and issuance by the Company of 146,208,629 new Shares to the Subscribers (excluding Librae) pursuant to Rule 805 of the Catalist Rules, at a Subscription Price of S\$0.0300 per Share, on and subject to the terms of the Subscription Agreements entered into between the Company and each of the Subscribers (excluding Librae), details of which were set out in the SGM Circular.

The Chair proposed the motion as set out under Ordinary Resolution 2 of the Notice of SGM. It was noted that in accordance with the Israeli Companies Law, Ordinary Resolution 2 is required to be approved by a “Special Majority” as defined in the SGM Circular.

3. THE PROPOSED EXTENSION AND ALTERATION OF THE TRENDLINES GROUP LTD. 2015 GLOBAL SHARE OPTION PLAN (“2015 SHARE OPTION PLAN”) AND AUTHORITY TO ALLOT AND ISSUE SHARES UNDER SUCH EXTENDED AND ALTERED 2015 SHARE OPTION PLAN (THE “EXTENDED 2015 SHARE OPTION PLAN”) – ORDINARY RESOLUTION 3

The Chair informed that Ordinary Resolution 3 was to approve the 2015 Share Option Plan to be extended for a further period of ten (10) years from 11 November 2025 to 10 November 2035 (both dates inclusive) and altered as described in the SGM Circular.

The Chair proposed the motion as set out under Ordinary Resolution 3 of the Notice of SGM. It was noted that in accordance with the Israeli Companies Law, Ordinary Resolution 3 is required to be approved by a “Simple Majority” as defined in the SGM Circular.

4. THE PROPOSED GRANT OF OPTIONS TO THE EXTERNAL DIRECTORS AND NON-EXECUTIVE DIRECTORS (EXCLUDING MR HAIM BROSH) OF THE COMPANY – ORDINARY RESOLUTION 4

The Chair informed that Ordinary Resolution 4 was to approve the proposed grant of Options to the External Directors and Non-Executive Directors (excluding Mr Haim Brosh) of the Company, details of which were set out in the SGM Circular.

The Chair proposed the motion as set out under Ordinary Resolution 4 of the Notice of SGM. It was noted that in accordance with the Israeli Companies Law, Ordinary Resolution 4 is required to be approved by a “Simple Majority” as defined in the SGM Circular.

5. THE PROPOSED GRANT OF OPTIONS TO THE COMPANY'S CEO, MR HAIM BROSH – ORDINARY RESOLUTION 5

The Chair informed that Ordinary Resolution 5 was to approve proposed grant of Options to Mr Haim Brosh, the CEO of the Company, details of which were set out in the SGM Circular.

The Chair proposed the motion as set out under Ordinary Resolution 5 of the Notice of SGM. It was noted that in accordance with the Israeli Companies Law, Ordinary Resolution 5 is required to be approved by a "Disinterested Majority" as defined in the SGM Circular and each shareholder voting on the Ordinary Resolution 5 who is a controlling shareholder or have a "personal interest" in the proposed resolution will not be counted for the purposes of satisfying the "Disinterested Majority" requirement to pass Ordinary Resolution 5.

QUESTION AND ANSWER SESSION

The Chair opened the floor for a Questions and Answers session. A summary of all the questions and answers dealt with during the SGM 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 to 5 in the Notice of SGM were put to vote, and the duly completed and signed poll voting slips for this SGM were collected from the shareholders.

***The Chair adjourned the SGM at 3.45 p.m.
for the tabulation of Poll Voting Results for the SGM.***

***The SGM was re-convened at 4.20 p.m. for the declaration of
the Poll Voting Results for the Ordinary Resolutions tabled at the SGM.***

DECLARATION OF POLL RESULTS

The poll voting results counted and verified by the Scrutineers for the Ordinary Resolutions 1 to 5 tabled at the SGM were presented to the Chair, and the Chair announced the Poll Results to the shareholders present.

**ORDINARY RESOLUTION 1:
 TO APPROVE THE PROPOSED SUBSCRIPTION BY LIBRAE HOLDINGS LIMITED OF UP TO 62,420,767 NEW SHARES IN THE CAPITAL OF THE COMPANY AT THE SUBSCRIPTION PRICE OF S\$0.0300 FOR EACH SUBSCRIPTION SHARE**

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

FOR		AGAINST		Total no. of shares represented by votes for and against the relevant resolution
No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	
Table A: In respect of simple majority requirement				
175,616,243	93.29%	12,633,300	6.71%	188,249,543

FOR		AGAINST			Total no. of shares represented by votes for and against the relevant resolution
No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	As a percentage of total voting rights in the Company (%) ¹	
Table B: In respect of special majority requirement					
175,616,243	93.29%	12,633,300	6.71%	1.16%	188,249,543

Ordinary Resolution 1 was passed by both a simple majority as reflected in Table A above, and by a special majority as reflected in Table B above.

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

“That the Proposed Subscription by Librae Holdings Limited of up to 62,420,767 New Shares in the capital of the Company at the Subscription Price of S\$0.0300 for each Subscription Share be approved ”

**ORDINARY RESOLUTION 2:
 TO APPROVE THE PROPOSED SUBSCRIPTION BY THE SUBSCRIBERS (EXCLUDING LIBRAE HOLDINGS LIMITED) OF 146,208,629 NEW SHARES IN THE CAPITAL OF THE COMPANY AT THE SUBSCRIPTION PRICE OF S\$0.0300 FOR EACH SUBSCRIPTION SHARE**

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

FOR	AGAINST
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¹ Total voting shares in the Company being 1,092,054,062 ordinary shares.

No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	Total no. of shares represented by votes for and against the relevant resolution
Table C: In respect of simple majority requirement				
185,893,243	98.75%	2,356,300	1.25%	188,249,543

FOR		AGAINST			Total no. of shares represented by votes for and against the relevant resolution
No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	As a percentage of total voting rights in the Company (%) ¹	
Table D: In respect of special majority requirement					
185,893,243	98.75%	2,356,300	1.25%	0.22%	188,249,543

Ordinary Resolution 2 was passed by both a simple majority as reflected in Table C above, and by a special majority as reflected in Table D above.

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

“That the Proposed Subscription by the Subscribers (excluding Librae Holdings Limited) of up to 146,208,629 New Shares in the capital of the Company at the Subscription Price of S\$0.0300 for each Subscription Share be approved.”

**ORDINARY RESOLUTION 3:
 TO APPROVE THE EXTENSION AND ALTERATION OF THE TRENDLINES GROUP LTD. 2015
 GLOBAL SHARE OPTION PLAN (THE “2015 SHARE OPTION PLAN”) AND AUTHORITY TO ALLOT
 AND ISSUE SHARES UNDER SUCH EXTENDED AND ALTERED 2015 SHARE OPTION PLAN**

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

FOR		AGAINST		Total no. of shares represented by votes for and against the relevant resolution
No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	
Table E: In respect of simple majority requirement				
572,773,490	97.89%	12,364,800	2.11%	585,138,290

Ordinary Resolution 3 was passed by a simple majority as reflected in Table E above. Based on the results of the poll as set out in Table E above, the Chair declared the motion as set out under Ordinary Resolution 3 carried, and it was RESOLVED:

“That the extension and alteration of the Trendlines Group Ltd. 2015 Global Share Option Plan (the “2015 Share Option Plan”) and authority to allot and issue Shares under such extended and altered 2015 Share Option Plan be approved.”

**ORDINARY RESOLUTION 4:
 TO APPROVE THE PROPOSED GRANT OF OPTIONS TO THE EXTERNAL DIRECTORS AND NON-
 EXECUTIVE DIRECTORS (EXCLUDING MR HAIM BROSH) OF THE COMPANY**

The results of the poll for Ordinary Resolution 4 were as follows:

FOR		AGAINST		Total no. of shares represented by votes for and against the relevant resolution
No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	
Table F: In respect of simple majority requirement				
584,072,540	99.66%	1,976,150	0.34%	586,048,690

Ordinary Resolution 4 was passed by a simple majority as reflected in Table F above. Based on the results of the poll as set out in Table F above, the Chair declared the motion as set out under Ordinary Resolution 4 carried, and it was RESOLVED:

“That the Proposed Grant of Options to the External Directors and Non-Executive Directors (excluding Mr Haim Brosh) of the Company be approved.”

**ORDINARY RESOLUTION 5:
 TO APPROVE THE PROPOSED GRANT OF OPTIONS TO THE COMPANY'S CEO, MR HAIM BROSH**

The results of the poll for Ordinary Resolution 5 were as follows:

FOR		AGAINST		Total no. of shares represented by votes for and against the relevant resolution
No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	
Table G: In respect of simple majority requirement				
573,720,540	97.90%	12,328,150	2.10%	586,048,690

FOR		AGAINST			Total no. of shares represented by votes for and against the relevant resolution
No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	As a percentage of total voting rights in the Company (%) ¹	
Table H: In respect of disinterested majority requirement					
248,641,233	95.28%	12,328,150	4.72%	1.13%	260,969,383

Ordinary Resolution 5 was passed by both a simple majority as reflected in Table G above, and by a disinterested majority as reflected in Table H above.

Based on the results of the poll as set out in Tables G and H above, the Chair declared the motion as set out under Ordinary Resolution 5 carried, and it was RESOLVED:

“That the Proposed Grant of Options to the Company’s CEO, Mr Haim Brosh, be approved.”

CONCLUSION

There being no other business, the Chair declared the SGM of the Company closed at 4.30 p.m. and thanked everyone for their attendance.

CONFIRMED AS TRUE RECORD OF THE PROCEEDINGS HELD

SIN BOON ANN
CHAIR OF THE SGM