
Investments by Agriline Ltd. and Trendlines in Seven Trendlines Portfolio Companies

Misgav, Israel – Singapore, 17 February 2020 – [The Trendlines Group Ltd. \(“Trendlines” or the “Company” and, together with its subsidiaries and associated companies, the “Group”\)](#) (SGX: 42T; OTCQX: TRNLY), a leading Israel- and Singapore-based investment and innovation commercialization company focused on high growth medical and agrifood technologies, is pleased to announce that the Audit Committee and the Board of Directors of Trendlines have approved investments in seven of the Group’s portfolio companies by Agriline Ltd. (“Agriline”), and the Group’s investments in 6 of the aforementioned portfolio companies. Agriline is ultimately owned by a trust of which Mr. Vincent Tchenguiz is a discretionary beneficiary. Mr. Vincent Tchenguiz is the controlling shareholder of Trendlines.

The total amount to be invested in the portfolio companies will be approximately US\$5.0 million by Agriline and US\$1.1 million by the Group. Two of the investments will be in the form of share purchase transactions, in which Agriline, and for one of the investments, Agriline and the Group, will join existing financing rounds of these portfolio companies, and five investments will be executed as Simple Agreement for Future Equity (“SAFE”) transactions (the “SAFE Transactions”). A SAFE is an equity derivative instrument, by which the SAFE investor commits capital to an investee company today, in exchange for the right to receive shares in the portfolio company when there is a future financing by the portfolio company. Neither Agriline nor Mr. Vincent Tchenguiz possess any influence on the price per share of the respective future equity rounds, which will be determined in the future by a third-party investor(s) negotiating with the respective portfolio companies.

The SAFE Transactions will *inter alia* include the following general terms:

- (a) In the event the portfolio company consummates a later equity financing round, at a fixed valuation in the framework of which it raises a defined amount prior to a defined maturity date, the SAFE investors will automatically receive shares of the same class as the shares issued in the equity financing in the portfolio company. These will be at a 20% to 30% discount on the price per share of the equity round or a predefined valuation cap (“**Valuation Cap**”) which in each case is higher than the current equity value of the portfolio company which is the basis to calculate the fair value of the Group’s investment in the portfolio company as recorded in the Group’s consolidated financial statements.
- (b) In the event that the portfolio company consummates an IPO or a transaction constituting a change of control, the SAFE investors would be entitled to receive either a cash payment

equal to the amount invested by such SAFE investors, or shares in the portfolio company at a conversion price equal to the Valuation Cap; and

- (c) In the event that the portfolio company enters into liquidation or a similar process, the SAFE investors would be entitled to receive a cash payment equal to the amount invested by such SAFE investors.

The above transactions are contingent upon certain conditions, including the execution of the definitive agreement(s) by Trendlines, Agriline and the respective portfolio companies, and obtaining necessary approvals from the respective portfolio companies' boards of directors.

The investments by Agriline and Trendlines as detailed above are on normal commercial terms and are not prejudicial to the interests of Trendlines and its minority shareholders. The investments will not result in a change in the fair value of Trendlines' holdings in the portfolio companies or the consolidated Net Tangible Assets of the Group. As such, the investments will not have a material effect on the consolidated earnings per share and net tangible assets per share of the Group for the financial year ending 31 December 2020.

Trendlines Chairman and Chief Executive Officer, Steve Rhodes, remarked: "The investment into seven portfolio companies by Agriline and six by Trendlines represents our commitment to the continued support of the businesses that we develop to ensure that they reach milestones enabling them to progress and succeed in their own right and to support our mission of creating and developing companies to improve the human condition."

"We believe that the companies Agriline has invested in have tremendous potential to significantly impact the sectors in which they operate – both in improving healthcare and optimizing the methods which enable more sustainable food production, that, in the long run, will reduce CO2 and other pollutants that are contributing so much to the global warming crisis" commented Mr. Vincent Tchenguiz.

The Company wishes to clarify that the portfolio company as disclosed in the announcement made by the Company on 13 January 2020, regarding the signing of a Non-Binding Letter of Intent between a portfolio company of the Group and a public corporation, is not part of the portfolio companies which will receive investments from Agriline and the Group.

About The Trendlines Group

Trendlines is an innovation commercialization company that invents, discovers, invests in, and incubates innovation-based medical and agrifood technologies to fulfill its mission to improve the human condition. As intensely hands-on investors, Trendlines is involved in all aspects of its portfolio companies, from technology development to business building. Trendlines' shares are traded on the Singapore Stock Exchange (SGX: 42T) and in the United States as an American Depositary Receipt (ADR) on the OTCQX (OTCQX: TRNLY).

This press release has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Prime Partners Corporate Finance Pte. Ltd. (the "Sponsor") in accordance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalyst.

This press release has not been examined or approved by the SGX-ST. The SGX-ST assumes no responsibility for the contents of this press release, including the correctness of any of the statements or opinions made or reports contained in this press release.

The contact person for the Sponsor is Ms. Jennifer Tan, Associate Director, Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).

GENERAL ANNOUNCEMENT::PRESS RELEASE - INVESTMENTS BY AGRILINE LTD. AND TRENDLINES IN SEVEN TRENDLINES PORTFOLIO COMPANIES

Issuer & Securities

Issuer/ Manager

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Designation

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