

THE TRENDLINES GROUP LTD.

(Incorporated in Israel)

(Company Registration No. 513970947)

RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 4 MARCH 2022

All capitalised terms used herein, unless otherwise defined, shall have the definitions ascribed to them in the circular to shareholders of the Company dated 28 January 2022.

The Board of Directors (the “**Board**”) of The Trendlines Group Ltd. (the “**Company**”) wishes to announce that at its Special General Meeting (the “**SGM**”) held today via electronic means on 4 March 2022, the resolutions as set out in the Notice of SGM dated 28 January 2022, were duly passed¹ by shareholders of the Company by way of poll.

The information as required under Rule 704(15) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalyst (“**Catalist Rules**”) is as set out below:

(a) Breakdown of all valid votes cast at the SGM:

RESOLUTION NUMBER AND DETAILS	Total no. of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		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					
<u>Ordinary Resolution 1</u> Proposed re-election of Professor Hang Chang Chieh to serve as the External Director of the Company.	395,306,336	395,306,336	100%	0	0%

¹ Resolutions 1 to 4 indicated in the Notice of SGM require the following to carry the resolutions:

- (i) a simple majority exceeding 50% of the votes cast to be carried (abstentions disregarded); 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, 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 (i.e. 791,191,382 voting ordinary shares); and
- (iii) the votes of shareholders with personal interest are counted for the simple majority and are not counted for the special majority requirement. Therefore, the outcome and poll result for (ii)(a) and (ii)(b) above for the resolution as set out in the Notice of SGM differ and both scenarios are presented in this announcement.

Table B: In respect of disinterested majority requirement					
<u>Ordinary Resolution 1</u> Proposed re-election of Professor Hang Chang Chieh to serve as the External Director of the Company.	395,306,336	395,306,336	100%	0	0%

As of to-date, there are no Controlling Shareholders in the Company as defined under the Israeli Companies Act. No shareholders had indicated having personal interest in relation to this Ordinary Resolution 1. The votes of shareholders with personal interest in this matter are counted for the simple majority and are not counted for the special majority requirement.

Ordinary Resolution 1 was passed by both a simple majority as reflected in Table A above, and by a disinterested majority (which includes all of the disinterested majority shares voting FOR) as reflected in Table B above.

Ordinary Resolution 1 is therefore carried, based on the poll results as set out in Tables A and B above.

Professor Hang remains as a member of the Company's Audit Committee, Remuneration Committee and Nominating Committee. Professor Hang is considered independent for the purpose of Rule 704(7) of the Catalist Rules.

RESOLUTION NUMBER AND DETAILS	Total no. of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		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 C: In respect of simple majority requirement					
<u>Ordinary Resolution 2</u> Proposed re-election of Ms Elka Nir to serve as the External Director of the Company.	395,306,336	395,306,336	100%	0	0%

Table D: In respect of disinterested majority requirement					
<u>Ordinary Resolution 2</u> Proposed re-election of Ms Elka Nir to serve as the External Director of the Company.	395,306,336	395,306,336	100%	0	0%

As of to-date, there are no Controlling Shareholders in the Company as defined under the Israeli Companies Act. No shareholders had indicated having personal interest in relation to this Ordinary Resolution 2. The votes of shareholders with personal interest in this matter are counted for the simple majority and are not counted for the special majority requirement.

Ordinary Resolution 2 was passed by both a simple majority as reflected in Table C above, and by a disinterested majority (which includes all of the disinterested majority shares voting FOR) as reflected in Table D above.

Ordinary Resolution 2 is therefore carried, based on the poll results as set out in Tables C and D above.

Ms. Elka Nir remains as Lead Independent Director, Chairman of the Company's Audit Committee and Remuneration Committee and a member of the Company's Nominating Committee. Ms. Elka Nir is considered independent for the purpose of Rule 704(7) of the Catalist Rules.

RESOLUTION NUMBER AND DETAILS	Total no. of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		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					
<u>Ordinary Resolution 3</u> Proposed Subscription of 99,099,096 new ordinary Shares in the share capital of the Company at the subscription price of S\$0.12 per Share by Librae Holdings Limited in eight equal tranches based on the allocation.	213,070,145	213,070,145	100%	0	0%

Table F: In respect of special majority requirement					
<u>Ordinary Resolution 3</u> Proposed Subscription of 99,099,096 new ordinary Shares in the share capital of the Company at the subscription price of S\$0.12 per Share by Librae Holdings Limited in eight equal tranches based on the allocation.	213,070,145	213,070,145	100%	0	100%

As of to-date, there are no Controlling Shareholders in the Company as defined under the Israeli Companies Act. No shareholders had indicated having personal interest in relation to this Ordinary Resolution 3. The votes of shareholders with personal interest in this matter are counted for the simple majority and are not counted for the special majority requirement.

Ordinary Resolution 3 was passed by both a simple majority as reflected in Table E above, and by a special majority (which includes all of the special majority shares voting FOR) as reflected in Table F above.

Ordinary Resolution 3 is therefore carried, based on the poll results as set out in Tables E and F above.

RESOLUTION NUMBER AND DETAILS	Total no. of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		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					
<u>Ordinary Resolution 4</u> Proposed issuance of 69,819,816 new ordinary Shares in the share capital of the Company at the subscription price of S\$0.12 per Share by the US Subscribers in eight equal tranches based on the allocation.	213,070,145	213,070,145	100%	0	0%

Table H: In respect of special majority requirement

<u>Ordinary Resolution 4</u> Proposed issuance of 69,819,816 new ordinary Shares in the share capital of the Company at the subscription price of S\$0.12 per Share by the US Subscribers in eight equal tranches based on the allocation.	213,070,145	213,070,145	100%	0	0%
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As of to-date, there are no Controlling Shareholders in the Company as defined under the Israeli Companies Act. No shareholders who indicated having personal interest in relation to this Ordinary Resolution 4. The votes of shareholders with personal interest in this matter are counted for the simple majority and are not counted for the special majority requirement.

Ordinary Resolution 4 was passed by both a simple majority as reflected in Table G above, and by a special majority (which includes all of the special majority shares voting FOR) as reflected in Table H above.

Ordinary Resolution 4 is therefore carried, based on the poll results as set out in Tables G and H above.

(b) Details of parties who are required to abstain from voting on any resolutions:

Librae Holdings Limited, Avztim LLC and their respective associates had abstained from voting on Ordinary Resolution no. 3 and no. 4 at the SGM.

(c) Name of firm and/or person appointed as scrutineer:

DrewCorp Services Pte Ltd was appointed as scrutineer of the SGM.

BY ORDER OF THE BOARD

Haim Brosh
Chief Financial Officer and Joint Company Secretary
4 March 2022

This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Mr. Shervyn Essex, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg.

REPL::EXTRAORDINARY/ SPECIAL GENERAL MEETING::VOLUNTARY

Issuer & Securities

Issuer/ Manager

THE TRENDLINES GROUP LTD.

Security

THE TRENDLINES GROUP LTD. - IL0011328858 - 42T

Announcement Details

Announcement Title

Extraordinary/ Special General Meeting

Date & Time of Broadcast

04-Mar-2022 20:03:42

Status

Replacement

Announcement Reference

SG220128XMETBCRY

Submitted By (Co./ Ind. Name)

Haim Brosh

Designation

Joint Company Secretary

Event Narrative

Narrative Type	Narrative Text
Additional Text	Please refer to the attached announcement for the result of the Special General Meeting.

Event Dates

Meeting Date and Time

04/03/2022 15:00:00

Response Deadline Date

02/03/2022 15:00:00

Event Venue(s)

Place

Venue(s)	Venue details

Meeting Venue	The Special General Meeting will be held by electronic means. Therefore shareholders will not be able to attend the Special General Meeting in person.
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Attachments

[Trendlines - SGM Results 4 March 2022 Final.pdf](#)

Total size = 190K MB

Related Announcements

[Related Announcements](#)

[28/01/2022 08:12:33](#)
