

THE TRENDLINES GROUP LTD.

(Incorporated in Israel)

(Company Registration No. 513970947)

RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 13 APRIL 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 13 April 2022, the resolutions as set out in the Notice of SGM dated 8 March 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 Catalist (“**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> To approve the proposed CEO MBO Plan for FY2022	346,659,242	340,739,442	98.29%	5,919,800	1.71%
Table B: In respect of disinterested majority requirement					

¹ Resolutions 1 to 3 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 disinterested 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. 833,421,110 voting ordinary shares); and
- (iii) the votes of shareholders with personal interest are counted for the simple majority and are not counted for the disinterested 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.

<u>Ordinary Resolution 1</u>					
To approve the proposed CEO MBO Plan for FY2022	308,248,394	302,328,594	98.08%	5,919,800	1.92%

As of to-date, there are no Controlling Shareholders in the Company as defined under the Israeli Companies Act. The shareholders who indicated having personal interest in relation to this Resolution 1 amount to a total of 38,410,848 shares. The votes of shareholders with personal interest in this matter are counted for the simple majority and are not counted for the disinterested 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.

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> To approve the proposed amendment to the Employment Agreements of the Company's CEOs	346,659,242	340,739,442	98.29%	5,919,800	1.71%
Table D: In respect of disinterested majority requirement					
<u>Ordinary Resolution 2</u> To approve the proposed amendment to the Employment Agreements of the Company's CEOs	308,248,394	302,328,594	98.08%	5,919,800	1.92%

As of to-date, there are no Controlling Shareholders in the Company as defined under the Israeli Companies Act. The shareholders who indicated having personal interest in relation to this Resolution

2 amount to a total of 38,410,848 shares. 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.

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> To approve the proposed Grant of Options to the External Directors and Non-Executive Directors of the Company.	347,689,242	346,659,242	99.70%	1,030,000	0.30%

Ordinary Resolution 3 was passed by a simple majority as reflected in Table E above. Ordinary Resolution 3 is therefore carried, based on the poll results as set out in Tables E above.

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

No party is required to abstain from voting on any resolution put to vote 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
 13 April 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

13-Apr-2022 20:58:48

Status

Replacement

Announcement Reference

SG220308XMETR9MS

Submitted By (Co./ Ind. Name)

Haim Brosh

Designation

Joint Company Secretary

Event Narrative

Narrative Type	Narrative Text
Additional Text	Updated 13 April 2022: Please refer to the attached Results of Special General Meeting held on 13 April 2022.

Event Dates

Meeting Date and Time

13/04/2022 15:30:00

Response Deadline Date

11/04/2022 15:30:00

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

[SGM Results 13 April 202 Final.pdf](#)

Total size = 168K MB

Related Announcements

[Related Announcements](#)

[08/03/2022 23:16:05](#)
