
NOTICE OF SPECIAL GENERAL MEETING

THE TRENDLINES GROUP LTD.
(Incorporated in Israel)
(Company Registration Number: 513970947)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (**SGM**) of The Trendlines Group Ltd. (**Company**) will be convened and held in a virtual-only meeting format via a live audio-visual webcast and live audio-only stream on **Wednesday, 20 July 2022 at 3 p.m. (Singapore time)**, for the purpose of considering and, if thought fit, approving the following matters:

Unless otherwise defined or the context otherwise requires, all capitalised terms herein shall bear the same meaning used in the circular dated 28 June 2022 issued by the Company.

SPECIAL RESOLUTION

THE PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

That:

1. the Articles of Association be and are hereby amended in the manner and to the extent set out in the Appendix to the Circular;
2. the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Special Resolution and implement the foregoing as they think fit and in the interests of the Company; and
3. any and all actions of the Company, the Directors of the Company and/or such other persons as may be nominated by any of them taken in connection with the matters contemplated in this Special Resolution and/or the Proposed Amendments prior to the execution hereof, be and are hereby approved, confirmed and ratified in all respects.

BY ORDER OF
THE BOARD OF
THE TRENDLINES GROUP LTD.

Haim Brosh
Leong Chang Hong
Joint Company Secretaries

28 June 2022

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Notes:

1. The SGM is being convened, and will be held by way of electronic means pursuant to the COVID-19 (Temporary Measures) Act 2020 released on 7 April 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Shareholders will **not** be able to attend the SGM in person.

Printed copies of this Notice of SGM will not be sent to shareholders, instead, this Notice of SGM will be sent to shareholders by way of electronic means via publication on the SGXNet at <https://www.sgx.com/securities/company-announcements> and the Company's website at <https://www.trendlines.com/investors/investors-news>.

Alternative arrangements have been put in place to allow shareholders to participate at the SGM by:

- (a) observing and/or listening to the SGM proceedings via the live audio-visual webcast and live audio-only stream (**Live Webcast**);
- (b) submitting questions in advance of the SGM;
- (c) submitting text-based questions via the Live Webcast by clicking the "Ask a Question" feature and then clicking "Type Your Question" to input their queries in the questions text box; and
- (d) live voting or appointing proxy(ies) or the Chairman of the SGM as proxy to attend and vote on their behalf at the SGM.

2. Pre-registration for the SGM

Shareholders, proxyholders, Central Provident Fund (**CPF**) and Supplementary Retirement Scheme (**SRS**) investors attending the SGM will be able to observe and/or listen to the SGM proceedings through the Live Webcast via their mobile phones, tablets or computers.

All shareholders, proxyholders, CPF and SRS investors who wish to attend the SGM must pre-register via the pre-registration website at <https://www.convneagm.com/sg/TrendlinesSGM2022> for verification purposes **by 3 p.m. on 18 July 2022**, being 48 hours before the time fixed for the SGM.

Shareholders who are appointing proxyholder(s) to attend the SGM should inform his/her proxyholder(s) to pre-register via the pre-registration website at <https://www.convneagm.com/sg/TrendlinesSGM2022> by **3 p.m. on 18 July**, being 48 hours before the time fixed for the SGM, failing which the appointment shall be invalid.

Authenticated shareholders, proxyholders and CPF and SRS investors will be provided with a confirmation email for the SGM containing details as well as instructions on attending the SGM (the "**Confirmation Email**"), via the e-mail address provided during pre-registration.

Shareholders, proxyholders, CPF and SRS investors who have pre-registered by **3 p.m. on 18 July 2022** deadline but have not received the Confirmation Email by **3 p.m. on 19 July 2022** should immediately contact support@convneagm.com.

3. Question and answer

Shareholders, proxyholders, CPF and SRS investors will be able to ask questions at the SGM by submitting text-based questions via the Live Webcast by clicking the "Ask a Question" feature and then clicking "Type Your Question" to input their queries in the questions text box.

Shareholders, proxyholders and CPF and SRS investors are also encouraged to submit questions related to the resolutions to be tabled for approval at the SGM to the Chairman of the SGM, in advance of the SGM by submitting questions by e-mail to Mr. Haim Brosh, Joint Company Secretary, at haim@trendlines.com or in hard copy by post to the Company's Singapore Share Registrar and Share Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632 no later than seven (7) calendar days in advance of the SGM (i.e. **by 3 p.m. on 12 July 2022**). The Company will endeavour to address the substantial and relevant questions on SGXNet and its website at <https://www.trendlines.com/> no later than three (3) days prior to the proxy form submission deadline of the SGM, i.e. by 3 p.m. on 15 July 2022. The responses to other questions, together with the minutes of the SGM, will be posted on the SGXNet and the Company's

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website within one (1) month after the date of the SGM.

In view of the evolving COVID-19 situation, the Company reserves the right to take such further precautionary measures as may be appropriate up to the date of the SGM, including any precautionary measures required or recommended by the government or any regulatory bodies, in order to curb the spread of COVID-19. Shareholders should continually check for announcements by the Company for updates on the SGM.

4. The form of an instrument appointing a proxy (**Proxy Form**), which may be used to vote at the SGM can be found at the end of this document.

5. Voting

Live voting will be conducted during the SGM for shareholders and proxyholders attending the SGM via the Live Webcast. It is important for shareholders and proxyholders to have their own web-browser enabled devices ready for voting during the SGM.

Shareholders and proxyholders will be required to log-in via the login credentials created during pre-registration to attend and participate in the Live Webcast of the SGM.

- (a) **Live voting:** Shareholders and proxyholders attending the SGM may cast their votes in real time for each resolution to be tabled via the Live Webcast. Shareholders and proxyholders will have the opportunity to cast their votes via the live voting feature. Shareholders and proxyholders must have a web-browser enabled device in order to cast their vote.
- (b) **Voting via appointing proxy(ies) or the Chairman of the SGM as proxy:** As an alternative to the above, shareholders may also vote at the SGM by appointing proxy(ies) or the Chairman of the SGM as proxy to vote on their behalf. Please refer to paragraph 6 below for the manner of submission.

A shareholder, who has submitted a Proxy Form, but wishes to attend and participate in the Live voting during the SGM instead, must inform the Company's Singapore Share Registrar and Share Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd., at +65 6536 5335 (during office hours) or at srs.teamb@boardroomlimited.com **by 3 p.m. on 19 July 2022**. Alternatively, kindly log-in prior to the commencement of the SGM as proxy revocation is not allowed after the SGM has started.

6. Appointment of Proxies

Shareholders who wish to vote at the SGM via a proxy(ies) must submit the Proxy Form attached to this Circular to appoint the proxy(ies) or the Chairman of the SGM as their proxy to cast votes on their behalf. Shareholders are requested to complete, sign and return the Proxy Form in accordance with the instructions printed thereon as soon as possible and in any event so as to arrive at the registered office of the Company at T'chelet Street 17, Misgav Industrial Park, 2017400 Israel, or the Company's Singapore Share Registrar and Share Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, or by e-mail to Mr. Haim Brosh, Joint Company Secretary, at CompanySecretary@trendlines.com, not less than forty eight (48) hours before the time appointed for the SGM (i.e. **by 3 p.m. on 18 July 2022**). Notwithstanding the above, the Chairman of the SGM shall have the right to waive the time requirement provided above with respect to all instruments of proxies and to accept any and all instruments of proxy until the beginning of the SGM.

A shareholder who wishes to submit an instrument of proxy must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and submitting it by email to the email address provided above.

In view of the current COVID-19 situation which may make it difficult for shareholders to submit the completed Proxy Forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.

7. Relevant Intermediaries

Persons who hold shares of the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), including CPF or SRS investors who wish to participate in the SGM by (a) observing and/or listening to the SGM proceedings through the Live Webcast; (b) submitting questions in advance of the SGM; (c) submitting questions during the SGM and/or (d) voting at the SGM, should contact the relevant intermediary through which they hold such shares as soon as possible in order

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to make the necessary arrangements for them to participate in the SGM.

In addition, CPF and SRS investors:

- (a) may vote live via electronic means at the SGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
- (b) may appoint the Chairman of the SGM as proxy to vote on their behalf at the SGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the SGM (i.e. **by 5 p.m. on 8 July 2022**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the SGM to vote on their behalf by the cut-off date.

Personal Data Privacy

By submitting an instrument appointing proxy(ies) or the Chairman of the SGM as proxy to attend and vote at the SGM and/or any adjournment thereof, a shareholder of the Company or a Depositor, as the case may be, (i) consents to the collection, use and disclosure of the shareholder or Depositor's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of the appointment of proxy(ies) or the Chairman of the SGM as proxy for the SGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the SGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the **Purposes**), (ii) warrants that where the shareholder or a Depositor discloses the personal data of the shareholder or Depositor's proxy(ies) to the Company (or its agents), the shareholder or Depositor has obtained the prior consent of such proxy(ies) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) for the Purposes, and (iii) agrees that the shareholder or Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder or Depositor's breach of warranty.

PROXY FORM

THE TRENDLINES GROUP LTD.
(Incorporated in Israel)
(Company Registration Number: 513970947)

PROXY FORM

I/We _____ (NRIC / Passport No./ Company Registration No.) _____
of _____ (Address)

being a shareholder/shareholders of The Trendlines Group Ltd. (**Company**), hereby appoint:

Name	Address	NRIC/Passport Number	Email Address***	Proportion of Shareholdings (%)	
				No. of Shares	%

and/or****

Name	Address	NRIC/Passport Number	Email Address***	Proportion of Shareholdings (%)	
				No. of Shares	%

the Chairman of the Special General Meeting**** (**SGM**) as my/our proxy to attend and to vote for me/us on my/our behalf at the SGM of the Company to be held in a virtual-only meeting format via live audio-visual webcast and live audio-only stream on **Wednesday, 20 July 2022 at 3 p.m. (Singapore time)**.

I/We direct my/our proxy to vote for or against or abstain from the special resolution to be proposed at the SGM as indicated hereunder. If no specific direction as to voting for the special resolution is given:

- (a) (in the case of the appointment of the Chairman of the SGM as my/our proxy), such appointment of the Chairman as my/our proxy for that resolution will be treated as invalid; and
- (b) (in the case of the appointment of anyone other than the Chairman of the SGM as my/our proxy), the proxy(ies) will vote or abstain from voting at his/her/their discretion.

	Resolution	For*	Against*	Abstain*
1.	To approve the Proposed Amendments to the Articles of Association.			

* If you wish to exercise all your votes "For" or "Against" or "Abstain", please tick "✓" within the box provided. Alternatively, please indicate the number of votes as appropriate.

** If a "✓" is not marked in either column or a "✓" is marked in both columns, the vote shall be disqualified.

*** Compulsory for registration purposes. All shareholders and proxyholders who wish to attend and participate in the Live Webcast of the SGM must pre-register via the pre-registration website. Authenticated shareholders and proxy(ies) will be provided with a confirmation email for the SGM containing details, as well as instructions on attending the SGM (the "**Confirmation Email**"), via the email address provided during pre-registration.

**** Delete as appropriate.

Dated this _____ day of _____ 2022.

PROXY FORM

Signature(s) of shareholder(s)/Common Seal of corporate shareholder

Total No. of Shares Held

IMPORTANT
PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM

PROXY FORM

Notes:

1. Due to the current COVID-19 situation in Singapore, shareholders will not be able to attend the SGM in person. A shareholder (whether individual or corporate) may vote live at the SGM by electronic means or submit this Proxy Form to appoint proxy(ies) or the Chairman of the SGM as his/her/its proxy to attend and vote on his/her/its behalf at the SGM, if such shareholder wishes to exercise his/her/its rights at the SGM.
2. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register, you should insert that number. If you have Shares registered in your name in the Shareholders Register of the Company, you should insert that number. If you have Shares entered against your name in the Depository Register and shares registered in your name in the Shareholders Register, you should insert the aggregate number. If no number is inserted, this form of proxy will be deemed to relate to all the Shares held by you. Where you appoint more than one proxy, the appointments shall be invalid unless you specify the shareholding (expressed as a percentage of the whole) to be represented by each proxy.
3. This proxy form may be accessed at the SGXNet. Where a shareholder (whether individual or corporate) appoints the Chairman of the SGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which, the appointment of the Chairman of the SGM as proxy for that resolution will be treated as invalid.
4. A shareholder who wishes to submit an instrument of proxy must first download, complete, sign the proxy form and return it in accordance with the instructions printed thereon as soon as possible and in any event so as to arrive at the registered office of the Company at 17 T'chelet Street, Misgav Industrial Park, 2017400 Israel or the Company's Singapore Share Registrar and Share Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, or by e-mail to Mr. Haim Brosh, Joint Company Secretary, at CompanySecretary@trendlines.com not less than forty eight (48) hours before the time appointed for the SGM (i.e. by **3 p.m. on 18 July 2022**). Notwithstanding the above, the Chairman of the SGM shall have the right to waive the time requirement provided above with respect to all instruments of proxies and to accept any and all instruments of proxy until the beginning of the SGM.

In view of the current Covid-19 situation which may make it difficult for shareholders to submit the completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.

5. Persons who hold Shares of the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), including CPF or SRS investors:
 - (a) may vote live via electronic means at the SGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
 - (b) may appoint the Chairman of the SGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the SGM (i.e. by **5 p.m. on 8 July 2022**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the SGM to vote on their behalf by the cut-off date.
6. A proxy need not be a shareholder of the Company.
7. The instrument of proxy shall be duly signed by the appointer or his duly authorised attorney or, if such appointer is a company or other corporate body, under its common seal or stamp or the hand of its duly authorised signatory(ies), agent(s) or attorney(s). The Board may demand that the Company be provided with written confirmation, to its satisfaction, that the signatory(ies), agent(s) or attorney(s) have the authority to bind the corporate body of the appointing Shareholder.
8. The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified on the instrument of proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject an instrument of proxy if the Shareholder, being the appointer, is not shown to have Shares entered against his/her name in the Depository Register as at **close of business on 12 July 2022, the record date for determining those shareholders eligible to vote at the SGM.** as certified by the CDP.
9. Completion and return of the Proxy Form shall not preclude a shareholder from attending and voting at the SGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a shareholder attends the SGM, and in such event, the Share Registrar reserves the right to refuse to admit any person or persons appointed under the Proxy Form, to the SGM.

Personal Data Privacy

By submitting an instrument appointing proxy(ies) or the Chairman of the SGM as proxy to attend and vote at the SGM and/or any adjournment thereof, a shareholder of the Company or a Depositor, as the case may be (i) consents to the collection, use and disclosure of the shareholder or Depositor's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of the appointment of proxy(ies) and/or the Chairman of the SGM as proxy for

PROXY FORM

the SGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the SGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the **Purposes**), (ii) warrants that where the shareholder or a Depositor discloses the personal data of the shareholder or Depositor's proxy(ies) to the Company (or its agents), the shareholder or Depositor has obtained the prior consent of such proxy(ies) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) for the Purposes, and (iii) agrees that the shareholder or Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder or Depositor's breach of warranty.

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.

EXTRAORDINARY/ SPECIAL GENERAL MEETING::VOLUNTARY

New

Announcement Reference
SG220628XMETMESP

Submitted By (Co./ Ind. Name)
THE TRENDLINES GROUP LTD.

Designation
Halm Brosh

Event Narrative

Narrative Type	Narrative Text
Additional Text	Please see attached documents for full details: 1.Circular of Special General Meeting 2.Notice of Special General Meeting 3.Proxy Form 4.Sponsor Statement

Event Dates

Meeting Date and Time
20/07/2022 15:00:00


Response Deadline Date
18/07/2022 15:00:00


Event Venue(s)

Place


Venue(s)	Venue details
Meeting Venue	Meeting will be held virtually, therefore no in-person participation will be possible. See SGM Notice attached for registration details.

Attachments

 [Circular-20 July 2022.pdf](#)

 [SGM-20 July 2022-Notice.pdf](#)

 [SGM-20 July 2022-Proxy Form.pdf](#)

 [Sponsor statement.pdf](#)