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

MANAGEMENT TRANSFER AGREEMENT

The Board of Directors of The Trendlines Group Ltd. ("**Trendlines**" or the "**Company**" and, together with its subsidiaries and associated companies, the "**Group**") wishes to announce that the Board of Directors of Trendlines have approved a management transfer deed (the "**Agreement**") between Trendlines Agrifood Fund Pte. Ltd. (the "**Fund**"), and Proterra Investment Advisors (Singapore) Pte. Ltd. ("**Proterra**").

The Fund has entered into the Agreement under which Proterra will be appointed as the sole investment manager of the Fund and Trendlines Agrifood Innovation Centre Pte. Ltd., a subsidiary of the Group and the current manager of the Fund, will retire from its position as investment manager of the Fund.

Rationale
The rationale for entering into the agreement is consistent with Trendlines' strategy to consolidate operations and rationalize non-core activities to optimize growth in core activities. Proterra is a Singapore-based licensed fund management company that focuses on private equity investments in the Asian food sectors and is an affiliate of Proterra Investment Partners LP. The Company believes that the Fund's portfolio companies and the Fund's investors will benefit from Proterra's expertise in the field and their extensive network of contacts.

The role of the investment manager is to provide portfolio management and administrative services to the Fund, including but not limited to investigating and analysing potential investments, structuring and negotiating transactions, monitoring the performance of the Portfolio and advising the Fund as to disposition opportunities.

Key Terms of the Agreement

1. Proterra will take over full management responsibilities for the Fund following receipt of all required Fund investor consents and regulatory notifications.
2. Trendlines Ventures Holdings Ltd., the Fund's sponsor and a 100%-owned Trendlines subsidiary, will transfer a portion of its ordinary shares in the Fund to Proterra, enabling Proterra to receive a share of its future distributions under a revised share structure.
3. With effect from completion, Proterra will be entitled to receive 40% of the

Carried Interests (defined below). 60% of all Carried Interests will be paid to Trendlines Ventures Holdings Ltd. Carried interests refers to the distributions to be made to Proterra and Trendlines Ventures Holdings Ltd. after the Fund's investors have first been returned 100% of their initial investment and a 6% annual non-compounded preferred return ("**Carried Interest**") from any source including exits, or other distributable monies. It comprises (a) a catch-up on post-hurdle proceeds payable to Proterra and Trendlines Ventures Holdings Ltd. until they have received an amount equal to 25% of the total preferred returns paid to the Fund's investors; and (b) thereafter, 20% of all further distributable proceeds (with the remaining distributed to the Fund's investors *pro rata*).

4. All necessary governance changes, including the resignation of all current directors and the appointment of new directors nominated by Proterra and the adoption of an amended constitution, will take effect upon completion.
5. There are no cash payments from Proterra to the Trendlines or its subsidiaries, in connection with the transfer of management.
6. Following completion, all management fees will be accrued to Proterra in accordance with the new management agreement to be entered into between the Fund and Proterra. No management fees will be accrued to Trendlines from this point.

Barring any unforeseen circumstances, the completion of the transfer is subject to customary conditions, including but not limited to unanimous consent of the Fund's investors and completion of regulatory and administrative checks. Upon completion, the Fund will be renamed Proterra Trendlines Fund Pte. Ltd. Trendlines will issue an announcement upon completion of the transfer.

BY ORDER OF THE BOARD
Haim Brosh
Executive Director and Chief Executive Officer
11 December 2025

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any offer to purchase or subscribe for any securities in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever.

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*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.*

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