



THE TRENDLINES GROUP LTD.

(Incorporated in Israel)
(Company Registration No. 513970947)

**Condensed Interim Financial Statements
For the Six Months and Full Year Ended 31 December 2024**

Background

The Trendlines Group Ltd. (the “**Company**” or “**Trendlines**” and, together with its subsidiaries and associated companies, the “**Group**”) was incorporated in Israel in 2007.

The Group is focused on developing technology-based companies in the medical and agrifood fields. The Group creates and develops companies in accordance with the mission to improve the human condition. To this end, the Group discovers, invests in, incubates, and provides services to companies in the fields of medical and agricultural technologies with a view toward a successful exit in the marketplace. Exits may include sales such as merger and acquisition transactions, listing on public stock exchanges and other dispositions of the Company’s holdings.

PART I - Condensed Interim Financial Statements and Selected Notes to the Condensed Interim Financial Statements

1(a)(i) A condensed interim income statement and statement of comprehensive income/(loss), or a statement of comprehensive income/(loss) (for the Group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

| | Group | | | | | |
|--|---|---|----------------|--|--|----------------|
| | 6 months ended 31 December 2024 (Unaudited) US\$'000 | 6 months ended 31 December 2023 (Audited) US\$'000 | Change (%) | 12 months ended 31 December 2024 (Unaudited) US\$'000 | 12 months ended 31 December 2023 (Audited) US\$'000 | Change (%) |
| <u>Income:</u> | | | | | | |
| Loss from change in fair value of investments in Portfolio Companies, net | (7,620) | (36,224) | (78.96) | (3,126) | (27,032) | (88.44) |
| Income from services to Portfolio Companies | 658 | 1,492 | (55.90) | 1,494 | 3,215 | (53.53) |
| Income from contracted R&D services | 185 | 910 | (79.67) | 225 | 1,281 | (82.44) |
| Financial income | 757 | 379 | 99.74 | 514 | 1,247 | (58.78) |
| Other income | 205 | 106 | 93.40 | 398 | 362 | 9.94 |
| <u>Total income (loss)</u> | <u>(5,815)</u> | <u>(33,337)</u> | <u>(82.56)</u> | <u>(495)</u> | <u>(20,927)</u> | <u>N.M.</u> |
| <u>Expenses</u> | | | | | | |
| Operating, general and administrative expenses | 5,459 | 5,396 | 1.17 | 8,657 | 9,826 | (11.90) |
| Marketing expenses | 102 | 107 | (4.67) | 167 | 241 | (30.71) |
| R&D expenses, net | 122 | 687 | (82.24) | 473 | 1,686 | (71.95) |
| Financial expenses | - | 570 | (100.00) | 407 | 2,041 | (80.06) |
| <u>Total expenses</u> | <u>5,683</u> | <u>6,760</u> | <u>(15.93)</u> | <u>9,704</u> | <u>13,794</u> | <u>(29.65)</u> |
| Loss before income taxes | (11,498) | (40,097) | (71.32) | (10,199) | (34,721) | (70.63) |
| Income taxes | - | 1,030 | (100.00) | - | - | N.M. |
| <u>Net Loss</u> | <u>(11,498)</u> | <u>(39,067)</u> | <u>(70.57)</u> | <u>(10,199)</u> | <u>(34,721)</u> | <u>(70.63)</u> |
| <u>Other comprehensive income:</u> | | | | | | |
| Amounts that will be or that have been reclassified to profit/loss when specific conditions are met: | | | | | | |
| Income (loss) from cash flow hedges | 52 | 144 | (63.89) | (23) | 73 | (131.51) |
| <u>Total comprehensive loss</u> | <u>(11,446)</u> | <u>(38,923)</u> | <u>(70.59)</u> | <u>(10,222)</u> | <u>(34,648)</u> | <u>(70.50)</u> |
| <u>Net loss attributable to:</u> | | | | | | |
| Equity holders of the Company | (11,051) | (38,534) | (71.32) | (9,425) | (33,995) | (72.28) |
| Non-Controlling Interests | (447) | (533) | (16.14) | (774) | (726) | 6.61 |
| | <u>(11,498)</u> | <u>(39,067)</u> | <u>(70.57)</u> | <u>(10,199)</u> | <u>(34,721)</u> | <u>(70.63)</u> |

Total comprehensive loss attributable to:

| | | | | | | |
|-------------------------------|----------|----------|---------|----------|----------|---------|
| Equity holders of the Company | (10,999) | (38,390) | (71.35) | (9,448) | (33,922) | (72.15) |
| Non-Controlling Interests | (447) | (533) | (16.14) | (774) | (726) | 6.61 |
| | (11,446) | (38,923) | (70.59) | (10,222) | (34,648) | (70.50) |

Net loss per share attributable to equity holders of the Company (U.S. cents):

| | | | | | | |
|----------------------------|-------|-------|---------|-------|-------|---------|
| Basic and diluted net loss | (1.1) | (3.8) | (74.42) | (0.9) | (3.7) | (75.39) |
|----------------------------|-------|-------|---------|-------|-------|---------|

1(a)(ii) Notes to Condensed Interim Consolidated Statement of Comprehensive income/(loss)

| | 12 months ended 31 December 2024 (Unaudited) US\$'000 | 12 months ended 31 December 2023 (Audited) US\$'000 |
|--------------------------------|--|--|
| Depreciation, amortization | 724 | 772 |
| Foreign currency exchange gain | 108 | 290 |

N.M. denotes Not Meaningful

1(b)(i) A condensed interim statement of financial position (for the issuer and Group), together with a comparative statement as at the end of the immediately preceding financial year

| | Group | | Company | |
|--|--|--|--|--|
| | 31 December 2024 (Unaudited) US\$'000 | 31 December 2023 (Audited) US\$'000 | 31 December 2024 (Unaudited) US\$'000 | 31 December 2023 (Audited) US\$'000 |
| ASSETS | | | | |
| Current assets | | | | |
| Cash and cash equivalents | 4,971 | 6,110 | 3,916 | 5,182 |
| Short-term bank deposits | 921 | - | 921 | - |
| Restricted short-term bank deposits | 95 | 90 | - | - |
| Accounts and other receivables | 777 | 2,390 | 6,964 | 8,441 |
| Short-term loans to Portfolio Companies | 119 | 119 | 17 | 116 |
| | 6,883 | 8,709 | 11,818 | 13,739 |
| Non-current assets | | | | |
| Investment in Subsidiaries | - | - | 58,721 | 59,138 |
| Accounts and other receivables | 28 | 28 | - | - |
| Investments in Portfolio Companies | 66,101 | 66,409 | - | - |
| Right of use asset | 1,765 | 2,240 | 629 | 924 |
| Property, plant and equipment, net | 572 | 686 | 318 | 389 |
| | 68,466 | 69,363 | 59,668 | 60,451 |
| Total assets | 75,349 | 78,072 | 71,486 | 74,190 |
| EQUITY AND LIABILITIES | | | | |
| Current liabilities | | | | |
| Lease liability | 304 | 410 | 118 | 77 |
| Short-term loan | 423 | 342 | 423 | 342 |
| Trade and other payables | 3,152 | 3,148 | 859 | 1,197 |
| Deferred revenues | - | 984 | - | - |
| | 3,879 | 4,884 | 1,400 | 1,616 |
| Non-current liabilities | | | | |
| Loans from the Israel Innovation Authority | 2,212 | 2,258 | 1,065 | 1,169 |
| Lease liability | 1,212 | 1,634 | 470 | 307 |
| Other long-term liabilities | 15 | 220 | - | 206 |
| | 3,439 | 4,112 | 1,535 | 1,682 |
| Total liabilities | 7,318 | 8,996 | 2,935 | 3,298 |

Equity

Equity Attributable to Equity

Holders of the Company:

| | | | | |
|---|----------|----------|----------|----------|
| Share capital | 2,959 | 2,605 | 2,959 | 2,605 |
| Share premium | 99,370 | 93,815 | 99,370 | 93,815 |
| Reserve from transaction with non-controlling interests | 1,745 | 352 | - | - |
| Reserve from hedges | 50 | 73 | 50 | 73 |
| Reserve from share-based payment transactions | 5,054 | 5,249 | 5,054 | 5,249 |
| Retained earnings | (40,627) | (31,202) | (38,882) | (30,850) |

Equity attributable to owners of the parent

| | | | | |
|---------------------------|-------|---------|---|---|
| Non-controlling interests | (520) | (1,816) | - | - |
|---------------------------|-------|---------|---|---|

| | | | | |
|---------------------|---------------|---------------|---------------|---------------|
| Total equity | 68,031 | 69,076 | 68,551 | 70,892 |
|---------------------|---------------|---------------|---------------|---------------|

| | | | | |
|-------------------------------------|---------------|---------------|---------------|---------------|
| Total equity and liabilities | 75,349 | 78,072 | 71,486 | 74,190 |
|-------------------------------------|---------------|---------------|---------------|---------------|

1(b)(ii) Aggregate amount of Group's borrowings and debt securities as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year

Amount repayable in one year or less, or on demand

| As at 31 December 2024 (Unaudited) | | As at 31 December 2023 (Audited) | |
|---------------------------------------|-----------------------|-------------------------------------|-----------------------|
| Secured US\$'000 | Unsecured US\$'000 | Secured US\$'000 | Unsecured US\$'000 |
| 423 | 304 | 342 | 410 |

Amount repayable after one year

| As at 31 December 2024 (Unaudited) | | As at 31 December 2023 (Audited) | |
|---------------------------------------|-----------------------|-------------------------------------|-----------------------|
| Secured US\$'000 | Unsecured US\$'000 | Secured US\$'000 | Unsecured US\$'000 |
| 2,212 | 1,212 | 2,258 | 1,634 |

Details of any collateral

- The Group has non-recourse debt to the Israeli Innovation Authority ("IIA") (formerly known as the Office of the Chief Scientist) of the Israeli Ministry of Economy and Industry. These loans were extended from the IIA for the purpose of funding Portfolio Companies, and these loans were secured by liens on shares of the following Portfolio Companies for which the loans were granted:

| Name of Portfolio Company | Number of shares in each Portfolio Company pledged in favor of the IIA | |
|---------------------------|--|-------------------------------|
| | As at | As at |
| | 31 December 2024 (Unaudited) | 31 December 2023 (Audited) |
| ProArc Medical Ltd. | - ¹ | 34,860 |

For more information, please refer to the Company's offer document dated 16 November 2015.

- The Company has 30,877 pledged shares in favor of Agriline Limited² ("**Agriline**") in relation to the short-term loan.

During 2022, the Company signed a loan agreement with Agriline, pursuant to which Agriline has granted a loan facility in the principal amount of US\$0.7 million (the "**Loan**") to the Company, for the purpose of financing a part of the Company's participation in the Series C fundraising round of Vensica Medical Ltd. ("**Vensica**"), a portfolio company of the Group. The Loan bears a variable

¹ Following the expiry of the loan in H1 2024 the number of pledged shares as at 31 December 2024 is nil.

² Agriline Limited is ultimately held by Geneva Trust Company (GTC) SA as Trustees of The VT Two Trust. Librae Holdings Limited, ultimately held by Geneva Trust Company (GTC) SA as Trustees of The Tchenguiz Three Trust, currently holds 29.77% of the issued share capital of the Company and is thereby considered a controlling shareholder of the Company under the Catalist Rules. As Mr. Vincent Tchenguiz is the discretionary beneficiary of both trusts, Agriline Limited is an "interested person" as defined under Chapter 9 of the Catalist Rules.

interest rate based on the changes in the valuation of Vensica, up to an annual rate of 7%. As of 31 December 2024, the loan's fair value is US\$423,000.

1(c) A condensed interim statement of cash flows (for the Group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

Condensed Interim Consolidated Statement of Cash Flows

| | Full Year Ended | |
|---|---|---|
| | 31 December 2024 (Unaudited) US\$'000 | 31 December 2023 (Audited) US\$'000 |
| CASH FLOWS FROM OPERATING ACTIVITIES: | | |
| Net loss | (10,199) | (34,721) |
| <u>Adjustments to reconcile (loss)/income to net cash provided by/(used in) operating activities:</u> | | |
| Adjustments to the profit or loss items: | | |
| Depreciation | 724 | 772 |
| Loss from changes in fair value of investments in Portfolio Companies, net | 3,126 | 27,032 |
| Financial income, net | (139) | (567) |
| Financial expense related to Contingent Consideration | - | 744 |
| Loss from disposal of property, plant and equipment | 11 | 15 |
| Income from services to Portfolio Companies | (889) | (2,589) |
| Share-based payments | 69 | 358 |
| Changes in asset and liability items: | | |
| Increase in short-term loans to Portfolio Companies | - | (28) |
| Decrease in accounts and other receivables | 1,613 | 5,400 |
| Decrease in deferred revenues | (95) | (53) |
| (Decrease) / increase in trade and other payables | (19) | 928 |
| Decrease in other long-term liabilities | (205) | (4) |
| | <u>4,198</u> | <u>32,008</u> |
| Investments in Portfolio Companies | (2,818) | (3,745) |
| | <u>(2,818)</u> | <u>(3,745)</u> |
| Cash (paid)/received during the year for: | | |
| Interest paid | (15) | (10) |
| Interest received | - | 125 |
| | <u>(15)</u> | <u>115</u> |
| Net cash used in operating activities | <u><u>(8,836)</u></u> | <u><u>(6,343)</u></u> |

| | Full Year Ended | |
|--|-------------------------|-------------------------|
| | 31 December 2024 | 31 December 2023 |
| | (Unaudited) | (Audited) |
| | US\$'000 | US\$'000 |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | |
| Purchase of property, plant and equipment | (27) | (78) |
| Changes in short-term bank deposits, net | (921) | 2,000 |
| Net cash (used in)/provided by investing activities | (948) | 1,922 |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | |
| Issuance of shares, net | 5,645 | 6,370 |
| Investment agreement from non-controlling interests | 3,463 | - |
| Payment of lease liability | (479) | (548) |
| Loans received from the Israel Innovation Authority | 16 | 144 |
| Net cash provided by financing activities | 8,645 | 5,966 |
| (Decrease) / increase in cash and cash equivalents | (1,139) | 1,545 |
| Cash and cash equivalents at the beginning of the year | 6,110 | 4,565 |
| Cash and cash equivalents at the end of the year | 4,971 | 6,110 |
| Non-cash transactions: | | |
| Issuance of shares | - | 1,100 |
| Right of use asset recognized against lease liability | - | 436 |

1(d)(i) A condensed interim statement (for the issuer and Group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Statement of Changes in Equity - Group

| (Unaudited) | Share Capital | Share premium | Reserve from transaction with non-controlling interests | Reserve from hedge | Reserve from share-based payment transactions | Retained earnings | Total | Non-controlling interests | Total equity |
|--|----------------------|----------------------|--|---------------------------|--|--------------------------|-----------------|----------------------------------|---------------------|
| | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 |
| Balance as at 1 January 2024 | 2,605 | 93,815 | 352 | 73 | 5,249 | (31,202) | 70,892 | (1,816) | 69,076 |
| Net loss and total comprehensive loss | - | - | - | (23) | - | (9,425) | (9,448) | (774) | (10,222) |
| Issuance of shares, net | 354 | 5,291 | - | - | - | - | 5,645 | - | 5,645 |
| Expired options | - | 264 | - | - | (264) | - | - | - | - |
| Shares issued to non-controlling interests | - | - | 1,393 | - | - | - | 1,393 | 2,070 | 3,463 |
| Cost of share-based payments | - | - | - | - | 69 | - | 69 | - | 69 |
| Balance as at 31 December 2024 | 2,959 | 99,370 | 1,745 | 50 | 5,054 | (40,627) | 68,551 | (520) | 68,031 |
| (Audited) | | | | | | | | | |
| Balance as at 1 January 2023 | 2,373 | 86,577 | 352 | - | 4,891 | 2,793 | 96,986 | (1,090) | 95,896 |
| Net loss and total comprehensive loss | - | - | - | 73 | - | (33,995) | (33,922) | (726) | (34,648) |
| Issuance of shares, net | 232 | 7,238 | - | - | - | - | 7,470 | - | 7,470 |
| Cost of share-based payments | - | - | - | - | 358 | - | 358 | - | 358 |
| Balance as at 31 December 2023 | 2,605 | 93,815 | 352 | 73 | 5,249 | (31,202) | 70,892 | (1,816) | 69,076 |

Condensed Interim Statement of Changes in Equity - Company

| (Unaudited) | Share Capital | Share premium | Reserve from hedge | Reserve from share- based payment transacti ons | Retained earnings | Total |
|---------------------------------------|------------------|------------------|--------------------------|---|----------------------|---------------|
| | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 |
| Balance as at 1 January 2024 | 2,605 | 93,815 | 73 | 5,249 | (30,850) | 70,892 |
| Net loss and total comprehensive loss | - | - | (23) | - | (8,032) | (8,055) |
| Issuance of shares, net | 354 | 5,291 | - | - | - | 5,645 |
| Expired options | - | 264 | - | (264) | - | - |
| Cost of share-based payments | - | - | - | 69 | - | 69 |
| Balance as at 31 December 2024 | 2,959 | 99,370 | 50 | 5,054 | (38,882) | 68,551 |
| (Audited) | | | | | | |
| Balance as at 1 January 2023 | 2,373 | 86,577 | - | 4,891 | 3,145 | 96,986 |
| Net loss and total comprehensive loss | - | - | 73 | - | (33,995) | (33,922) |
| Issuance of shares, net | 232 | 7,238 | - | - | - | 7,470 |
| Cost of share-based payments | - | - | - | 358 | - | 358 |
| Balance as at 31 December 2023 | 2,605 | 93,815 | 73 | 5,249 | (30,850) | 70,892 |

Notes to the condensed interim consolidated financial statements

1. Corporate information

The Trendlines Group Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) was incorporated in Israel in 2007. Since its incorporation, the Company has been engaged in establishing and investing in innovative agrifood tech and medical device companies primarily through its subsidiaries: Trendlines Investments Israel Ltd. (formerly Trendlines Agtech-Mofet Ltd.), Trendlines Agrifood Innovation Centre Ltd. (“**AFIC**”), and Trendlines Medical Singapore Pte Ltd. (“**TMS**”). The Company’s subsidiaries represent one business segment for management reporting purposes. These condensed interim consolidated financial statements for the six months and for the year ended 31 December 2024 comprise the Company and its subsidiaries (collectively, the Group).

Additionally, the Group manages investment funds: The Trendlines Agrifood Fund Pte Ltd. with Trendlines Venture Holdings as General Partner (“**GP**”), The Bayer Trendlines Ag Innovation Fund with AgFund GP as the GP, The Maryland Israel Trendlines Fund with Maryland GP as the GP.

In November 2015, the Company completed an initial public offering (“**IPO**”) on the Catalist of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”). The Company is trading on ticker SGX: 42T.

Trendlines Investments Israel Ltd. operates under franchise agreements with the State of Israel, through the IIA of the Ministry of Economy and Industry which ended in 31 December 2023. The termination of the franchise agreements will not have a material impact on the Company's operations as the Company is no longer planning to establish new portfolio companies and intends to devote its efforts and resources to our existing portfolio to bring them to maturity and success.

The Company’s headquarters is located at 17 T’chelet Street, Misgav Business Park, M.P. Misgav 2017400, Israel.

2. Basis of Preparation

The condensed interim financial statements of the Group for the six months ended 31 December 2024 have been prepared in accordance with IAS 34 Interim Financial Reporting as issued by the International Accounting Standards Board. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last interim financial statements for the period ended 30 June 2024.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with IFRS Accounting Standards (“**IFRS**”), except for the adoption of new and amended standards as set out in Paragraph 5 of Other Information required by Catalist Rule Appendix 7 C below.

The condensed interim financial statements are presented in US dollars, which is the functional currency of the Company and its material subsidiaries.

2.1. New and amended standards adopted by the Group

A number of amendments to IFRS standards have become applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting those amendments.

2.2. Use of judgments and estimates

In preparing the condensed interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 December 2023.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

3. Seasonal operations

The Group's businesses are not affected by seasonal or cyclical factors during the financial period.

4. Fair value measurement

- a. The following table presents the fair value measurement hierarchy for the Group's investments and loans (in US\$'000).

| | The Group | | | | | | | |
|------------------------------------|---------------------------------|----------|---------------|---------------|-------------------------------|----------|---------------|---------------|
| | 31 December 2024 (Unaudited) | | | | 31 December 2023 (Audited) | | | |
| | Level 1 | Level 2 | Level 3 | Total | Level 1 | Level 2 | Level 3 | Total |
| Financial assets | | | | | | | | |
| Investments in Portfolio Companies | - | - | 66,101 | 66,101 | - | - | 66,409 | 66,409 |
| Short-term bank deposits | 93 | - | - | 93 | 90 | - | - | 90 |
| | <u>93</u> | <u>-</u> | <u>66,101</u> | <u>66,194</u> | <u>90</u> | <u>-</u> | <u>66,409</u> | <u>66,499</u> |
| Financial liabilities | | | | | | | | |
| Loan | - | - | 423 | 423 | - | - | 342 | 342 |
| Loans from IIA | - | - | 2,212 | 2,212 | - | - | 2,258 | 2,258 |
| | <u>-</u> | <u>-</u> | <u>2,635</u> | <u>2,635</u> | <u>-</u> | <u>-</u> | <u>2,600</u> | <u>2,600</u> |

b. Valuation process and techniques

Valuations are the responsibility of the Group's management and the board of directors of the Company.

Investment in privately held Portfolio Companies - level 3

The valuation of significant Portfolio Companies is performed by external independent valuers.

The valuations are also subject to quality assurance procedures performed by the Group's management. The Group's management verifies the major inputs applied in the latest valuation by comparing the information in the valuation computation to relevant documents and market information. In addition, the accuracy of the computation is tested. The latest valuation is also

compared with the valuations of the two preceding annual periods. If fair value changes (positive or negative) are more than certain thresholds set, the changes are further considered by the Group's management.

The Group's management considers the appropriateness of the valuation methods and inputs and may request that alternative valuation methods are applied to support the valuation arising from the method chosen.

c. General overview of valuation approaches used in the valuation.

Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

There are four valuation methodologies available which were used in the valuation of the Portfolio Companies: income approach, market approach, cost approach and option pricing model. A brief discussion of each methodology follows.

1. Income Approach

The income approach utilizes a procedure generally known as the discounted cash flow ("DCF") method of valuation. The DCF method measures value by reference to an enterprise's expected future debt-free cash flows from business operations. This typically involves a projection of income and expense and other sources and uses of cash, the assignment of a terminal (or residual) value at the end of the projection period that is reasonably consistent with the key assumptions and long-term growth potential of the business, and a determination of an appropriate discount rate that reflects the risk of achieving the projections. Factors that form the basis for expected future financial performance include:

- Historical and projected growth rates;
- Business plans or operating budgets for the enterprise in question;
- Prevailing relevant business conditions and industry trends, including growth expectations in light of general market growth, competitive environment and market position;
- Anticipated needs for working and fixed capital;
- Historical and expected levels and trends of operating profitability.

A projection period of annual free cash flows plus an estimated terminal value, which represents the value of the business enterprise beyond the projection period, are discounted to present value through the application of a discount rate that reflects the weighted average cost of capital for the enterprise.

The present value of aggregate annual free cash flows plus the terminal value represents the total capital or the net asset value of the operating entity, which equals the combined debt and equity capital or enterprise value of the company.

2. Market Comparable Approach

The market comparable approach examines either publicly traded companies or acquisitions of privately held companies within the same industry as the subject business entity. Market-derived multiples based on such measures as earnings, book value, cash flow and revenues are typically applied to the appropriate financial indicators of the subject entity to determine a range of total capital values for the business.

Companies might typically be considered comparable even though their product mixes or corporate sizes differ, so long as valuation ranges are rationalized in terms of relative financial performance and capital structure considerations such as:

- Historical and prospective growth;
- Absolute and relative profit margins and cost determinants;
- Capital structure (leverage);
- Liquidity

3. Cost Approach

The underlying premise when using the cost approach is that the book value or cost of an asset is equal to its fair value. Certain adjustments are made to assets on a case-by-case basis if this premise does not hold true. This approach is an important tool for determining the fair value of companies in a very preliminary development stage, particularly when reliable data relating to revenue forecasts are not available.

4. Option Pricing Model ("OPM")

The OPM is a generally accepted valuation model used in evaluating companies with different classes of shares. The OPM considers the various terms of the stockholder agreements that would affect the distributions to each class of equity upon a liquidity event, including the level of seniority among the securities, dividend policy, conversion ratios, and cash allocations. In addition, the method implicitly considers the effect of the liquidation preference as of the future liquidation date, not as of the valuation date. The OPM (or a related hybrid method) is the most appropriate method to use when specific future liquidity events are difficult to forecast.

5. Related party transactions

A. Balances and transactions:

1. The following table summarizes balances with related parties in the statements of financial position (in US\$'000):

| | The Group Portfolio Companies | |
|--------------------------------|----------------------------------|-------------------------------|
| | 31 December 2024 (Unaudited) | 31 December 2023 (Audited) |
| Assets: | | |
| Accounts and other receivables | 114 | 99 |
| Short-term loans | 119 | 119 |
| | | |
| | The Group Related party | |
| | 31 December 2024 (Unaudited) | 31 December 2023 (Audited) |
| Liabilities: | | |
| Loan | (423) | (342) |

2. The following table summarizes the transactions with related parties in the consolidated statements of profit or loss and other comprehensive income (in US\$'000):

| | Year ended December 31, | | | |
|--|-------------------------|--------------------------------------|---------------------|--------------------------------------|
| | 2024 | | 2023 | |
| | (Unaudited) | | (Audited) | |
| | Portfolio Companies | Associates and other related parties | Portfolio Companies | Associates and other related parties |
| Income from services to Portfolio Companies | 1,494 | - | 3,215 | - |
| Operating, general and administrative expenses | - | - | - | (6) |
| Financial expenses (change in loan fair value) | - | (81) | - | (50) |

3. The Group rendered services to Portfolio Companies, which include rent, local taxes, receptionist services, communications services, utilities, computer system, office insurance and chairmanship.

B. Compensation of key management personnel of the Group (in US\$'000):

| | Year ended 31 December 2024 | Year ended 31 December 2023 |
|-------------------------------|-----------------------------|-----------------------------|
| | (Unaudited) | (Audited) |
| Salaries and related expenses | 2,010 | 2,868 |
| Share-based payment | 361 | 250 |
| | 2,371 | 3,118 |

6. Taxes on income

Deferred taxes (in US\$'000)

| | Statements of financial position | | | | Statements of profit or loss | |
|---|----------------------------------|-----------|-------------|-----------|------------------------------|-----------|
| | The Group | | The Company | | Year ended 31 December | |
| | 31 December | | 31 December | | Year ended 31 December | |
| | 2024 | 2023 | 2024 | 2023 | 2024 | 2023 |
| | (Unaudited) | (Audited) | (Unaudited) | (Audited) | (Unaudited) | (Audited) |
| Deferred tax liabilities: | | | | | | |
| Investment in Portfolio Companies at fair value | 7,715 | 6,903 | 4,377 | 4,820 | 813 | (4,513) |
| Loans from IIA | 3,181 | 2,981 | 511 | 448 | 200 | 131 |
| | 10,896 | 9,884 | 4,888 | 5,268 | 1,013 | (4,382) |
| Deferred tax assets: | | | | | | |
| Carry-forward tax losses | 10,680 | 9,462 | 4,888 | 5,268 | (1,219) | 3,724 |
| Deferred revenues | - | 204 | - | - | 204 | 596 |
| Other | 216 | 218 | - | - | 2 | 62 |
| | 10,896 | 9,884 | 4,888 | 5,268 | (1,013) | 4,382 |
| Deferred tax (benefit) | | | | | - | - |

Deferred tax liabilities, net - - - -

7. Investments in portfolio companies

The following is the number of Portfolio Companies with positive fair value (in US\$'000):

| | 31 December 2024 (Unaudited) | | 31 December 2023 (Audited) | |
|--------------------------------|---------------------------------|------------------------|-------------------------------|------------------------|
| | Fair Value | Number of Companies | Fair Value | Number of Companies |
| Companies in Incubation Period | 6,103 | 6 | 6,549 | 7 |
| Incubator Graduate Companies | 58,763 | 26 | 58,110 | 26 |
| Other Portfolio Companies | 1,235 | 3 | 1,750 | 4 |
| | <u>66,101</u> | <u>35</u> | <u>66,409</u> | <u>37</u> |

8. Property, plant and equipment:

During the year ended 31 December 2024, the Group acquired assets amounting to approximately US\$0.03 million (31 December 2023: US\$0.08) and disposed assets amounting to approximately US\$0.01 million (31 December 2023: US\$0.02 million).

9. Subsequent events

During January 2025, the Group signed a loan agreement with Agriline, pursuant to which Agriline has granted a loan facility in the principal amount of US\$2.3 million (the “**Loan**”) to the Company, The Loan bears no interest. The loan has no pledges or securities. The loan terms are for 24 months to be paid out of Repayment Event*. The loan agreement is muted on the implications in the event of non-repayment due to insufficient funds.

Save for the above, there are no other known subsequent events which have led to adjustments to this set of annual financial statements.

*Repayment Event shall mean that as long as the Loan Amount is outstanding and have not been fully repaid, the Company is required to repay the loan amount in full when any of the following transactions that occurs: (i) the closing by the Borrower of a private offering or public offering or M&A Transaction, or (ii) distribution by a portfolio company of the Borrower of any distribution.

PART II – OTHER INFORMATION REQUIRED BY CATALIST RULE APPENDIX 7C

- 1(d)(ii) Details of any changes in the company’s share capital arising from rights issue, bonus issue, subdivision, consolidation, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the

aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

Share Capital – Ordinary Shares

Rights Issue

The Company's share capital increased pursuant to a rights issue which was completed on 27 May 2024. The Company had issued and allotted 64,714,113 new ordinary shares of the Company, at an issue price of S\$0.06 per share which raised net proceeds of approximately S\$3.7 million (approximately US\$2.8 million at an exchange rate of US\$0.75 = S\$1.00) (the "**2024 Rights Issue**"). The expenses for the 2024 Rights Issue were approximately S\$150K (approximately US\$113K).

Subscription

In addition, the Company's share capital increased pursuant to a subscription which was completed on 7 November 2024. The Company had issued and allotted 67,229,655 new ordinary shares of the Company, at an issue price of S\$0.06 per share which raised net proceeds of approximately S\$4.0 million (approximately US\$3.0 million at an exchange rate of US\$0.75 = S\$1.00) (the "**2024 Proposed Subscription**"). The expenses for the 2024 proposed subscription were approximately S\$150K (approximately US\$113K).

As at 31 December 2024, the issued share capital of the Company is 1,092,054,062.

As at 31 December 2024, there are 47,766,087 outstanding options which can be converted into 47,766,087 ordinary shares of the Company which were granted under the 2015 Option Plan of the Company (31 December 2023: 86,058,747 outstanding options which can be converted into 86,058,747 Shares).

Save as disclosed above, the Company did not have any other convertibles as at 31 December 2024 and 31 December 2023.

There were also no treasury shares or subsidiary holdings as at 31 December 2024 and 31 December 2023.

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

| | As at 31 December 2024 (Unaudited) | As at 31 December 2023 (Audited) |
|-------------------------------|---------------------------------------|-------------------------------------|
| Total number of issued shares | 1,092,054,062 | 960,110,294 |

The Company did not have any treasury shares as at 31 December 2024 and 31 December 2023.

1(d)(iv) A statement showing all sales, transfers, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

Not applicable. The Company did not have any treasury shares during and as at the end of the current financial period reported on.

1(d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

Not applicable. The Company did not have any subsidiary holdings during and as at the end of the current financial period reported on.

2. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

The figures have not been audited or reviewed by the Company's auditors.

3. Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter)

Not applicable. The figures have not been audited or reviewed by the Company's auditors.

3A. Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion: -

(a) Updates on the efforts taken to resolve each outstanding audit issue.

(b) Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.

This is not required for any audit issue that is a material uncertainty relating to going concern.

Not applicable, as the Company's latest financial statements are not subject to an adverse opinion, qualified opinion or disclaimer of opinion.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied

Save as disclosed in Section 5 below, the accounting policies and methods of computation adopted in the financial statements for the current reporting period are consistent with those disclosed in the most recently audited consolidated financial statements for the financial year ended 31 December 2023.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

The Group has adopted applicable new IFRS and Interpretations of Financial Reporting Standards ("INT FRS") and amendments thereof, that are effective for the annual periods beginning on or after 1 January 2024.

The following are the amendments to IFRS and INT FRS adopted by the Group:

1. Amendments to IAS 1 – Presentation of Financial Statements.
2. Amendments to IFRS 16 – Leases.
3. Amendments to IAS 7 – Statement of Cash Flows, and IFRS 7 - Financial Instruments: Disclosures.

The Group's adoption of the applicable new IFRS and INT FRS had no material effect on the financial statements of the Group for the financial period ended 31 December 2024.

6. Earnings per ordinary share of the Group for the current period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

| Loss per share ("LPS") | Group | |
|--|---------------------------------|-------------------------------|
| | Full Year Ended | |
| | 31 December 2024 (Unaudited) | 31 December 2023 (Audited) |
| Loss attributable to owners of the parent for the computation of basic and diluted net loss (US\$'000) | (9,425) | (33,995) |
| Weighted average number of ordinary shares in issue (in thousands) | 1,007,758 | 922,418 |
| Basic and fully diluted (LPS) (cents) | (0.9) ⁽¹⁾ | (3.7) ⁽¹⁾ |

Notes:

(1) Fully diluted (LPS) of the Group for the financial year ended 31 December 2024 and 2023 is the same as their respective basic (LPS) because the potential ordinary shares to be converted under any convertible securities are anti-dilutive.

7. Net asset value (for the issuer and Group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the

(a) Current period reported on; and

(b) Immediately preceding financial year

| Net asset value ("NAV") | Group | | Company | |
|------------------------------------|---------------------|---------------------|---------------------|---------------------|
| | 31 December 2024 | 31 December 2023 | 31 December 2024 | 31 December 2023 |
| | (Unaudited) | (Audited) | (Unaudited) | (Audited) |
| NAV (US\$) (US\$'000) | 68,551 | 70,892 | 68,551 | 70,892 |
| Number of ordinary shares in issue | 1,092,054,062 | 960,110,294 | 1,092,054,062 | 960,110,294 |
| NAV per ordinary share (US\$) | 0.06 | 0.07 | 0.06 | 0.07 |

8. **A review of the performance of the Group, to the extent necessary for a reasonable understanding of the Group's business. The review must discuss: -**

- (a) **any significant factors that affected the turnover, costs, and earnings of the Group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and**
- (b) **any material factors that affected the cash flow, working capital, assets or liabilities of the Group during the current financial period reported on**

Consolidated Statement of Comprehensive Income

Review for the performance of the Group for the financial year ended 31 December 2024 ("FY2024") as compared to the financial year ended 31 December 2023 ("FY2023").

Loss from change in fair value of investments in Portfolio Companies, net.

The loss in fair value of investments in Portfolio Companies was US\$3.1 million in FY2024 as compared to a loss in fair value of investments of US\$27.0 million in FY2023.

In FY2024, there was an increase of US\$7.4 million in the fair value of various Portfolio Companies, based on factors such as the favorable terms on which each Portfolio Company completed its fund-raising exercises and each Portfolio Company's commercial or technological progress. In general, favorable terms for fund raising exercises/exits and higher commercial or technological progress would lead to higher fair values.

The increase in fair value of investments in Portfolio Companies was mainly offset by:

- (i) A decrease of approximately US\$8.2 million in the fair value of various Portfolio Companies mainly as a result of the completion of fund-raising exercises at less favorable terms to the Company, and general commercial or technological difficulties demonstrated in some Portfolio Companies in FY2024; and
- (ii) The write off of two Portfolio Companies of approximately US\$2.3 million as a result of a lack of funding.

Income from services to Portfolio Companies

Income from services to Portfolio Companies comprised approximately US\$0.6 million received as overhead reimbursement from our Portfolio Companies and approximately US\$0.9 million value of non-cash benefits received from the IIA in Israel. Income from value of non-cash benefits received from the IIA in Israel decreased by approximately US\$1.7 million or 65.66% mainly due to lower number of new Portfolio Companies that were serviced by the Group in FY2024 as compared to that in FY2023.

Income from contracted R&D services

Income from contracted R&D services decreased by approximately US\$1.7 million or 53.53% due to the closure of Labs as announced by the Company in its announcement dated 27 November 2024.

Financial income

Financial income decreased by US\$0.7 million mainly due to (i) a slight strengthening of the Israeli New Shekel against the USD in FY2024 as compared to a weakening of the Israeli New Shekel against the USD in FY2023 and (ii) the re-valuation of the existing loans from the IIA.

Expenses

Operating, general and administrative expenses

Operating, general and administrative expenses decreased by approximately US\$1.2 million or 11.90%. This is in accordance with the company's strategy of reorganizing operating activities, reducing staff, and significantly reducing expenses as announced by the company on 21 November 2022. However, the decrease in expenses was less than expected due to the misappropriation from funds in the Agrifood Innovation Center in Singapore ("AFIC"). The Company is still in the midst of carrying out the investigation on the misappropriation of funds with the assistance of a professional third party and will provide further details in due course.

R&D expenses, net

R&D expenses, decreased by US\$1.2 million or 71.95% due to the closure of Labs as announced by the Company in its announcement dated 27 November 2024.

Financial expenses

Financial expenses decreased by US\$1.6 million in FY 2024 as compared to FY 2023 mainly as a result of the reduction in FY 2023 in the fair value of the receivable which was recorded upon the sale of our former Portfolio Company, ApiFix Ltd. to OrthoPediatrics Corp in April 2020. For clarity, there are no receivable remaining from the sale of our former Portfolio Company, ApiFix Ltd. to OrthoPediatrics Corp as of 31 December 2024.

Loss before income taxes

In view of the above, loss before tax benefit in FY2024 was approximately US\$10.2 million compared to a loss of approximately US\$34.7 million in FY2023, mainly due to the loss from the change in fair value of investments in Portfolio Companies as compared to the loss on this item in FY2023.

Consolidated Statements of Financial Position

Comparative performance for both assets and liabilities are based on the Group's financial statements as at 31 December 2024 and 31 December 2023.

Non-current assets

Investments in Portfolio Companies

The investments in Portfolio Companies of US\$66.1 million as at 31 December 2024 comprised of 35 Portfolio Companies presented at fair value (not including the 12 consolidated Singapore based companies). There was a decrease of US\$0.3 million or 0.5% as compared to 31 December 2023.

The changes in the value of our investments in Portfolio Companies were mainly due to:

- i. A decrease of approximately US\$7.3 million in the fair value of various Portfolio Companies mainly as a result of the completion of fund-raising exercises at less favorable terms to the Company and general commercial or technological difficulties demonstrated in some Portfolio Companies in FY2024; and
- ii. The write off of two Portfolio Companies of approximately US\$2.3 million due to a lack of funding.

The decrease in fair value of investments in Portfolio Companies was offset by an aggregate net increase of US\$9.3 million in the fair value of various Portfolio Companies which was derived based on factors such as the terms on which each Portfolio Company completed its fund-raising exercises and each Portfolio Company's commercial or technological progress. In general, favorable terms for fund raising exercises/exits and higher commercial or technological progress would lead to higher fair values.

Right of use asset

Right of use assets decreased by approximately US\$0.5 million mainly due to a shorter period remaining on the lease.

Current assets

Cash and cash equivalents

Please refer to the section "Consolidated Statement of Cash Flows" below for explanation on cash provided by operating activities.

Our total cash and cash equivalents and short-term bank deposits represent 85.62% of our total current assets.

Short term deposit

Short term bank deposit increased by approximately US\$0.9 million mainly due to new deposit that the company obtained during 2024.

Accounts and other receivables

Accounts and other receivables decreased by US\$1.6 million as at 31 December 2024 mainly due to receipt of the final instalment from the sale of our former Portfolio Company, ApiFix Ltd., to OrthoPediatrics Corp in H1 2020.

Total assets

Based on the above, total assets decreased by approximately 3.49% from US\$78.1 million as at 31 December 2023 to US\$75.3 million as at 31 December 2024. This was mainly due to a decrease in accounts and other receivables of US\$1.6 million.

Non-current liabilities

Loans from the Israel Innovation Authority

The loans from the IIA decreased by US\$0.05 million or 2.04%, from US\$2.3 million as at 31 December 2023 to US\$2.2 million as at 31 December 2024, mainly due to the decrease in fair value of specific

Portfolio Companies for which the loans were received, which forms the basis for the calculation of the value of the loans from the IIA in the Group's financial statements.

Lease Liabilities

As at 31 December 2024, long term lease liabilities amounted to US\$1.2 million (in addition to US\$0.3 million presented as current lease liability) decreased by approximately US\$0.5 million due to a shorter period remaining on the lease.

Current liabilities

Trade and other payables

Trade and other payables remained largely the same, on one side, the decreased is mainly due to provisions relating to projects in the Singapore portfolio companies, on the other side, they increased due to the misappropriation as the Company has accrued the misappropriated amount to potentially provide to the Trendlines Agrifood Fund, managed by AFIC, and the portfolio company that was affected by the misappropriation.

Short-term deferred revenues

The Company's deferred revenues are recognized over a period of 24 months (commencing from the date on which the Group provides its service to the respective Portfolio Company).

A decrease of US\$1.0 million in the short-term deferred revenue was mainly due to the absence of new portfolio companies in line with the Company's decision not to invest in new portfolio companies, and the fact that all of the Company's portfolio companies have completed their incubator period. When a company begins the incubator period, the Company records deferred income that is spread over 24 months. When the incubator period ends, the deferred income also ends.

Equity

As at 31 December 2024, equity attributable to equity holders of the Company amounted to approximately US\$68.0 million.

Consolidated Statement of Cash Flows

Net cash used in operating activities of US\$8.8 million in FY2024 was mainly due to a net loss of US\$10.2 million and adjustments for non-cash items such as (i) loss from changes in fair value of investments in Portfolio Companies of approximately US\$3.1 million; (ii) income from services to Portfolio Companies and R&D contracted services of approximately US\$0.9 million; (iii) investments in Portfolio Companies, net of approximately US\$2.8 million; (iv) decrease in accounts and other receivables of approximately US\$1.6 million.

Net cash provided by financing activities of US\$8.6 million in FY2024 was mainly due to an issuance of shares, net of approximately US\$5.6 million, and a series A round investment and SAFE investment in to 6 consolidated portfolio companies in Singapore, involved investors both in Singapore, US and Trendlines Medical Singapore (a subsidiary of the company) and matching funds by SEEDs capital the investment arm of a government agency in Singapore, Enterprise Singapore in total of US\$3.5 million. This increase is offset by the payment of lease liability of Approximately US\$0.5 million.

Net cash used in investing activities of US\$0.9 million in FY2024 was mainly due to the new deposit that the company obtained during FY2024.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

In line with the net loss recorded by the company of US\$10.2 million, the profit warning announcement dated on 10 February 2025 does not vary from the actual results set out in this announcement.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

Following the terrorist attack on Israel on October 7, 2023, the entire region saw heightened conflict throughout 2024. From the outset, we closely monitored the effects on the Group and our portfolio companies, providing support as needed. Fortunately, despite the challenges and some setbacks, neither Trendlines nor our portfolio companies have faced serious negative outcomes arising from the security situation. With ceasefire agreements in place at the start of 2025, we remain hopeful that these tensions will soon de-escalate, and stability will return to the region.

At the start of 2024, the Company accelerated its efforts to implement cost-cutting measures. Alongside its previously announced decision to discontinue investments in new companies for the foreseeable future, the Company's focus shifted entirely to supporting its existing portfolio. This strategy includes discontinuing non-core activities that fall outside the Company's primary competencies and strategic objectives, for example the disposal of Trendlines Innovation Labs and the early dissolution of the Bayer Trendlines Ag Innovation Fund. These adjustments have already begun to reduce the Company's cash burn by lowering operating expenses, a positive trend that is expected to persist moving forward.

Overall, 2024 was a very successful year marking the highest amount of external investments into portfolio companies at ~US\$42 million, as well as a number of technological and commercial achievements attained despite the challenging geopolitical situation. We remain cautiously optimistic that this trend will extend through 2025.

In May 2024, the Company raised S\$3.7 million (approximately US\$2.8 million), through a Rights Issue. This was followed by a Subscription transaction, which was completed in December 2024, raising a total of S\$4.0 million (approximately US\$3.0 million). The success of the Rights Issue and Subscription secures the necessary cash for investments into the Company's existing portfolio companies, augmenting their growth for better exits in the future. The total expenses for the 2024 Rights Issue and the 2024 Subscription were US\$0.2 million.

At the end of 2024, the Company became aware of a case of misappropriation by an employee of the Trendlines Agrifood Innovation Centre Pte. Ltd. The matter was swiftly dealt with, and the Company has since commissioned a professional third party to investigate the misappropriations and the investigation is currently ongoing. The Company shall update the shareholders on the findings upon completion of the investigation. The Company has taken immediate pre-emptive measures to deal with the immediate risk and recommendations and measures will be further taken following the completion of the investigation.

The Company continues to prioritize its investment efforts in the medical and agrifood technology sectors. It recognizes the strong and ongoing demand for innovative solutions in these areas, which presents growth opportunities for both investment and liquidity. This perspective is reinforced by recent global challenges: an increased emphasis on healthcare and food security driven by the COVID-19 pandemic, the management of chronic disease to reduce healthcare costs, along with the effects of climate change, highlights the critical role of advancements in medical and agrifood technologies in ensuring the sustainability of global health and food systems.

11. Dividend

If a decision regarding dividend has been made: -

- (a) Whether an interim (final) dividend has been declared (recommended); and

No dividend has been declared or recommended for the current reporting period.

- (b)(i) Amount per share (cents)
(Optional) Rate (%)
Not applicable.

- (b)(ii) Previous corresponding period (cents)
(Optional) Rate (%)
Not applicable.

- (c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

Not applicable. No dividend has been declared or recommended for the previous corresponding period.

- (d) The date the dividend is payable.

Not applicable.

- (e) The date on which Registrable Transfers receive by the Company (up to 5.00pm) will be registered before entitlements to the dividend are determined.

Not applicable.

12. If no dividend has been declared/recommended, a statement to that effect and the reason(s) for the decision.

On 14 June 2021 the company announced its dividend policy, by which Net Exit Proceeds, as defined in the announcement on 14 June 2021, received during any financial year will first be applied, if necessary, to bring the Company's year-end cash balance to US\$15 million. Once this cash goal is met, at least 20% of the remaining Net Exit Proceeds will be paid as dividends. As we do not meet the above-mentioned guidance, no dividend will be distributed.

13. If the group has obtained a general mandate from shareholders for interested person transactions ("IPT"), the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT

mandate has been obtained, a statement to that effect.

The Company does not have a general mandate for recurrent interested person transactions. There were no interested person transactions which were more than S\$100,000 entered during FY2024.

While the total amount invested by Agriline Limited³ in 10 portfolio companies was S\$2.8 million, the value of the transactions (which is the amount at risk to the Company) is zero.

14. Use of proceeds from the Proposed Subscription

The Company refers to the net proceeds amounting to S\$19.8 million received from the 8 instalments of the Proposed Subscription (“**Net Proceeds**”).

As at the date of this announcement, the status on the use of the Net Proceeds is as follows:

| <u>Use of Net Proceeds</u> | <u>Amount allocated (S\$'000)</u> | <u>Amount utilized (S\$'000)</u> | <u>Balance (S\$'000)</u> |
|--|---|--|------------------------------|
| Direct and indirect investments into new, prospective or existing Portfolio Companies | 13,860 | 13,860 | - |
| General working capital * | 5,940 | 3,206 | 2,734 |
| Total | 19,800 | 17,066 | 2,734 |

* The general working capital expenditures are mainly related to professional services, rent and maintenance, consulting, communications and office expenses.

15. Use of proceeds from the Rights Offering

The Company refers to the net proceeds amounting to S\$3.7 million received from the Rights Offering (“**Net Proceeds**”).

| <u>Use of Net Proceeds</u> | <u>Amount allocated (S\$'000)</u> | <u>Amount utilized (S\$'000)</u> | <u>Balance (S\$'000)</u> |
|--|---|--|------------------------------|
| Direct and indirect investments into existing Portfolio Companies | 3,733 | 3,733 | - |
| Total | 3,733 | 3,733 | - |

16. Use of proceeds from the Proposed Subscription

³ Agriline Limited is ultimately held by Geneva Trust Company (GTC) SA as Trustees of The VT Two Trust. Librae Holdings Limited, ultimately held by Geneva Trust Company (GTC) SA as Trustees of The Tchenguiz Three Trust, currently holds 29.77% of the issued share capital of the Company and is thereby considered a controlling shareholder of the Company under the Catalist Rules. As Mr. Vincent Tchenguiz is the discretionary beneficiary of both trusts, Agriline Limited is an “interested person” as defined under Chapter 9 of the Catalist Rules.

The Company refers to the net proceeds amounting to S\$3.8 million received from the Proposed Subscription (“**Net Proceeds**”).

| <u>Use of Net Proceeds</u> | <u>Amount allocated (S\$'000)</u> | <u>Amount utilized (S\$'000)</u> | <u>Balance (S\$'000)</u> |
|---|--|---|-------------------------------------|
| Direct and indirect investments into existing Portfolio Companies | 3,884 | 453 | 3,431 |
| Total | 3,884 | 453 | 3,431 |

17. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1)

The Company confirms that it has procured undertakings from all of its directors and executive officers in the required format.

PART III – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

18. Segmented revenue and results for operating segments (of the group) in the form presented in the issuer’s most recently audited annual financial statements, with comparative information for the immediately preceding year.

Not applicable. The Group currently operates in 2 geographical locations, namely Israel and Singapore. Notwithstanding that the subsidiary of the Company, Trendlines Medical Singapore, is based in Singapore, the operations of Trendlines Medical Singapore does not contribute significantly to the Group and hence, it is not meaningful to present the geographical segment of Singapore. The Company has only one operating segment.

19. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the operating segments.

Please refer to paragraph 8 above.

20. A breakdown of total sales as follows:

| | Group | | |
|---|--|--|--|
| | FY2024 (Unaudited) US\$'000 | FY2023 (Audited) US\$'000 | Increase / (Decrease) % |
| (a) Total income reported for first half year | 6,397 | 12,410 | (48.45) |
| (b) Net income loss after tax before deducting non-controlling interests reported for first half year | 1,299 | 4,346 | (70.11) |
| (c) Total income reported for second half year | (5,815) | (33,337) | (82.56) |
| (d) Net loss after tax before deducting non-controlling interests reported for second half year | (11,498) | (39,067) | (71.32) |

N.M. denotes Not Meaningful

- 21. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year as follows:**

Not applicable. No dividend has been declared or recommended in FY2024 and FY2023.

- 22. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(10) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.**

There is no person occupying a managerial position in the Company or any of its principal subsidiaries who is a relative of Director or Chief Executive Officer or substantial shareholders of the Company.

- 23. Additional Information Required Pursuant to Rule 706A.**

During FY2024, the Company disposed of its business unit Trendlines Innovation Labs. The Disposal involved the sale of assets held by the Company to the Purchaser ("**Disposed Assets**"), The Disposed Assets include certain intellectual property rights in connection with the Trendlines Innovation Labs business division, equipment and tangible assets used in Trendlines Innovation Labs business (including without limitation, computers, software programs installed on the computers, lab equipment and materials from previous projects, and certain contracts. The Disposed Assets exclude patents, other general equipment, cash, certain royalties which will be retained by the Group. For full details on the disposal, including the aggregate value of the consideration, please refer to the Company's announcement dated 27 November 2024.

Further, the Agreement also provides the Purchaser with the option to acquire Trendlines Medical Shanghai Innovation Centre Ltd., Trendlines Labs (Jiangsu) Management Ltd. Changzhou, and the business division of Trendlines Labs Singapore. As of the date of this announcement none of the options have been exercised.

- 24. Negative confirmation pursuant to Rule 705(5).**

The Board of Directors of the Company confirms that, to the best of their knowledge, nothing has come to their attention which may render the unaudited financial results for FY2024 to be false or misleading in any material aspect.

Nehama Ronen
Chair

Sarit Zeevi
External Director

BY ORDER OF THE BOARD

Haim Brosh
CEO and interim CFO
21 February 2025

*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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