



**THE TRENDLINES GROUP LTD.**

(Incorporated in Israel)

(Company Registration No. 513970947)

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**RESULTS OF THE SPECIAL GENERAL MEETING**

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The Board of Directors (the "**Board**") of The Trendlines Group Ltd. (the "**Company**") wishes to announce that at its Special General Meeting (the "**SGM**") held on 25 April 2018, the resolution as set out in the Notice of SGM dated 20 March 2018, was duly passed by shareholders of the Company by way of poll.

**Voting Requirements under Israeli Law**

The resolution as set out in the Notice of SGM require the following to carry the resolutions:

- (i) A simple majority exceeding 50% of the votes cast (abstentions are disregarded); and
- (ii) A special majority of votes of the shareholders which satisfies one of the following conditions:
  - (a) such majority includes at least a majority of the shares held by all shareholders who are not controlling shareholders and who do not have a personal interest in the resolution, present and voting at such meeting (and without including any abstaining votes); or
  - (b) the total number of shares of non-controlling shareholders and shareholders who do not have a personal interest in such resolution voting against the resolution does not exceed 2.0% of the aggregate voting rights in the Company (i.e. 12,174,835 voting ordinary shares).

The votes of shareholders with personal interest in this matter are counted for the simple majority and are not counted for the special majority requirement. Therefore, the outcome and poll results for (a) and (b) above for the resolution as set out in the Notice of SGM differed and both scenarios are presented below.

## Results of Poll Voting

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

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

**Table 1: In respect of simple majority<sup>1</sup> requirement**

RESOLUTION DETAILS	Total no. of shares represented by votes for and against the resolution	FOR		AGAINST	
		No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of total no. of votes for and against the resolution (%)
<u>Resolution</u> To consider and approve the proposed MBO plan for the Company's Chief Executive Officers ("CEOs"), Messrs David Todd Dollinger and Stephen Louis Rhodes for FY2018.	189,803,499	189,783,499	99.99	20,000	0.01

**Table 2: In respect of special majority<sup>2</sup> requirement**

RESOLUTION DETAILS	Total no. of shares represented by votes for and against the resolution	FOR		AGAINST		
		No. of Shares	As a percentage of total no. of votes for and against the resolution (%)	No. of Shares	As a percentage of <u>total no. of votes</u> for and against the resolution (%)	As a percentage of <u>total voting rights in the Company</u> <sup>3</sup> (%)
<u>Resolution</u> To consider and approve the proposed MBO plan for the Company's Chief Executive Officers ("CEOs"), Messrs David Todd Dollinger and Stephen Louis Rhodes for FY2018.	151,067,513	151,047,513	99.99	20,000	0.01	0.00

<sup>1</sup> Simple majority exceeding 50% of the votes cast to be carried (abstentions disregarded).

<sup>2</sup> Shares held by shareholders who are non-controlling and without personal interest (as detailed in page 1 paragraph (ii)(a) of this announcement).

<sup>3</sup> Total voting shares in the Company being 608,741,749 ordinary shares.

The resolution was passed by both a simple majority as reflected in Table 1 above, and by a special majority (which includes both the majority of the special majority shares voting FOR, as well as less than 2% of such special majority shares out of the total voting rights in the Company voting AGAINST) as reflected in Table 2. The resolution is therefore carried, based on the poll results as set out in Tables 1 and 2 above.

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

No party is required to abstain from voting on the resolution put to vote at the SGM.

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

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

BY ORDER OF THE BOARD

Gabriela Heller  
Chief Financial Officer and Joint Company Secretary  
25 April 2018

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*This announcement has been prepared by The Trendlines Group Ltd. (the "**Company**") and its contents have been reviewed by PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**") for compliance with the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalyst. The Sponsor has not verified the contents of this announcement.*

*This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.*

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