

**PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS CUM WARRANTS ISSUE  
- NOTICE OF RECORD DATE**

---

**1. INTRODUCTION**

- 1.1. The Board of Directors (the “**Board**” or the “**Directors**”) of Beverly JCG Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Company’s previous announcements made on 25 September 2023, 10 November 2023, 24 November 2023, 11 December 2023, 26 December 2023 and 10 January 2024 (the “**Previous Announcements**”) in relation to, *inter alia*, the Rights Cum Warrants Issue.
- 1.2. The Company will undertake the Rights Cum Warrants Issue of up to 216,241,454 Rights Shares at an issue price of S\$0.035 per Rights Share, with up to 216,241,454 2023 Warrants, on the basis of one (1) Rights Share for every three (3) Shares held by Entitled Shareholders as at a Record Date to be determined by the Directors, fractional entitlements to be disregarded, and one (1) 2023 Warrant for every one (1) Rights Share subscribed.<sup>1</sup>
- 1.3. Unless otherwise defined in this announcement, all capitalised terms used in this announcement shall have the same meanings and construction as ascribed to them in the Previous Announcements.

**2. NOTICE OF RECORD DATE**

- 2.1. **NOTICE IS HEREBY GIVEN** that the register of Shareholders and the register of share transfers of the Company will be closed at 5.00 p.m. (Singapore time) on 26 January 2024 (the “**Record Date**”) for the purpose of determining the provisional allotments of Rights Shares with 2023 Warrants of the Entitled Shareholders under the Rights Cum Warrants Issue.
- 2.2. The Shares will trade on a “cum-rights” basis on the Catalist of the SGX-ST up to 5:00 p.m. (Singapore time) on 24 January 2024. The Shares will trade on an “ex-rights” basis from 9:00 a.m. (Singapore time) on 25 January 2024 and any person who purchases Shares on and from 25 January 2024 will not be entitled to any provisional allotment of Rights Shares with 2023 Warrants under the Rights Cum Warrants Issue.

**3. ELIGIBILITY TO PARTICIPATE IN THE RIGHTS CUM WARRANTS ISSUE**

- 3.1. The Entitled Depositors and Entitled Scripholders (collectively referred to as “**Entitled Shareholders**”) will be entitled to participate in the Rights Cum Warrants Issue and receive a copy of a notification letter (the “**OIS Notification Letter**”) containing instructions on how to access the Offer Information Statement which will be electronically disseminated for viewing, together with the appropriate application forms and accompanying documents at their respective Singapore addresses as maintained with the records of CDP or the Company’s share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (the “**Share Registrar**”), as the case may be.

Subject to the terms and conditions of the Offer Information Statement and the accompanying documents, Entitled Shareholders will be at liberty to accept in full or in part, decline, or otherwise renounce, or, in the case of Entitled Depositors only, trade their provisional allotments

---

<sup>1</sup> As the Rest Investments Warrants have since expired on 9 January 2024, the maximum number of Rights Shares that may be allotted and issued pursuant to the Rights Cum Warrants Issue has been reduced from 222,590,719 to 216,241,454 to take into account the expiration of the Rest Investments Warrants. Accordingly, the maximum number of 2023 Warrants that may be allotted and issued pursuant to the Rights Cum Warrants Issue has been reduced from 222,590,719 to 216,241,454.

of Rights Shares on the Catalist of the SGX-ST during the provisional allotment trading period prescribed by the SGX-ST and will be eligible to apply for Excess Rights Shares.

### 3.2. **Entitled Depositors**

Shareholders whose securities accounts with CDP are credited with Shares as at 5.00 p.m. (Singapore time) on the Record Date (the “**Depositors**”) will be provisionally allotted Rights Shares with 2023 Warrants on the basis of the number of Shares standing to the credit of their securities accounts with CDP as at 5.00 p.m. (Singapore time) on the Record Date.

To be “**Entitled Depositors**”, Depositors must have registered addresses in Singapore with CDP as at the Record Date or if they have registered addresses outside Singapore must provide CDP, at 4 Shenton Way, #02-01 SGX Centre 2, Singapore 068807, with addresses in Singapore not later than 5.00 p.m. (Singapore time) on the date being three (3) market days prior to the Record Date, in order to receive their provisional allotments of Rights Shares with 2023 Warrants.

### 3.3. **Entitled Scripholders**

Shareholders whose share certificates are not deposited with CDP and whose Shares are not registered in the name of CDP (the “**Scripholders**”) will have to submit duly completed and stamped transfers (in respect of Shares not registered in the name of CDP), together with all relevant documents of title, so as to be received up to 5.00 p.m. (Singapore time) on the Record Date by the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632, in order to be registered to determine the transferee’s provisional allotments of Rights Shares with 2023 Warrants.

To be “**Entitled Scripholders**”, Scripholders must have registered addresses in Singapore with the Company as at the Record Date or if they have registered addresses outside Singapore, must provide the Share Registrar with addresses in Singapore not later than 5.00 p.m. (Singapore time) on the date being three (3) market days prior to the Record Date, in order to receive their provisional allotments of Rights Shares with 2023 Warrants.

### 3.4. **CPF Investment Scheme**

Persons who bought their Shares previously using their Central Provident Fund account savings (“**CPF Funds**”) may use the same for the payment of the Issue Price to accept their provisional allotments of Rights Shares with 2023 Warrants and (if applicable) apply for Excess Rights Shares with 2023 Warrants, subject to the applicable rules and regulations of the Central Provident Fund. Such persons who wish to accept their provisional allotments of Rights Shares with 2023 Warrants will need to instruct their respective approved banks where they hold their CPF Investment Accounts, to accept their provisional allotment of Rights Shares with 2023 Warrants and (if applicable) apply for the Excess Rights Shares with 2023 Warrants on their behalf in accordance with the Offer Information Statement. CPF Funds may not, however, be used for the purchase of the provisional allotments of the Rights Shares with 2023 Warrants directly from the market.

### 3.5. **Supplementary Retirement Scheme (“SRS”)**

Persons who bought their Shares previously using their SRS account savings (“**SRS Funds**”) may use the same for the payment of the Issue Price to accept their provisional allotments of Rights Shares with 2023 Warrants and (if applicable) apply for Excess Rights Shares with 2023 Warrants, subject to the applicable SRS rules and regulations. Such persons who wish to accept their provisional allotments of Rights Shares with 2023 Warrants will need to instruct their respective approved banks where they hold their SRS accounts, to accept their provisional allotment of Rights Shares with 2023 Warrants and (if applicable) apply for the Excess Rights Shares with 2023 Warrants on their behalf in accordance with the Offer Information Statement. SRS Funds may not, however, be used for the purchase of the provisional allotments of the Rights Shares with 2023 Warrants directly from the market.

SRS Investors who have insufficient funds in their SRS accounts may, subject to the SRS contribution cap, deposit cash into their SRS accounts with their approved banks before instructing their respective approved banks to accept their provisional allotments of Rights Shares with 2023 Warrants and (if applicable) apply for Excess Rights Shares with 2023 Warrants.

### 3.6. Foreign Shareholders

For practical reasons and to avoid any violation of securities legislation applicable in countries other than Singapore, the Rights Shares with 2023 Warrants will **NOT** be offered to Shareholders with registered addresses outside Singapore as at the Record Date and who have not, at least three (3) market days prior to the Record Date, provided to CDP or the Share Registrar, as the case may be, addresses in Singapore for the service of notices and documents (the “**Foreign Shareholders**”). The Rights Cum Warrants Issue is only made in Singapore and the Offer Information Statement and/or its accompanying documents have not been and will NOT be despatched to Foreign Shareholders or to any jurisdiction outside Singapore. As such, no provisional allotments of the Rights Shares with 2023 Warrants will be made to, and no purported acceptance and application thereof by Foreign Shareholders will be valid.

If it is practicable to do so, arrangements may be made, at the discretion of the Company, for provisional allotments of Rights Shares with 2023 Warrants which would otherwise be provisionally allotted to Foreign Shareholders to be sold “nil-paid” on the SGX-ST as soon as practicable after dealings in the provisional allotments of Rights Shares with 2023 Warrants commence. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account the relevant expenses to be incurred in relation thereto.

## 4. ADJUSTMENTS TO THE 2021 WARRANTS

Pursuant to the provisions of each of the Relevant Outstanding Deed Polls, with effect from 5:00 p.m. on the Record Date, the number and exercise price of unexercised Relevant Outstanding Warrants will be adjusted, as follows:

Relevant Outstanding Warrants <sup>2</sup>		Existing	Adjusted
Tan Suying Warrants	Number of Warrants:	6,203,703	6,706,705
	Exercise Price (S\$):	0.09	0.09
DFN Warrants	Number of Warrants:	5,000,000	5,405,405
	Exercise Price (S\$):	0.09	0.09
BW Warrants	Number of Warrants:	3,240,000	3,502,702
	Exercise Price (S\$):	0.10	0.093
2021 Warrants (Trading Name: Beverly JCG W240531) (Trading Code: TFXW)	Number of Warrants:	42,255,512	45,681,634
	Exercise Price (S\$):	0.05	0.047
Dec 2021 Warrants	Number of Warrants:	4,900,000	5,297,297
	Exercise Price (S\$):	0.05	0.047
2022 Warrants	Number of Warrants:	4,200,000	4,540,540
	Exercise Price (S\$):	0.05	0.047

The adjustments to the number of Relevant Outstanding Warrants as set out above will change depending on the actual number of outstanding unexercised Relevant Outstanding Warrants on the Record Date.

<sup>2</sup> Save for the 2021 Warrants, the other Relevant Outstanding Warrants are not listed and quoted.

Warrantheolders should note that the number of new Adjusted Warrants which they will be entitled to pursuant to the adjustments, based on their holding of the Relevant Outstanding Warrants as at the Record Date, will be rounded downwards to the nearest whole Warrant.

The abovementioned adjustments will take place solely as a result of the Rights Cum Warrants Issue.

5. **GENERAL**

Further details of the Rights Cum Warrants Issue will be made available in the Offer Information Statement to be despatched to Entitled Shareholders in due course. Where appropriate, further details will be disclosed in subsequent announcements.

6. **CAUTIONARY STATEMENT**

Shareholders and potential investors of the Company are advised to exercise caution when dealing or trading in the securities of the Company. In particular, shareholders and potential investors of the Company should note that the Rights Cum Warrants Issue is subject to certain conditions and there is no certainty or assurance as at the date of this announcement that the Rights Cum Warrants Issue will be completed or that no changes will be made to the terms and conditions of the Rights Cum Warrants Issue. The Company will make further announcements to update its Shareholders when there are material updates as may be necessary or appropriate. Shareholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company carefully. Shareholders and potential investors of the Company should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

**BY ORDER OF THE BOARD**

Dato' Ng Tian Sang @ Ng Kek Chuan  
Deputy Chairman and Chief Executive Officer

18 January 2024

---

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Evolve Capital Advisory Private Limited (the "Sponsor") for compliance with the relevant rules of the SGX-ST. It has not been examined or approved by the SGX-ST, and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The details of the contact person for the Sponsor are:*

*Name: Mr. Jerry Chua (Registered Professional, Evolve Capital Advisory Private Limited)*

*Address: 138 Robinson Road, Oxley Tower, #13-02, Singapore 068906*

*Tel: (65) 6241 6626*