

**BEVERLY JCG LTD.**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 200505118M)

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**PERIODIC ANNOUNCEMENT PURSUANT TO RULE 706A OF THE CATALIST RULES OF  
SINGAPORE EXCHANGE SECURITIES TRADING LIMITED**

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The Board of Directors (the “**Board**” or the “**Directors**”) of Beverly JCG Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”), would like to announce the share transactions that occurred during the three-month period from 1 July 2023 to 30 September 2023, pursuant to Rule 706A of the Catalist Rules of Singapore Exchange Securities Trading Limited.

**1. SHARE TRANSACTIONS**

- 1.1 On 25 September 2023, the Company’s wholly owned subsidiary, JCG-Beverly Pte. Ltd. (the “**JCG-Beverly**”), entered into a sale and purchase agreement with BK Hospital Pte. Ltd. (the “**BK Hospital**”) for the transfer of assets relating to BK Hospital’s aesthetic clinic business (the “**BK Target Assets**”).

The BK Target Assets will be transferred to Beverly Wilshire Aesthetics & Wellness Pte. Ltd. (the “**Acquiring Entity**”). The Acquiring Entity is a special purpose vehicle, as well as an indirect subsidiary of the Company for the purpose of acquiring and operating the BK Target Assets (the “**Proposed Acquisition**”).

Upon completion of the Proposed Acquisition, the Company intends to restructure/streamline the BK Target Assets to form an enlarged business on both aesthetics and beauty treatments. The enlarged business will operate along two separate lines involving (a) aesthetic medicine, and (b) the administration of beauty treatments. It is contemplated that the different aspects of the business will operate under the following two (2) newly incorporated subsidiaries on 8 September 2023 through, JCG-Beverly, the details of which are as follows:

- (i)
- |                                  |   |
|----------------------------------|---|
| Name of Subsidiary               | : Beverly Wilshire Aesthetics & Wellness Pte. Ltd.        |
| Country of incorporation         | : Singapore   |
| Issued and paid-up share capital | : SGD1.00   |
| Principal business activity      | : Provision of clinics and other general medical services |
- (ii)
- |                                  |   |
|----------------------------------|---|
| Name of Subsidiary               | : Beverly Wilshire Beauty Pte. Ltd.   |
| Country of incorporation         | : Singapore   |
| Issued and paid-up share capital | : SGD1.00   |
| Principal business activity      | : Provision of beauty salons and SPAs (including slimming, skin care and hair care) |

The above transactions are funded through internal resources and is not expected to have any material impact on the net tangible assets and earnings per share of the Group for the financial year ending 31 December 2023.

1.2 On 15 September 2023, the Company completed the allotment and issuance of an aggregate of:

- i) 1,390,000,000 shares at an issue price of S\$0.0011 per share pursuant to completion of the acquisition of 100% of the shareholding interests in Beverly Bangsar Sdn Bhd;
- ii) 6,150,000,000 shares at an issue price of S\$0.0011 per share pursuant to completion of the acquisition of 49.0% of the shareholding interests in each of Beverly Wilshire Medical Centre (JB) Sdn Bhd, Beverly Wilshire Aesthetic Dental Centre Sdn Bhd and Beverly Wilshire Tropicana City Mall Sdn Bhd, 44.2% of the shareholding interests in Beverly Wilshire Medical Centre Sdn Bhd and 13.6% of the shareholding interests in Beverly Wilshire Medical Academy & Research Centre Sdn Bhd;
- iii) 1,772,727,270 shares at an issue price of S\$0.0011 per share pursuant to completion of the debt capitalisation of the aggregate outstanding amount of S\$1,950,000 owing to the subscribers of the Company;
- iv) 113,636,364 shares at an issue price of S\$0.0011 per share pursuant to completion of the Evolve Share Issuance in connection with the part payment of professional fees to Evolve Capital Advisory Private Limited.

Please refer to the Company's announcement dated 15 September 2023.

## **2. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS**

Save as disclosed above, none of the Directors or controlling Shareholders of the Company and their respective associates has any interests, direct or indirect, in the abovementioned transactions, other than through their respective shareholding interests in the Company, if any.

## **3. RESPONSIBILITY STATEMENT**

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the increase in share capital set out in paragraph 1 above, and the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

## **4. CAUTION IN TRADING**

**Shareholders are advised to read this announcement and any further announcements by the Company carefully, and should consult their stock brokers, bank managers, solicitors or other professional advisors 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  
10 November 2023

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*This announcement has been reviewed by the Company's sponsor, Evolve Capital Advisory Private Limited (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**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:*

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