

BEVERLY JCG LTD.
(Incorporated in the Republic of Singapore)
(Company Registration Number: 200505118M)
(the “Company”)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING

PLACE	:	The Extraordinary General Meeting (“EGM”) was held at Connection 1, Level 3, Amara Hotel, 165 Tanjong Pagar Road, Singapore 088539
DATE	:	29 April 2025
TIME	:	3.30 P.M.
PRESENT	:	As per attendance lists
NOTICE OF MEETING	:	The Notice convening this meeting was taken as read.
CHAIRMAN	:	Mr Yap Siean Sin was elected to chair the meeting.

COMMENCEMENT OF MEETING

Mr Yap Siean Sin welcomed the shareholders to the Company’s EGM.

The Chairman informed that he had been appointed as proxy by some shareholders who have directed him to vote for or against certain resolutions, and he had voted according to such members’ instructions.

The Chairman also informed that, in compliance with Rule 730A subsection (2) of the Listing Manual Section B: Rule of Catalist of the Singapore Exchange Securities Trading Limited (the “SGX-ST”), all motions tabled at the Meeting would be voted on by way of a poll.

As a quorum was present, the Chairman declared the meeting open.

QUESTIONS BY SHAREHOLDERS

The Chairman informed the Shareholders that the Company had announced via SGXNet that Shareholders were invited to submit questions relating to the business of the EGM in advance, by 3.30 p.m. on 22 April 2025 (the “Cut-Off Time”) or at this Meeting. The Company had not received any substantial and relevant questions from Shareholders as at the Cut-Off Time. Questions received after the Cut-Off Time or during the EGM would be answered by the Chairman or the Board during the question-and-answer session.

PROCEEDINGS OF MEETING

The Chairman noted that the Notice of EGM, having been circulated to the Shareholders by publication via SGXNet and the Company's website, and having been in the Shareholders' hands for the statutory period, was taken as read.

ORDINARY RESOLUTION:

THE PROPOSED ALLOTMENT AND ISSUANCE OF 57,471,264 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY TO MARK PHILLIP JONES AT AN ISSUE PRICE OF S\$0.0087 PER SHARE

The only resolution on the Agenda was to approve the proposed allotment and issuance of 57,471,264 new ordinary shares in the capital of the company to Mark Phillip Jones at an issue price of S\$0.0087 per share. The details of the proposed allotment and issuance and the rationale for and benefits of the proposed allotment and issuance are set out in the Circular dated 14 April 2025.

The Ordinary Resolution was duly proposed and seconded by Shareholders.

No questions were raised by the shareholders of the Company in relation to the following Ordinary Resolution which was put to vote and passed by way of a poll (the detailed results of which appended hereto):

“Resolved that:

- (a) approval be and is hereby given to the Directors to allot and issue the Subscription Shares to Mark Phillip Jones at the issue price of S\$0.0087 per Subscription Share on the terms and conditions of the subscription agreement dated 28 March 2025; and
- (b) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he/she may consider expedient or necessary or in the interests of the Company to give effect to the proposed allotment and issuance of Subscription Shares and/or the transactions authorised by this ordinary resolution.”

RESULTS OF THE RESOLUTION

The results of the poll on the resolution put to vote at the EGM are set out as follows:

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		No. of Shares	As a percentage of total number of votes for and against the resolution (%)	No. of Shares	As a percentage of total number of votes for and against the resolution (%)
ORDINARY RESOLUTION					
Proposed allotment and issuance of the 57,471,264 new ordinary shares in the capital of the company to Mark Phillip Jones ¹	204,553,919	203,713,919	99.59%	840,000	0.41%

Note:

1. Mark Phillip Jones and his associates had abstained from voting on the Ordinary Resolution.

Anton Management Solutions Pte. Ltd. was appointed scrutineer for the poll conducted at the EGM.

There being no other business to transact, the Chairman of the meeting declared the Extraordinary General Meeting of the Company closed and thanked everyone for their attendance.

Mr Yap Siew Sin
Chairman of the Meeting