

BEVERLY JCG LTD.
(now known as Beverly Wilshire 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	:	8 September 2025
TIME	:	3.00 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 proceeded to introduce himself and the members of the board of directors of the Company (the “**Board**”) to those present at the 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.

The Scrutineer proceeded to explain the procedure of the poll and completion of the voting papers.

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 5.00 p.m. on 29 August 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 RESOLUTIONS:

(1) THE PROPOSED ACQUISITION OF THE SECOND FLOOR OF TOWER A OF NOBEL HEALTHCARE PARK AS A MAJOR TRANSACTION

Ordinary Resolution 1 on the Agenda was to approve the Proposed Acquisition of the second floor of Tower A of Nobel Healthcare Park as a major transaction. The details of the Proposed Acquisition and the rationale for and benefits of the Proposed Acquisition are set out in the Circular dated 15 August 2025.

Ordinary Resolution 1 was duly proposed and seconded by Shareholders.

Questions were raised by the shareholders of the Company in relation to this resolution and these questions were responded to by the Management of the Company, details of which are recorded in Annex A as attached hereto.

The following resolution was put to vote and passed by way of a poll (the detailed results of which appended hereto):

“Resolved that, subject to and contingent upon the passing of Ordinary Resolutions 2 and 3:

- (a) approval be and is hereby given for the acquisition of the Parcel being a major transaction under Chapter 10 of the Catalist Rules, subject to and otherwise in accordance with the terms and conditions of the SPA; 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 acquisition of the Parcel and/or the transactions authorised by this ordinary resolution.”

(2) THE PROPOSED PART PAYMENT OF THE CONSIDERATION IN RELATION TO THE PROPOSED ACQUISITION BY THE ISSUANCE OF CONSIDERATION SECURITIES

Ordinary Resolution 2 on the Agenda was to approve the proposed part payment of the Consideration in relation to the Proposed Acquisition by the issuance of Consideration Securities. The details of the proposed part payment and the rationale for and benefits of the issuance of Consideration Securities are set out in the Circular dated 15 August 2025.

Ordinary Resolution 2 was duly proposed and seconded by Shareholders.

The following resolution was put to vote and passed by way of a poll (the detailed results of which appended hereto):

“Resolved that, subject to and contingent upon the passing of Ordinary Resolutions 1 and 3:

- (a) approval be and is hereby given for the part payment of the Consideration to be paid by way of allotment and issuance of Consideration Securities, subject to and otherwise in accordance with the terms and conditions of the SPA; 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 part payment of the Consideration by the allotment and issuance of Consideration Securities and/or the transactions authorised by this ordinary resolution.”

(3) THE PROPOSED TRANSFER OF CONTROLLING INTEREST IN THE COMPANY TO THE VENDOR ARISING FROM THE ISSUANCE OF CONSIDERATION SECURITIES

Ordinary Resolution 3 on the Agenda was to approve the proposed transfer of controlling interest in the Company to the Vendor arising from the issuance of Consideration Securities, the details of which are set out in the Circular dated 15 August 2025.

Ordinary Resolution 3 was duly proposed and seconded by Shareholders.

A question was raised by a shareholder of the Company in relation to this resolution and the question was responded to by the Management of the Company, details of which are recorded in Annex A as attached hereto.

The following resolution was put to vote and passed by way of a poll (the detailed results of which appended hereto):

“Resolved that, subject to and contingent upon the passing of Ordinary Resolutions 1 and 2:

- (a) pursuant to Rule 803 of the Catalist Rules, approval be and is hereby given for the proposed transfer of controlling interest in the Company to the Vendor arising from the issuance of the Consideration Securities to the Vendor on the terms and subject to the conditions set out in the SPA; 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 transfer of controlling interest and/or the transactions authorised by this ordinary resolution.”

SPECIAL RESOLUTION:

(1) THE PROPOSED CHANGE OF NAME OF THE COMPANY TO “BEVERLY WILSHIRE LTD.”

Special Resolution 1 on the Agenda was to approve the proposed change of name of the Company to “Beverly Wilshire Ltd.”. The details of the proposed change of name of the Company and the rationale for the proposed change of name of the Company are set out in the Circular dated 15 August 2025.

Special Resolution 1 was duly proposed and seconded by Shareholders.

The following resolution 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 for the name of the Company to be changed from “Beverly JCG Ltd.” to “Beverly Wilshire Ltd.” and that the name “Beverly JCG Ltd.” be substituted for “Beverly Wilshire Ltd.”;

- (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 change of name and/or the transactions authorised by this special resolution.

ANNEX A

QUESTIONS RAISED BY SHAREHOLDERS AT THE COMPANY'S EXTRAORDINARY GENERAL MEETING HELD ON 8 SEPTEMBER 2025 IN RELATION TO THE RESOLUTIONS AND THE RESPONSES MADE IN RELATION THERETO

No.	Questions	Responses
1.	Shareholder A noted that it was intended for part of the Consideration to be paid by way of issuance of Consideration Securities, which included the KLWC Warrants B and the RCULS. Shareholder A highlighted that as things stood, the Vendor would be the sole warrant holder and RCULS holder. In that regard, Shareholder A enquired about (a) the requirements of the SGX-ST in respect of the listing and quotation of the KLWC Warrants B and the RCULS, and (b) the relevant listing fees of the Consideration Securities.	The Chief Financial Officer (“CFO”) shared that the listing fees payable to SGX-ST for the warrants was approximately S\$7,500 for half a year. The Sponsor clarified that the purpose of the EGM was to approve the issuance and allotment of the Consideration Securities to the Vendor. Following the receipt of the shareholders’ approval, the Company will discuss with the Vendor as to the next steps regarding the listing of the KLWC Warrants. Insofar as the requirements of the SGX-ST in respect of the listing and quotation of the KLWC Warrants B and the RCULS were concerned, the Sponsor informed shareholders that a minimum of 200 warrant holders was required to ensure a sufficient spread of holdings for the KLWC Warrants B.
2.	Shareholder A enquired about the timeline in respect of the listing of the KLWC Warrants B.	The Sponsor reiterated that the purpose of the EGM was to approve the issuance and allotment of the Consideration Securities to the Vendor. The timeline in respect of the listing of the KLWC Warrants B would be subject to the discussion between the Company and the Vendor after the conclusion of the EGM.
3.	Shareholder A noted that the RCULS had a fixed rate of 4% and enquired on the frequency of the coupon payment.	The Chief Executive Officer (“CEO”) informed the shareholders that the coupon rate and coupon payment frequency of the RCULS were set out in the Circular. The CFO further shared that the coupon rate was a fixed rate of 4% per annum, with the frequency of the coupon payment being annually in arrears starting twelve months from the issue date.
4.	Shareholder A noted that the controlling interest would be transferred to the Vendor and queried if the Vendor had appointed a representative to attend the EGM.	The CEO clarified that while the Vendor had not sent a representative to the EGM, he would encourage the Vendor to send a representative to attend subsequent general meetings so that the shareholders would be acquainted with the Vendor.

RESULTS OF THE RESOLUTIONS

The results of the poll on each of the resolutions 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 RESOLUTIONS					
<u>Ordinary Resolution 1</u> Proposed acquisition of the second floor of Tower A of Noble Healthcare Park as a major transaction	405,875,788	405,875,788	100.00%	0	0.00%
<u>Ordinary Resolution 2</u> Proposed part payment of the Consideration in relation to the proposed acquisition by the issuance of Consideration Securities	405,703,288	405,703,288	100.00%	0	0.00%
<u>Ordinary Resolution 3</u> Proposed transfer of controlling interest in the Company to the Vendor arising from the issuance of Consideration Securities	405,703,288	405,703,288	100.00%	0	0.00%
SPECIAL RESOLUTION					
<u>Special Resolution 1</u> Proposed change of name of the Company to “Beverly Wilshire Ltd.”	405,875,788	405,875,788	100.00%	0	0.00%

Notes:

No person was required to abstain from voting on the resolutions tabled at the EGM.

Anton Management Solutions Pte. Ltd. was appointed scrutineer for all polls 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