

**BEVERLY JCG LTD.**

(Incorporated in the Republic of Singapore)

(Company Registration No. 200505118M)

---

**INCREASE IN SHARE CAPITAL OF A SUBSIDIARY**

---

The board of directors (the “**Board**” or “**Directors**”) of Beverly JCG Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Company’s previous announcements made on 25 November 2019, 5 May 2021, 25 May 2021 and 23 June 2021 (the “**Previous Announcements**”) in relation to, *inter alia*, (i) the incorporation of a new wholly owned subsidiary in Malaysia, Beverly Medical Centre Sdn. Bhd. (“**BMC**”); (ii) the entry into the definitive agreement (the “**Definitive Agreement**”) by JCG-Beverly Pte Ltd, a subsidiary of the Company, with Arlena Philip Lee (“**Dr Arlena**”) and Klinik Pergigian Dentistree to, *inter alia*, establish a joint venture company in Malaysia to be known as “Beverly Dentistree” for the purposes of providing aesthetic dental services (the “**Proposed Transaction**”); (iii) the change in name of BMC to Beverly Dentistree Sdn. Bhd. (“**BDSB**”); and (iv) the change in its business activities to the provision of aesthetic dental care for the purposes of the Proposed Transaction.

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.

*In this announcement, unless otherwise stated, the exchange rate applied by the Group for conversions of RM into S\$ is RM3 : S\$1. The exchange rate is for reference only. No representation is made by the Company that any amounts in S\$ have been, could have been or could be converted at the above rate or at any other rates or at all.*

**1. INCREASE IN SHARE CAPITAL**

On 8 July 2021 and in accordance with the terms of the Definitive Agreement, BDSB has allotted 349,900 ordinary shares and increased its issued and paid-up share capital from 100 shares to 350,000 ordinary shares by way of:

- (a) cash contribution of RM244,900 (or equivalent to approximately S\$82,000) by JCGB; and
- (b) cash contribution of RM105,000 (or equivalent to approximately S\$35,000) by Dr Arlena.

In connection with this, the details of the issue and allotment of shares pursuant to the increase in capital are as follows:

Shareholders	Before allotment of shares	No of ordinary shares allotted	After allotment of shares	Shareholding percentage after allotment of shares
JCGB	100	244,900	245,000 <sup>(1)</sup>	70%
Dr Arlena	-	105,000	105,000	30%
Total	100	349,900	350,000	100%

- (1) JCGB intends to enter into a trust agreement (the “**Trust Deed**”) with Howard Ng How Er (the “**Trustee**”), a director of the Company, to hold 245,000 shares in BDSB on trust for JCGB. The rationale for entering into the Trust Deed with the Trustee is to facilitate BDSB’s application for the private clinic license in Malaysia, which requires that the shareholdings of BDSB to be locally held (i.e. Malaysian-held) and not foreign-owned based on the relevant laws and regulations of the Ministry of Health of Malaysia as at the date of this announcement. The Company will update shareholders in due course.

The above transaction is 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 2021.

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

None of the Directors or controlling Shareholders of the Company and their respective associates has any interests, direct or indirect, in the transaction, 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  
Executive Chairman and Chief Executive Officer

9 July 2021

---

*This announcement has been reviewed by the Company’s sponsor, Stamford Corporate Services Pte. Ltd. (the “**Sponsor**”).*

*This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (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 contact person for the Sponsor is Ms Vanessa Ng (Telephone: +65 6389 3065 and Email: [vanessa.ng@morganlewis.com](mailto:vanessa.ng@morganlewis.com)).*