

# BEVERLY JCG LTD.

(Incorporated in the Republic of Singapore)  
(Company Registration No. 200505118M)

## RESULTS OF THE EXTRAORDINARY GENERAL MEETING

The Board of Directors of Beverly JCG Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to announce that pursuant to Rule 704(15) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”), ordinary resolutions 1 to 25 as set out in the Notice of Extraordinary General Meeting (“**EGM**”) dated 5 June 2023 were duly passed by the shareholders of the Company on a poll vote at the EGM held by way of electronic means today, and special resolution 1 was not carried.

The poll results in respect of the resolutions proposed at the EGM are 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 (%)
<b>Ordinary Business</b>					
<b><u>Ordinary Resolution 1</u></b>  To approve the proposed acquisition of 44.2% shareholding interests in Beverly Wilshire Medical Centre Sdn. Bhd. (“ <b>BWKL</b> ”) of which the proposed acquisition from Dato’ Ng and family constitutes an interested person transaction under Chapter 9 of the Catalist Rules	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49

<p><b><u>Ordinary Resolution 2</u></b></p> <p>To approve the proposed allotment and issuance of 2,798,181,816 BW consideration shares at an issue price of S\$0.0011 for each BW consideration share to the BW vendors as consideration for the proposed acquisition of BWKL under Rule 805(1) of the Catalist Rules, of which 1,789,157,450 BW consideration shares are to be issued to Dato' Ng and family under Rule 804 and Rule 812 of the Catalist Rules</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49
<p><b><u>Ordinary Resolution 3</u></b></p> <p>To approve the proposed acquisition of 49% shareholding interests in Beverly Wilshire Medical Centre (JB) Sdn. Bhd. (“<b>BWJB</b>”) of which the proposed acquisition from Dato' Ng and family constitutes an interested person transaction under Chapter 9 of the Catalist Rules</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49

<p><b><u>Ordinary Resolution 4</u></b></p> <p>To approve the proposed allotment and issuance of 2,755,454,546 BW consideration shares at an issue price of S\$0.0011 for each BW consideration share to the BW vendors as consideration for the proposed acquisition of BWJB under Rule 805(1) of the Catalist Rules, of which 1,592,101,635 BW consideration shares are to be issued to Dato' Ng and family under Rule 804 and Rule 812 of the Catalist Rules</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49
<p><b><u>Ordinary Resolution 5</u></b></p> <p>To approve the proposed acquisition of 49% shareholding interests in Beverly Wilshire Aesthetic Dental Centre Sdn. Bhd. (“<b>BWAD</b>”) of which the proposed acquisition from Dato' Ng and family constitutes an interested person transaction under Chapter 9 of the Catalist Rules</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49

<p><b><u>Ordinary Resolution 6</u></b></p> <p>To approve the proposed allotment and issuance of 207,272,728 BW consideration shares at an issue price of S\$0.0011 for each BW consideration share to the BW vendors as consideration for the proposed acquisition of BWAD under Rule 805(1) of the catalyst rules, of which 145,090,908 BW consideration shares are to be issued to Dato' Ng and family under Rule 804 and Rule 812 of the Catalyst Rules</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49
<p><b><u>Ordinary Resolution 7</u></b></p> <p>To approve the proposed acquisition of 49% shareholding interests in Beverly Wilshire Aesthetic Tropicana City Mall Sdn. Bhd. ("BWTCM") of which the proposed acquisition from Dato' Ng and family constitutes an interested person transaction under Chapter 9 of the Catalyst Rules</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49

<p><b><u>Ordinary Resolution 8</u></b></p> <p>To approve the proposed allotment and issuance of 369,090,910 BW consideration shares at an issue price of S\$0.0011 for each BW consideration share as consideration for the proposed acquisition of BWTCM under Rule 805(1) of the Catalist Rules, of which 225,256,181 BW consideration shares are to be issued to Dato' Ng and family under Rule 804 and Rule 812 of the Catalist Rules</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49
<p><b><u>Ordinary Resolution 9</u></b></p> <p>To approve the proposed acquisition of 13.6% shareholding interests in Beverly Wilshire Medical Academy and Research Centre Sdn. Bhd. (“BWARC”)</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49
<p><b><u>Ordinary Resolution 10</u></b></p> <p>To approve the proposed allotment and issuance of 20,000,000 BW consideration shares at an issue</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49

price of S\$0.0011 for each BW consideration share as consideration for the proposed acquisition of BWARC under Rule 805(1) of the Catalist Rules					
<p><b><u>Ordinary Resolution 11</u></b></p> <p>To approve the proposed transfer of controlling interest in the company to Dato' Ng Tian Sang @ Ng Kek Chuan pursuant to the proposed acquisition of the BW entities</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49
<p><b><u>Ordinary Resolution 12</u></b></p> <p>To approve the proposed acquisition of 100% shareholding interests in Beverly Bangsar Sdn. Bhd. (“<b>BBSB</b>”), of which the proposed acquisition from Dato' NG and family constitutes an interested person transaction under Chapter 9 of the Catalist Rules</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49
<p><b><u>Ordinary Resolution 13</u></b></p> <p>To approve the proposed allotment and issuance of</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49

<p>1,390,000,000 BBSB consideration shares at an issue price of S\$0.0011 for each BBSB consideration share as consideration for the proposed acquisition of BBSB under Rule 805(1) of the Catalist Rules, of which 865,970,000 BBSB consideration shares are to be issued to Dato' Ng and family under Rule 804 and Rule 812 of the Catalist Rules</p>					
<p><b><u>Ordinary Resolution 14</u></b></p> <p>To approve the proposed transfer of controlling interest in the company to Dato' Ng Tian Sang @ Ng Kek Chuan pursuant to the proposed acquisition of BBSB</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49
<p><b><u>Ordinary Resolution 15</u></b></p> <p>To approve the proposed debt capitalisation of S\$105,000 and the proposed allotment and issuance of 95,454,545 conversion shares at a conversion price of S\$0.0011 for each conversion</p>	9,786,029,270	6,559,550,690	67.03	3,226,478,580	32.97

share to Ong Chee Koen pursuant to the proposed debt capitalisation					
<p><b><u>Ordinary Resolution 16</u></b></p> <p>To approve the proposed debt capitalisation of S\$105,000 and the proposed allotment and issuance of 95,454,545 conversion shares at a conversion price of S\$0.0011 for each conversion share to Pang Tee Nam pursuant to the proposed debt capitalisation</p>	9,786,029,270	6,559,550,690	67.03	3,226,478,580	32.97
<p><b><u>Ordinary Resolution 17</u></b></p> <p>To approve the proposed debt capitalisation of S\$210,000 and the proposed allotment and issuance of 190,909,091 conversion shares at a conversion price of S\$0.0011 for each conversion share to Chong Wan Ping pursuant to the proposed debt capitalisation</p>	9,786,029,270	6,559,550,690	67.03	3,226,478,580	32.97
<p><b><u>Ordinary Resolution 18</u></b></p> <p>To approve the proposed debt capitalisation of S\$105,000 and the</p>	9,786,029,270	6,559,550,690	67.03	3,226,478,580	32.97



<p>proposed allotment and issuance of 95,454,545 conversion shares at a conversion price of S\$0.0011 for each conversion share to Dato' Seri Yeoh Soo Ann pursuant to the proposed debt capitalisation</p>					
<p><b><u>Ordinary Resolution 19</u></b></p> <p>To approve the proposed debt capitalisation of S\$210,000 and the proposed allotment and issuance of 190,909,091 conversion shares at a conversion price of S\$0.0011 for each conversion share to Yee Kok Leong pursuant to the proposed debt capitalisation</p>	9,786,029,270	6,559,550,690	67.03	3,226,478,580	32.97
<p><b><u>Ordinary Resolution 20</u></b></p> <p>To approve the proposed debt capitalisation of S\$105,000 and the proposed allotment and issuance of 95,454,545 conversion shares at a conversion price of S\$0.0011 for each conversion share to Lee Heuk Ping pursuant to the proposed debt capitalisation</p>	9,786,029,270	6,559,550,690	67.03	3,226,478,580	32.97

<p><b><u>Ordinary Resolution 21</u></b></p> <p>To approve the proposed debt capitalisation of S\$300,000 and the proposed allotment and issuance of 272,727,273 conversion shares at a conversion price of S\$0.0011 for each conversion share to Yap Mee Lee pursuant to the proposed debt capitalisation</p>	9,786,029,270	6,559,550,690	67.03	3,226,478,580	32.97
<p><b><u>Ordinary Resolution 22</u></b></p> <p>To approve the proposed debt capitalisation of S\$600,000 and the proposed allotment and issuance of 545,454,545 conversion shares at a conversion price of S\$0.0011 for each conversion share to Dato' Ng Tian Sang @ Ng Kek Chuan pursuant to the proposed debt capitalisation</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49
<p><b><u>Ordinary Resolution 23</u></b></p> <p>To approve the proposed transfer of controlling interest in the Company to Dato' Ng Tian Sang @ Ng Kek Chuan pursuant to the</p>	7,091,971,314	3,865,492,734	54.51	3,226,478,580	45.49

proposed debt capitalisation					
<p><b><u>Ordinary Resolution 24</u></b></p> <p>To approve the proposed debt capitalisation of S\$105,000 and the proposed allotment and issuance of 95,454,545 conversion shares at a conversion price of S\$0.0011 for each conversion share to Pang Tee Chew pursuant to the proposed debt capitalisation</p>	9,786,029,270	6,559,550,690	67.03	3,226,478,580	32.97
<p><b><u>Ordinary Resolution 25</u></b></p> <p>To approve the proposed debt capitalisation of S\$105,000 and the proposed allotment and issuance of 95,454,545 conversion shares at a conversion price of S\$0.0011 for each conversion share to Yau Kok Seng pursuant to the proposed debt capitalisation</p>	9,786,029,270	6,559,550,690	67.03	3,226,478,580	32.97
<p><b><u>Special Resolution 1</u></b></p> <p>To approve the proposed change of name of the Company to Beverly Ltd.</p>	9,786,029,270	6,560,593,547	67.04	3,225,435,723	32.96

**Notes:**

1. Dato' Ng Tian Sang @ Ng Kek Chuan and his associates hold an aggregate of 2,694,057,956 shares and had abstained from voting on the Ordinary Resolutions 1-14, 22 and 23.
2. Mr. Howard Ng How Er and his associates hold an aggregate of 2,694,057,956 shares and had abstained from voting on the Ordinary Resolutions 1-14, 22 and 23.

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

**BY ORDER OF THE BOARD**

27 June 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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