

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“**AGM**”) of Beverly JCG Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) will be held by way of electronic means on 28 April 2022 at 2.30 p.m. for the following purposes as set out below.

This Notice has been made available on SGXNet and the Company’s website and may be accessed at the URL <https://conveneagm.com/sg/beverlyjcgagm2022>. A printed copy of this Notice will NOT be despatched to members.

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2021 together with the Directors’ Statement and the Auditors’ Report. **(Resolution 1)**

2. To re-elect Mr Howard Ng How Er who is retiring pursuant to Regulation 90 of the Company’s Constitution.

Mr Howard Ng How Er, if re-elected, will remain as Deputy Chief Executive Officer, an Executive Director and a member of the Risk Management Committee. Additional information on Mr Howard Ng How Er may be found in Additional Information on Directors Seeking Re-Election on pages 172 to 181 of the Annual Report.

(Resolution 2)

3. To re-elect Dr Lam Lee G who is retiring pursuant to Regulation 90 of the Company’s Constitution.

*Dr Lam Lee G, if re-elected, will remain as Lead Independent Director, Chairman of the Audit Committee, member of the Nominating Committee, the Remuneration Committee and the Risk Management Committee. Dr Lam Lee G will be considered independent for the purpose of Rule 704(7) of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) (the “**Catalist Rules**”). Additional information on Dr Lam Lee G may be found in Additional Information on Directors Seeking Re-Election on pages 172 to 181 of the Annual Report.*

(Resolution 3)

4. To approve the payment of Directors’ fees of S\$180,000 for the financial year ending 31 December 2022, to be paid quarterly in arrears (FY2021: S\$156,000). **(Resolution 4)**

5. To re-appoint Messrs RT LLP for the financial year ending 31 December 2022 as the Company’s auditors and to authorise the Directors to fix their remuneration. **(Resolution 5)**

6. To transact any other business that may be transacted at an annual general meeting.

AS SPECIAL BUSINESS

- 7 To consider and, if thought fit, to pass the following resolution as an ordinary resolution, with or without modifications:

“That pursuant to Section 161 of the Companies Act 1967 of Singapore (the “**Act**”) and Rule 806 of the Catalist Rules, the directors of the Company (the “**Directors**”) be and are hereby authorised to allot and issue:

- a) shares in the capital of the Company (“**Shares**”);
- b) convertible securities; or
- c) additional securities issued pursuant to adjustment to (b) above; or
- d) Shares arising from the conversion of securities in (b) and (c) above,

in the Company (whether by way of rights, bonus or otherwise) at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit provided that:

- (i) the aggregate number of Shares and convertible securities that may be issued must not be more than 100% of the total number of issued Shares excluding treasury shares and subsidiary holdings, of which the aggregate number of Shares and convertible securities issued other than on a pro-rata basis to existing shareholders must not be more than 50% of the total number of issued Shares excluding treasury shares and subsidiary holdings. For the purpose of determining the aggregate number of Shares and convertible securities that may be issued under this resolution, the percentage of the total number of issued Shares excluding treasury shares and subsidiary holdings is based on the total number of issued Shares excluding treasury shares and subsidiary holdings at the time this resolution is passed, after adjusting for (aa) new Shares arising from the conversion or exercise of convertible securities; (bb) new Shares arising from exercising of share options or vesting of share awards outstanding or subsisting at the time of the passing of this resolution, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and (cc) any subsequent bonus issue, consolidation or subdivision of Shares;
- (ii) in exercising the authority conferred by this resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (iii) unless revoked or varied by the Company in a general meeting, such authority conferred by this resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.” [See Explanatory Note (i)]

(Resolution 6)

- 8 To consider and, if thought fit, to authorise the Directors of the Company to grant awards (“**Awards**”) in accordance with the provisions of the JCG Share Performance Plan (“**JCG SPP**”) and to allot and issue from time to time such number of fully paid-up ordinary shares in the capital of the Company (the “**Shares**”) as may be required to be allotted and issued pursuant to the vesting of Awards under the JCG SPP, provided that the aggregate number of Shares available under the JCG SPP, when added to all Shares, options or awards granted under any other share option scheme, share award scheme or share incentive scheme of the Company then in force, shall not exceed 15% of the total issued share capital (excluding treasury shares and subsidiary holdings) of the Company from time to time. [See Explanatory Note (ii)]

(Resolution 7)

By Order of the Board

Ong Beng Hong/Tan Swee Gek
Company Secretaries
13 April 2022

Explanatory Notes:

- (i) The ordinary resolution 6 proposed above, if passed, will empower the Directors from the passing of the AGM until the date of the next annual general meeting, to allot and issue Shares and convertible securities in the Company up to an amount not exceeding, in total, 100% of the number of issued Shares in the capital of the Company at the time of passing of this resolution, of which up to 50% may be issued other than on a pro-rata basis to existing shareholders of the Company. For determining the aggregate number of Shares that may be issued the total number of issued Shares excluding treasury shares and subsidiary holdings shall be calculated based on the total number of issued Shares excluding treasury shares and subsidiary holdings at the time of this ordinary resolution 5 above is passed after adjusting for new Shares arising from the conversion or exercise of convertible securities, share options or vesting of share awards which are outstanding or subsisting at the time this ordinary resolution 6 above is passed and any subsequent bonus issue, consolidation or subdivision of Shares.
- (ii) The ordinary resolution 7 proposed above, if passed, will empower the Directors to grant Awards under the JCG Share Performance Plan and to allot and issue shares as may be required to be issued pursuant to the vesting of Awards under the JCG Share Performance Plan, provided that the aggregate number of shares over which the Committee may grant Awards on any date, when added to the number of shares issued and issuable in respect of all Awards granted under the JCG Share Performance Plan, all the Options under the Albedo ESOS (and any other share-based incentive scheme of the Company which it may implement from time to time), shall not exceed 15% of the issued share capital of the Company (excluding treasury shares and subsidiary holdings) on the day preceding the relevant date of award. In addition, the total amount of new shares over which the Remuneration Committee may grant Awards on any date pursuant to the JCG Share Performance Plan, when added to the amount of new shares issued and issuable in respect of all awards granted under the proposed JCG Share Performance Plan, available to all controlling shareholders and their associates must not exceed 25% of the total number of shares available under the JCG Share Performance Plan and each controlling shareholder or his associate must not exceed 10% of the total number of shares available under the JCG Share Performance Plan.

Notes:

- 1) Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the AGM are set out in the Company's announcement dated 13 April 2022 entitled "Important Notice to Shareholders Regarding the Company's Annual General Meeting on 28 April 2022" which has been uploaded together with this Notice of AGM on SGXNet on the same day. This announcement may also be accessed at the URL <https://conveneagm.com/sg/beverlyjcgagm2022>.

In particular, the AGM will be held by way of electronic means and a member will be able to watch the proceedings of the AGM through a "live" webcast or listen to these proceedings through a "live" audio feed via his/her/its mobile phones, tablets or computers. In order to do so, a member who wishes to watch the "live" webcast or listen to the "live" audio feed must pre-register at the URL <https://conveneagm.com/sg/beverlyjcgagm2022> for verification purposes. The website will open for pre-registration on 13 April 2022 and will close at 2.30 p.m. on 25 April 2022. Following authentication of his/her/its status as members, authenticated members will be able to use their login details created during the registration process to access the webcast and audio feed of the proceedings of the AGM at the URL <https://conveneagm.com/sg/beverlyjcgagm2022>. Non-validated members will receive an email informing them of the invalid status by 27 April 2022. Members are reminded that the AGM proceedings are private. As such, members should not share their login details to access the "live" webcast or "live" audio feed of the AGM proceedings to anyone else. Recording of the "live" webcast of the AGM proceedings in whatever form is also strictly prohibited.

Members may also submit questions related to the resolutions to be tabled for approval at the AGM. To do so, all questions must be submitted by 2.30 p.m. on 20 April 2022:

- (a) via the pre-registration website at the URL <https://conveneagm.com/sg/beverlyjcgagm2022>;
- (b) in hard copy by sending by post and lodging the same at the office of our Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632; or
- (c) by email to our Share Registrar, srs.teamd@boardroomlimited.com

Members will need to identify themselves when posing questions by email or by mail by providing the following details:

- (a) the member's full name as it appears on his/her/its CDP/CPF/SRS share records;
- (b) the member's NRIC/Passport/UEN number;
- (c) the member's contact number and email address; and
- (d) the manner in which the member holds his/her/its Shares in the Company (e.g. via CDP, CPF or SRS).

The Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

The Company will address substantial and relevant questions from Shareholders relating to the agenda of the AGM prior to the AGM by 2.30 p.m on 24 April 2022 via publication on SGXNET and the Company's corporate website at the URL <https://www.beverlyjcg.com>. The Company will also address any subsequent clarifications sought, or follow-up questions received after 20 April 2022 during the AGM in respect of substantial and relevant matters. Where there are substantially similar questions the Company will consolidate such questions; consequently, not all questions may be individually addressed.

Although the deadline for submitting questions is 2.30 p.m. on 20 April 2022, shareholders are, however, encouraged to submit their questions in accordance with the paragraphs above earlier than 2.30 p.m. on 20 April 2022 so that they may have the benefit of the answers to their questions (where substantial and relevant to the agenda of the AGM) prior to submitting their proxy forms.

Please note that members will not be able to ask questions at the AGM "live" during the webcast and the audio feed, and therefore it is important for members to submit their questions in advance of the AGM.

- 2) **A member will not be able to attend the AGM in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM.** In appointing the Chairman of the AGM as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid. The accompanying proxy form for the AGM may be accessed at the URL <https://conveneagm.com/sg/beverlyjcgagm2022>.
- 3) The Chairman of the AGM, as proxy, need not be a member of the Company. The instrument appointing the Chairman of the AGM as proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a notorially certified copy thereof, must:
 - (a) if sent by post, be deposited at the office of our Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632; or
 - (b) if submitted by email, be received by our Share Registrar, srs.teamd@boardroomlimited.com,

in either case, not less than 48 hours before the time for holding the AGM, and in default the instrument of proxy shall not be treated as valid.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

- 4) The instrument appointing the Chairman of the AGM as proxy must be signed under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.
- 5) The Company shall be entitled to reject a proxy form which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the proxy form. In addition, in the case of shares entered in the Depository Register, the Company may reject a proxy form if the member, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.
- 6) Persons who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), including CPF and SRS investors, and who wish to participate in the AGM ("**Relevant Intermediary Participants**") by (a) observing and/or listening to the AGM proceedings via the "live" webcast or the "live" audio feed in the manner provided in Note 1) above; (b) submitting questions in advance of the AGM in the manner provided in Note 1) above; and/ or (c) appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order to facilitate the necessary arrangements for them to participate in the AGM. CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 2.30 p.m. on 19 April 2022.
- 7) The Annual Report for the financial year ended 31 December 2021 may be accessed at the Company's website at the URL <https://www.beverlyjcg.com/investor-relations/annual-report/> under "Annual Report 2021", and has also been made available on SGXNet.

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the AGM as proxy to attend, speak and vote at the AGM and/or any adjournment thereof or by attending the AGM and/or any adjournment thereof, submitting any details of Relevant Intermediary Participants in connection with the AGM, submitting any questions to the Company or pre-registering for the "live" webcast or "live" audio feed of the AGM, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service provider) of the appointment of the Chairman of the AGM as proxy, submission of questions and pre-registration of members for the AGM (including any adjournment thereof) and the preparation, compilation and publication of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the Relevant Intermediary Participants to the Company (or its agents), the member has obtained the prior consent of such Relevant Intermediary Participants for the collection, use and disclosure by the Company (or its agents or service provider) of the personal data of such Relevant Intermediary Participants for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Mr Howard Ng How Er and Dr Lam Lee G are the Directors seeking re-election at the forthcoming annual general meeting of the Company to be convened on 28 April 2022 (“**AGM**”) (the “**Retiring Directors**”).

Pursuant to Rule 720(5) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”), the information relating to the Retiring Directors as set out in Appendix 7F of the Catalist Rules is set out below:

	MR HOWARD NG HOW ER	DR LAM LEE G
Date of Appointment	29 November 2019	14 May 2018
Date of last re-appointment (if applicable)	29 June 2020	29 June 2020
Age	44	62
Country of principal residence	Malaysia	Singapore/Hong Kong
The Board’s comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Board of Directors of the Company has reviewed and considered, among others, the recommendation of the NC and has reviewed and considered the qualification, work experience and suitability of Mr Howard Ng How Er for re-appointment as a Director of the Company. The Board has reviewed and concluded Mr Howard Ng How Er possess the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board.	The Board of Directors of the Company has reviewed and considered, among others, the recommendation of the NC and has reviewed and considered the qualification, work experience and suitability of Dr Lam Lee G for re-appointment as an Independent Director of the Company. The Board has reviewed and concluded Dr Lam Lee G possess the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board.
Whether appointment is executive, and if so, the area of responsibility	Executive. Mr Howard Ng How Er is responsible for the overall management of the Group’s business.	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Executive Director, Deputy Chief Executive Officer and a member of the Risk Management Committee	Lead Independent Director, Chairman of the Audit Committee, Member of the Nominating Committee, Remuneration Committee and the Risk Management Committee
Professional qualifications	Not Applicable	Solicitor of the High Court of Hong Kong, Accredited Mediator of the Centre for Effective Dispute Resolution, Fellow of CMA Australia, the Hong Kong Institute of Arbitrators, the Hong Kong Institute of Directors, and the Institute of Corporate Directors Malaysia (ICDM), and Honorary Fellow of CPA Australia, the Hong Kong Institute of Facility Management and the University of Hong Kong School of Professional and Continuing Education.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	MR HOWARD NG HOW ER	DR LAM LEE G
Working experience and occupation(s) during the past 10 years	<p><u>2019 – present</u> Executive Director and Deputy CEO, Beverly JCG Ltd.</p> <p><u>2020 – present</u> Chief Executive Officer and Director, Beverly Wilshire Group of Companies</p> <p><u>2017 – 2019</u> General Manager and Director, Beverly Wilshire Group of Companies</p> <p><u>2015 – 2017</u> Director, City Centre Holdings Pty Ltd</p> <p><u>2013 – 2015</u> Senior General Manager, Govt Liason and Business Development, Tropicana Danga Cove Sdn Bhd</p> <p><u>2010 – 2013</u> Senior Manager Business Development, Iskandar Waterfront Sdn Bhd</p>	<p><u>June 2021 – Now</u> Macquarie Group of Companies - Senior Advisor, Macquarie Group Asia</p> <p><u>May 2017 – May 2021</u> Macquarie Infrastructure and Real Assets (Hong Kong) Limited – Non-executive Chairman – Greater China and ASEAN Region, Chief Adviser to Macquarie Infrastructure and Real Assets Asia</p> <p><u>May 2015 - April 2017</u> Macquarie Infrastructure and Real Assets (Hong Kong) Limited – Chairman – ASEAN Region, Senior Adviser to Macquarie Infrastructure and Real Assets Asia</p> <p><u>May 2007 - March 2015</u> Macquarie Capital (Hong Kong) Limited – Chairman – Indochina, Myanmar and Thailand, Senior Adviser – Asia (and formerly Chairman – Hong Kong)</p>
Shareholding interest in the listed issuer and its subsidiaries	<p>Yes</p> <p>Refer to Appendix A.</p>	<p>Yes</p> <p>Beverly JCG Ltd. Direct Interest: 54,366,000 Shares Deemed Interest: 63,067,009 Shares*</p> <p>*Dr Lam Lee G is deemed to be interested in respect of 63,067,009 shares and 15,767,009 warrants held by his spouse, Chung Yuen Yee Kathy.</p>
Any relationship (including immediate family relationships with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	<p>Yes, Son of Executive Chairman and Chief Executive Officer of the Company, Dato' Ng Tian Sang.</p>	<p>No</p>
Conflict of Interest (including any competing business)	<p>Yes. Mr Howard Ng is a shareholder and director of Beverly Bangsar Sdn Bhd ("Beverly Bangsar"), a Malaysian incorporated company which is in the business of provision of aesthetic medical services and in a competing business with the Group.</p> <p>Our Executive Chairman and CEO, Dato' Ng Tian Sang @ Ng Kek Chuan, and his two sons, Executive Director, Howard Ng How Er, and Alexander Ng Zhonglie together hold 63% shareholding in Beverly Bangsar. Howard Ng How Er and Alexander Ng Zhonglie are also directors of Beverly Bangsar. The Company is currently in negotiations to enter into a sales and purchase agreement to purchase up to 100% stake in Beverly Bangsar. The Company will provide updates to SGX and shareholders in due course and at the appropriate juncture.</p>	<p>No</p>

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	MR HOWARD NG HOW ER	DR LAM LEE G
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments* Including Directorships# (for the last 5 years)	<p>Past (for the past 5 years):</p> <ul style="list-style-type: none"> - Wealthy Acorn Sdn Bhd <p>Present:</p> <ul style="list-style-type: none"> - Beverly Bangsar Sdn Bhd - Datong Berhad 	<p>Past (for the past 5 years):</p> <ul style="list-style-type: none"> - Top Global Limited - Tianda Pharmaceuticals Limited - Sunwah International Limited - Aurum Pacific (China) Group Limited - Huarong Investment Stock Corporation Limited - China Shandong Hi-Speed Financial Group Limited - Hsin Chong Group Holdings Limited - Glorious Sun Enterprises Limited - Green Leader Holdings Group Limited - Xi'an Haitiantian Holdings Company Limited - Rowsley Limited - Vietnam Equity Holding (VEH) - Roma Group Limited <p>Present:</p> <ul style="list-style-type: none"> - Alset International Limited - Jade Road Investments Ltd - AustChina Holdings Limited - China LNG Group Limited - Asia-Pacific Strategic Investments Limited - CSI Properties Limited - Elife Holdings Limited - Greenland Hong Kong Holdings Limited - Haitong Securities Company Limited - Hang Pin Living Technology Company Limited - Hong Kong Aerospace Technology Group Limited - Huarong International Financial Holdings Limited - Kidsland International Holdings Limited - Mei Ah Entertainment Group Limited - Mingfa Group (International) Company Limited - National Arts Entertainment and Culture Group Ltd. - Sunwah Kingsway Capital Holdings Limited - Thomson Medical Group Limited - TMC Life Sciences Berhad - Vongroup Limited
* "Principal Commitments" has the same meaning as defined in the Code.		
# These fields are not applicable for announcements of appointments pursuant to Listing Rule 704(8)		
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

MR HOWARD NG HOW ER

DR LAM LEE G

(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?

No

Yes.

Ruifeng Petroleum Chemical Holdings Limited ("Ruifeng Petroleum")

During the period between July 2014 and March 2015, Dr. Lam served as an independent non-executive director of Ruifeng Petroleum, a company incorporated in the Cayman Islands, the shares of which were listed on the Stock Exchange of Hong Kong and delisted on 6 February 2017.

Ruifeng Petroleum was previously engaged in the petrochemical business. A winding-up petition was served on Ruifeng Petroleum on 12 August 2015 due to failure to pay a judgement debt relating to an outstanding amount of promissory note issued by Ruifeng Petroleum in 2011 (3 years before Dr. Lam's appointment as an independent non-executive director). On 16 November 2015, Ruifeng Petroleum was wound up by the High Court of Hong Kong.

Joining the board of directors as a new independent non-executive director during the restructuring period of Ruifeng Petroleum, Dr. Lam had no management role in Ruifeng Petroleum and was not involved in the creation of the above-mentioned promissory note.

Hsin Chong Group Holdings Limited ("Hsin Chong")

During the period between 17 May 2018 and 27 September 2019, Dr. Lam served as an independent non-executive director of Hsin Chong, a company incorporated in Bermuda, the shares of which were listed on the Stock Exchange of Hong Kong.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

MR HOWARD NG HOW ER

DR LAM LEE G

Hsin Chong defaulted on its US\$150 million 8.5% USD bonds (launched on 14 January 2016) due on 22 January 2019. Hsin Chong filed for provisional liquidation on 17 January 2019, and on 20 January 2019, RSM Corporate Advisory (Hong Kong) Limited and KRYS & Associates (Bermuda) were appointed by the Supreme Court of Bermuda Commercial Court as joint and several provisional liquidators of Hsin Chong. The filing was aimed at safeguarding Hsin Chong's assets and preventing seizure by creditors as Hsin Chong was attempting to negotiate a deal with one of the potential "white knight" groups to restructure its debts caused by Hsin Chong's earlier rapid expansion in mainland China. Such expansion projects dried up Hsin Chong's liquidity and led Hsin Chong to incur significant debts.

Joining the board of directors as a new independent non-executive director during the restructuring period of Hsin Chong, Dr. Lam had no management role in Hsin Chong and was not involved in the creation of the above-mentioned bonds and debts. Nine (9) months after the joint and several provisional liquidators of Hsin Chong were appointed, all independent non-executive directors including Dr. Lam resigned from the board of directors of Hsin Chong on 27 September 2019.

(c) Whether there is any unsatisfied judgment against him? No

No

(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose? No

No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	MR HOWARD NG HOW ER	DR LAM LEE G
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	MR HOWARD NG HOW ER	DR LAM LEE G
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:– (i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or (ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or (iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or (iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

MR HOWARD NG HOW ER

DR LAM LEE G

(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?

No

No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Appendix A

Howard Ng How Er – Disclosure of Shareholding Interests in the Listed Issuer and its Subsidiaries*

		No. of ordinary shares/warrants		No. of ordinary shares/warrants	
		Shares/ Warrants	Direct Interests	Deemed interests	Total
Listed Issuer	Beverly JCG Ltd.	Shares	393,011,793	-	393,011,793
		Warrants	107,184,160	-	107,184,160
Subsidiary	Beverly Wilshire Medical Centre Sdn Bhd	Shares	1,314,296	-	1,314,296
Subsidiary	Beverly Wilshire Medical Centre (JB) Sdn Bhd	Shares	597,912	-	597,912
Subsidiary	Beverly Wilshire Tropicana City Mall Sdn Bhd	Shares	71,078	-	71,078
Subsidiary	Beverly Wilshire Aesthetic Dental Centre Sdn Bhd	Shares	131,269	-	131,269
Subsidiary	Beverly Wilshire Hair Transplant Sdn Bhd	Shares	980	-	980
Subsidiary	Beverly Wilshire Medical Academy and Research Centre Sdn Bhd	Shares	-	17,320	17,320
Subsidiary	Beverly Wilshire Cosmetic Surgery Centre Sdn Bhd	Shares	-	484	484

* Excluding shares held under trust deed:

- (i) The Company's wholly-owned subsidiary JCG-Beverly Pte Ltd had entered into a trust deed dated 24 January 2020 and a supplementary trust deed dated 21 December 2020 with Mr Howard Ng How Er in respect of ordinary shares held by Mr Howard Ng How Er in the issued and paid-up share capital of Natasha Beverly Sdn. Bhd. (collectively, the "**NBSB Trust Deed**"). Pursuant to the NBSB Trust Deed, Mr Howard Ng How Er declared a trust over all the shares held by him in the issued and paid-up share capital of Natasha Beverly Sdn. Bhd., representing 56% shares in the issued and paid-up share capital of Natasha Beverly Sdn Bhd, in favour of JCG-Beverly Pte Ltd.
- (ii) The Company's wholly-owned subsidiary JCG-Beverly Pte Ltd had entered into a trust deed dated 17 April 2020, a supplemental trust deed dated 11 June 2021 and a second supplemental trust deed dated 8 July 2021 with Mr Howard Ng How Er in respect of ordinary shares held by Mr Howard Ng How Er in the issued and paid-up share capital of Beverly Ipoh Sdn. Bhd. (collectively, the "**BISB Trust Deed**"). Pursuant to the BISB Trust Deed, Mr Howard Ng How Er declared a trust over all the shares held by him in the issued and paid-up share capital of Beverly Ipoh Sdn. Bhd., representing 70% shares in the issued and paid-up share capital of Beverly Ipoh Sdn. Bhd, in favour of JCG-Beverly Pte Ltd.
- (iii) The Company's 56% owned subsidiary Natasha Beverly Sdn. Bhd. had entered into a trust deed dated 25 November 2020, with Mr Howard Ng How Er and Mr Alexander Ng Zhonglie in respect of ordinary shares held by Mr Howard Ng How Er and Mr Alexander Ng Zhonglie in the issued and paid-up share capital of Natasha Beverly Aesthetic Sdn. Bhd. (the "**NBASB Trust Deed**"). Pursuant to the NBASB Trust Deed, Mr Howard Ng How Er declared a trust over the 30 shares held by him in the issued and paid-up share capital of Natasha Beverly Aesthetic Sdn. Bhd., representing 30% shares in the issued and paid-up share capital of Natasha Beverly Aesthetic Sdn Bhd, in favour of Natasha Beverly Sdn. Bhd.