



June 14, 2018

Dear Sirs,

Name of the Company:	Beat Holdings Limited (URL: <a href="https://www.beatholdings.com/">https://www.beatholdings.com/</a> )
Representative:	Chief Executive Officer, Lian Yih Hann (TSE Second Section Code Number : 9399)
Inquiries to:	Corporate Development and Planning Division Manager, Yuta Takayama (TEL: Tokyo 03-4570-0741)

### Change of Major Shareholder

The Company announces that Noah Ark Technologies Limited (“Noah”) disclosed in our press release “(Follow-up 2) Transfer of Part of Stock Acquisition Rights” dated May 10, 2018, and “Report of Situation of Exercise of Stock Acquisition Rights” dated May 11, 2018, has exercised their Stock Acquisition Rights (“SAR”) today. As a result, Noah would become our major shareholder and there would be change of major shareholder of the Company as follows. For the details of the exercise today, please refer to our press release “Report of Situation of Exercise of Stock Acquisition Rights” dated today.

#### 1. Background of change

On May 11, 2018, Noah exercised a portion of 3,000,000 SARs which had been transferred from Ms. Esther Mo Pei Pei, and acquired 1,144,000 ordinary shares of the Company, and today Noah exercised all of its remaining SARs and acquired 1,855,900 ordinary shares of the Company. Noah holds total of 2,999,900 shares of the Company and would be our major shareholder.

#### 2. Outline of the shareholder to change

Shareholder to become a major shareholder:

(1)	Name of company	Noah Ark Technologies Limited
(2)	Address	Suite 1001, 10th Floor Car Po Commercial Building, 18-20 Lyndhurst Terrace, Central, Hong Kong
(3)	Business	development, consulting and investment in blockchain technology
(4)	Date of incorporation	February 8, 2018
(5)	Amount of share capital	USD1
(6)	Relation with the listed Company	Major shareholder of the Company

#### 3. Number of shares held and ratio of voting rights against all shareholders before and after the change

	Number of Voting Rights (Number of Shares Held)	Ratio to Total Voting Rights of All Shareholders	Rank of Large Shareholder
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Before the Change	1,144,000 (1,144,000 shares)	6.03% (Note 1)	4 (Note 2)
After the Change	2,999,900 (2,999,900 shares)	15.80% (Note 1)	2 (Note 2)

(Note 1) Although, the ratio is against the number of total outstanding shares of the Company of 18,984,481.79 shares (Ordinary and Series A Preferred shares) as of June 14, 2018.

(Note 2) The Company understands and assumes, currently Ms. Ester Mo Pei Pei holds 1,528,531 shares (Ordinary and Series A Preferred shares) (from her Amendment Report filed through EDINET on May 1, 2018), and Mr. Lai Man Kon and One Heart holds 1,200,000 shares and 804,488 shares respectively (from our press release "Change of Major Shareholder" dated May 24, 2018). Assuming no change in the number of shares held by other shareholders since December 31, 2017 as well.

#### 4. Date of Change

June 14, 2018

#### 5. Future outlook

At this present time, it is hard to judge the impacts of this change of major shareholder to the management and performance of the Company. As announced in our press release "Request from Shareholders to Hold Extraordinary General Meeting of Shareholders" dated June 8, 2018, currently, the Company is reviewing the proposal from Noah prudently, and we will announce our policy to such request once decided.

[End]



## About Beat Holdings Limited

Beat Holdings Limited is a multi-disciplinary group company doing businesses in Singapore, China and the rest of Asia. The Company offers A2P messaging service, software products and services; provides wellness services, wearable health care device, sensor, medical information and data analysis; and offers service in licensing intellectual properties and other rights. Listed on the Second Section (9399) of Tokyo Stock Exchange, the Company is headquartered in Hong Kong with a global network.

For more information, please visit <https://www.beatholdings.com/>

This is a press release to the public and shall not constitute an offer to invest in the securities of our company, nor should it be relied on as information to make an investment decision by any investor. Investors should read documents we submitted including our annual securities report and consider the risk factors together with other information contained therein when making an investment decision. This press release contains some forward-looking statements that involve a number of risks and uncertainties. A number of factors could cause actual results, performance, achievements of the company or industries in which it operates to differ materially from any future results, performance or achievements expressed or implied by these forward-looking statements.