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	WHISTLEBLOWING POLICY		Revision Date: 25 Mar 2019	

1. INTRODUCTION

This Whistleblowing Policy applies to the BGMC Group of companies (“Group” or “BGMC”), which includes:

- (a) BGMC International Limited (“Company”) (incorporated in the Cayman Islands);
- (b) BGMC Malaysia Limited (incorporated in the British Virgin Islands); and
- (c) BGMC Holdings Bhd. and all its subsidiaries.

2. PURPOSE

2.1 The Group expects and encourages its employees to report any suspected misconduct or malpractice within the Group via the channel outlined in the Whistleblowing Policy (“Policy”).

3. SCOPE


- 3.1 This Policy applies to employees at all levels and divisions of the entire Group.
- 3.2 This Policy also applies to customers, suppliers, sub-contractors and advisors, and any other such person/party who has dealings with the Group (“Relevant Third Parties”).

4. PROTECTION AND SUPPORT FOR WHISTLEBLOWERS

- 4.1 Employees and Relevant Third Parties who whistleblow in good faith are assured of protection against unfair dismissal, victimisation or unwarranted disciplinary actions, even if the allegations made in the complaints turn out to be untrue.
- 4.2 Person(s) who victimise or retaliate against the whistleblower will be subject to disciplinary actions.
- 4.3 While the Group values and appreciates anyone who whistleblows in good faith, reports found to be made maliciously, with ulterior motives, without reasonable grounds, and/or based on apparently inaccurate or unreliable information may face disciplinary actions including dismissal.
- 4.4 While the Group could not guarantee that the investigations will yield an outcome desired by the whistleblower, it will endeavour to respond to the reports fairly and properly.

5. ROLES AND RESPONSIBILITIES

- 5.1 The Group’s Board Audit Committee (“Audit Committee”) has overall responsibility for the Policy. It monitors and reviews any operations with regards to the Policy and any recommendations for actions to address the outcomes of investigations.
- 5.2 The day-to-day responsibilities to implement the Policy and monitor its effectiveness shall fall on the Whistleblowing Committee, the members of which shall be formally appointed by the Audit Committee.
- 5.3 Management shall ensure that all employees and Relevant Third Parties feel able to raise concerns without fear of reprisals.
- 5.4 All employees and the Relevant Third Parties shall endeavour to disclose any suspected misconduct or malpractice of which they become aware.

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5.5 Any inquiries with regards to this Policy shall be made to the Whistleblowing Committee via the contact information provided under the “Reporting” section below.

6. MALPRACTICES AND MISCONDUCTS

6.1 Activities that constitute misconduct or malpractice that form grounds for whistleblowing include, but are not limited to, the following: -

- (a) A criminal offence;
- (b) A failure to comply with any legal obligations;
- (c) A miscarriage of justice;
- (d) Financial impropriety including kickbacks, bribery, fraud or suspected fraud or deficiencies in internal control or deliberate error in preparations of Financial Statements or misrepresentation of financial reports;
- (e) An action which endangers the health and safety of any individual;
- (f) An action which causes damage to the environment;
- (g) Improper conduct or unethical behavior;
- (h) Fraudulent activities (e.g. manipulation of data / records);
- (i) Unfair / improper selection of the Relevant Third Parties;
- (j) Wastage / misappropriation of the Group’s funds / assets;
- (k) Deliberate concealment of information concerning any of the matters listed above; and
- (l) Other internal control weaknesses or loopholes.


7. REPORTING

7.1 Whistleblowers should send all concerns and information directly to the Whistleblowing Committee whose contact details are as follows:

The Whistleblowing Committee
 BGMC International Limited
 A-3A-02, Block A, Level 3A, Sky Park One City
 Jalan USJ 25/1, 47650 Subang Jaya
 Selangor Darul Ehsan, Malaysia
 Email: **whistleblowing@bgmc.asia**

7.2 Reports should be clearly written in English (printed preferred over handwritten), be factual and not speculative or in the nature of an assumption, and should contain as much specific information as possible to facilitate proper assessment of the nature and extent of the concern and the urgency of a preliminary investigative procedure.

7.3 The Group respects that a whistleblower may prefer to file his/her report anonymously. Unfortunately, anonymous reports may cause the Whistleblowing Committee to be unable to thoroughly assess them simply because the Whistleblowing Committee had no leads for further information, especially if the reports failed

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to include such crucial information. For this reason, the Group strongly encourages whistleblowers to identify themselves and provide their contact information in their whistleblowing reports.

- 7.4 Where whistleblower's identity and the identity of any persons are contained in the whistleblowing report, the Whistleblowing Committee shall endeavour to keep them confidential until such circumstances occur, likely due to the nature of investigation, that it becomes necessary to disclose the identities of the whistleblower and any persons mentioned in the report.

8. INVESTIGATION PROCEDURES

- 8.1 The Whistleblowing Committee will send an acknowledgement receipt to the whistleblower within three working days upon receipt of the report, if the whistleblower has provided his/her contact details.
- 8.2 Whistleblows that pose very high risks to the Group (eg. involving high-level personnels, highly sensitive issues, etc.) will be referred immediately to the Chairman of the Audit Committee. Otherwise, the Whistleblowing Committee will proceed with an investigation method deemed suitable while keeping the Audit Committee consistently informed of the progress of the reported case(s).
- 8.3 If investigation by the Whistleblowing Committee yields that a criminal offence had taken place, the Whistleblowing Committee will consult the Chairman of Audit Committee to decide if the matter should be referred to the law enforcers.
- 8.4 The Whistleblowing Committee may refer the case to law enforcers without prior notice to or consultation with the whistleblower. Once the case has been referred to the law enforcer, the Whistleblowing Committee will not be able to take further action on the matter, other than providing due assistance to the law enforcers where required for the case.
- 8.5 Upon completion of internal investigation by the Whistleblowing Committee, an investigation report will be submitted to the Audit Committee and Board of Directors for their review. If the investigation concludes that a malpractice or misconduct has been committed, the report shall include recommendation for suitable corrective actions.
- 8.6 Any disciplinary or corrective action initiated as a result of the findings of an investigation pursuant to this Policy shall adhere to the Group's prevailing disciplinary procedures.
- 8.7 In the event whereby an individual has a conflict of interest in dealing with the complaint, he/she shall abstain from participating in the entire process.
- 8.8 The whistleblower will be informed of the outcome of the investigation to an appropriate extent. Due of legal and ethical obligations, the Group may not be able to disclose full details of actions taken or provide a copy of the investigation report to the whistleblower.

[END OF POLICY]

**(ADOPTED BY THE COMPANY ON 3 JULY 2017 AND
REVISED ON 25 MARCH 2019)**