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BGMC International Limited

璋利國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1693)

(1) CHANGE OF DIRECTORS AND CHAIRMAN OF THE BOARD; AND (2) CHANGE IN COMPOSITION OF BOARD COMMITTEES

CHANGE OF DIRECTORS AND CHAIRMAN OF THE BOARD

The board (the “**Board**”) of directors (the “**Directors**”) of BGMC International Limited (the “**Company**”) announces that with effect from 7 October 2020:

- (1) Tan Sri Dato’ Sri Goh Ming Choon (“**Tan Sri Goh**”) tendered his resignation as an executive Director;
- (2) Ms. Chan May May (“**Ms. Chan**”) tendered her resignation as an independent non-executive Director; and
- (3) Datuk Kamalul Arifin Bin Othman (“**Datuk Kamalul Arifin**”) has been appointed as an independent non-executive Director.

Each of Tan Sri Goh and Ms. Chan has informed the Board that his/her resignation was due to his/her intention to devote more time to his/her own business, and has confirmed that he/she had no disagreement with the Board and there was no matter that needed to be brought to the attention of the shareholders of the Company in connection with his/her resignation.

In connection with Tan Sri Goh’s resignation as an executive Director, Tan Sri Goh will cease to be the chairman of the Board and Datuk Kamalul Arifin has been appointed as the chairman of the Board, both with effect from 7 October 2020.

The Board would like to extend its appreciation to each of Tan Sri Goh and Ms. Chan for his/her valuable contribution during his/her tenure of office in the Company.

Biographical details of Datuk Kamalul Arifin are set out as follows:

Datuk Kamalul Arifin, aged 59, has over 30 years experience in the real estate sector, including but not limited to property valuation, property investment and property management. Datuk Kamalul Arifin was appointed by the Malaysian Government as the Group Managing Director and Chief Executive Officer of Pelaburan Hartanah Berhad from 2006 to 2018. Datuk Kamalul Arifin is currently an independent non-executive director of MRCB-Quill REIT, a real estate investment trust (“**REIT**”) listed on Bursa Malaysia under the stock name MQREIT. Datuk Kamalul Arifin obtained his Bachelor of Estate Management from Universiti Teknologi MARA and his Master of Business Administration from Ohio University in the United States of America. Datuk Kamalul Arifin is a fellow of the Royal Institution of Chartered Surveyors in the United Kingdom, the Royal Institute of Surveyors in Malaysia, and the Malaysian Institute of Property and Facility Managers, and is also a registered property manager with the Board of Valuers, Appraisers, Estate Agents and Property Managers.

Datuk Kamalul Arifin has entered into a letter of appointment with the Company for a term of one year commencing from 7 October 2020, which can be terminated by either party by giving the other party one month's written notice in advance or otherwise in accordance with the terms of the letter of appointment. Datuk Kamalul Arifin is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. Datuk Kamalul Arifin will be entitled to a remuneration of RM120,000 per annum, which took into account his duties and responsibilities to be undertaken by him in the Company.

Save as disclosed above, as at the date of this announcement, Datuk Kamalul Arifin has confirmed that he (i) does not hold any other positions in the Company or any of its subsidiaries; (ii) does not have other relationship with any directors, senior management, substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and the "**Listing Rules**", respectively) of the Company; (iii) does not hold any directorships in any other listed companies on the Stock Exchange and any other stock exchange or other major appointments during the three years preceding the date of this announcement; and (iv) does not have other major appointments or professional qualifications.

As at the date of this announcement, Datuk Kamalul Arifin does not have any interests or short positions in the shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, the Company is not aware of any other information relating to the appointment of Datuk Kamalul Arifin that is required to be disclosed pursuant to the requirements set forth in Rule 13.51(2)(h) to (v) of the Listing Rules or any other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to extend a warm welcome to Datuk Kamalul Arifin in joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board also announces the following change in composition of Board committees, all with effect from 7 October 2020:

- (1) Following the resignation of Ms. Chan as independent non-executive Director, she has ceased to be the chairman of the remuneration committee of the Board (the "**Remuneration Committee**"), a member of the nomination committee of the Board (the "**Nomination Committee**") and a member of the audit committee of the Board (the "**Audit Committee**");
- (2) Following the resignation of Tan Sri Goh as executive Director, he has ceased to be a member of the Remuneration Committee;
- (3) Datuk Kamalul Arifin, an independent non-executive Director, has been appointed as the chairman of the Remuneration Committee, a member of the Nomination Committee and a member of the Audit Committee in replacement of Ms. Chan; and
- (4) Tan Sri Dato' Seri Kong Cho Ha, being an independent non-executive Director, has been appointed as a member of the Remuneration Committee in place of Tan Sri Goh.

For and on behalf of
BGMC International Limited
Dato' Mohd Arifin Bin Mohd Arif
Vice-chairman and Executive Director

Malaysia, 7 October 2020

As at the date of this announcement, the Board comprises Dato' Mohd Arifin Bin Mohd Arif (Vice-chairman), Dato' Teh Kok Lee (Chief Executive Officer) and Ching Hong Seng as executive Directors; and Tan Sri Dato' Seri Kong Cho Ha, Kua Choh Leang and Datuk Kamalul Arifin Bin Othman (Chairman) as independent non-executive Directors.