

POLICY AND PROCEDURES ON WHISTLEBLOWING
(Pursuant to Paragraph 15.29(2)(b) of Bursa Malaysia Securities Berhad Main Market Listing Requirements)

Introduction

BEDI Berhad (formerly known as WMG Holdings Bhd.) (BEDI or the Company) and its subsidiaries (BEDI Group) aspire to conduct its affairs in an ethical, responsible and transparent manner.

The Company's code of corporate governance requires directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities.

All employees and representatives of the Company must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

Reporting Responsibility

It is the responsibility of all directors, officers and employees to comply with the Code and to report violations or suspected violations in accordance with this Whistle blower Policy.

In line with the above, BEDI provides avenue for all employees of BEDI Group and members of the public to disclose any improper conduct within BEDI Group.

This Policy is to provide an avenue for all employees of BEDI Group and members of the public to disclose any improper conduct in accordance with the procedures stated in this Policy and to provide protection for employees and members of the public for the disclosure.

Policy

This Policy is designed for the disclosure through internal channel by employees and members of the public of any improper conduct which includes the following:

- i) Bribery and/or corruption
- ii) Fraud and/or financial irregularities
- iii) Theft and/or embezzlement
- iv) Abuse of power
- v) Conflict of interest

The above list is not exhaustive and includes any act or omissions that constitutes an act of misconduct or any criminal offence.

This Policy applies to all employees of BEDI Group and members of the public where relevant.

Procedures

All disclosures are to be in writing to one or more of BEDI's Independent Directors as follows:

Name	Designation
Hajah Shakinur Ain Binti Hj Karama	Senior Independent Non-Executive Director, Chairman of Remuneration Committee and Nominating Committee
Madam Wong Lee Hung	Chairman of Audit Committee
Madam Teo Gim Suan	Chairman of Risk Management Committee

Anonymous reports are not encouraged as any follow up to ascertain the facts or to obtain further information for investigation purposes would be very difficult.

Although the Company is not expected to address any anonymous allegations, the Company may, however, consider investigating an anonymous allegation after having considered the following:

- (a) the seriousness of the concern;
- (b) the credibility of the concern; and
- (c) the likelihood of confirming the concern from credible sources.

Report, duly supported and addressed to the respective Independent Director concerned, should be sent/emailed to the following, only accessible by the Audit Committee Chairman.

Audit Committee Chairman
Wisma WMG, Lot 1 & 2, Jalan Indah Jaya
Taman Indah Jaya, Jalan Lintas Selatan
90000 Sandakan, Sabah, Malaysia

Email: wmg.auditcom@gmail.com

Protection and Retaliation

A whistle blower will be accorded with protection of confidentiality of identity, to the extent reasonable practicable, provided that the disclosure is made in good faith.

If investigation reveals that the disclosure was made with malicious intent, appropriate action including legal action can be taken against the whistle blower.

No director, officer or employee who in good faith reports a violation of the Code of Corporate Governance shall suffer harassment, retaliation or adverse employment consequence.

Disciplinary action will be taken on any employee who retaliates against someone who has reported a violation in good faith including termination of employment.

This Whistle blower Policy is intended to encourage and enable employees and others to raise serious concerns within the Company prior to seeking resolution outside the Company.

Compliance Officer

The Company's Compliance Officer is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code of Corporate Governance and applicable laws and regulations. The Company's Compliance Officer is the chairman of the Audit Committee, Madam Wong Lee Hung.

Handling of Reported Violations

The Compliance Officer will notify the whistle blower and acknowledge receipt of the reported violation or suspected violation within 14 working days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

Upon conclusion of the whistleblowing process, the whistle blower will be notified on the outcome of the disclosure.

BEDI reserves the right to amend/update this Policy from time to time.