
RESPONSE TO SGX'S QUERIES ON ANNUAL REPORT 2020
回應新交所對 2020 年年報的詢問

The Board of Directors (the “**Board**”) of BH Global Corporation Limited (the “**Company**”) wishes to announce the following response to queries received by Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on 18 April 2021 in relation to the Company’s Annual Report for the financial year ended 31 December 2020 (“**FY2020 Annual Report**”). The Company’s responses to the queries are as follows:

明輝環球企業有限公司（簡稱“公司”）董事會（簡稱“董事會”）僅此公告答覆2021年4月18日收到新加坡證券交易所（簡稱“SGX-ST”）對於公司2020年12月31日截止之年度財報（簡稱“2020財年年報”）之詢問。公司答覆詢問如下：

1. SGX-ST Query
交易所詢問

Listing Rule 907 requires an issuer to disclose the aggregate value of interested person transactions entered into during the financial year under review in its annual report. The name of the interested person, nature of relationship and the corresponding aggregate value of the interested person transactions entered into with the same interested person must be presented in the prescribed format. Please provide the information as required.

上市規則第907條要求上市公司在其年度報告中揭露利害關係人在審查財政年度內的交易總價值。利害關係人的姓名、關係屬性及與同一利害關係人簽約交易的相應總價值，必須以規定的格式提交。請根據要求提供資訊。

Company’s Response
公司回覆：

The Company has adopted an internal policy in respect of any transaction with interested person which set out the procedures for review and approval of such transactions. 公司與利害關係人進行的任何交易都遵照審查和批准此類交易程序規定的內部政策進行。

All interested person transactions will be documented and submitted to the Audit Committee (‘AC’) for their review to ensure that such transactions are carried out at arm’s length basis and on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders.

所有利害關係人交易都記錄在案，並提交審計委員會（“AC”）審查，以確保此類交易在正常商業基礎上進行，不會損害公司及其小股東的權益。

As disclosed on page 49 of the Annual Report, the Company has not entered into interested person transactions with aggregate value of more than S\$100,000 during FY2020 pursuant to Rule 907 of the Listing Manual of the SGX-ST.

正如年報第 49 頁披露，根據上市手冊第 907 條，公司並未在 2020 財年進行總價值超過新幣 10 萬元的利害關係人交易。

2. SGX-ST Query
交易所詢問

Listing Rule 1207(10C) requires the Audit Committee’s comments on whether the internal audit function is independent, effective and adequately resourced. Please also provide information on whether the head of the internal audit function team has the relevant

experience and qualifications. Where the internal audit function is outsourced, please provide information on the relevant experience of accounting firm and the engagement team. Please provide the information as required.

上市規則第 1207 (10C) 條要求審計委員會就內部審計職能是否獨立、有效和足夠資源提出意見。另請提供內部審計職能團隊負責人是否具有相關經驗和資格的資訊。若內部審計職能採外包制，請提供會計師事務所和參與團隊的相關經驗資訊。請根據要求提供資訊。

Company's Response:

公司回覆:

The Company outsources its internal audit function to Virtus Assure Pte Ltd ("Virtus Assure"), an independent assurance services consultancy that provides enterprise risk, control and governance assessments to exchange-listed companies.

公司將其內部審計職能外包給 Virtus Assure 私人有限公司 ("Virtus Assure")，這是一家為交易所上市公司提供企業風險、控制和治理評估的獨立保證服務諮詢公司。

Virtus Assure's Managing Director is Mr. Joshua Siow, who has many years of audit and management experience in operations, business systems, information technology, finance and accounting with various companies around the globe. He has helped exchanges, depositories and listed firms to establish their internal audit function, develop their enterprise risk management framework, assess their risk/control environments, strengthen their systems of internal controls, and evaluate their internal audit performance. Mr. Siow is a member of Institute of Singapore Chartered Accountants (ISCA), Fellow Member of the Association of Certified Chartered Accountants (FCCA) and Member of the Institute of Internal Auditors Inc (IIA).

Virtus Assure 的董事總經理是 Joshua Siow 先生，他擁有審計和管理全球多家公司運營、業務系統、資訊技術、財務和會計的經驗。他曾幫助交易所、存管公司和上市公司建立內部審計職能，制定企業風險管理框架，評估風險/控制環境，強化內部控制體系，評估內部審計績效。Siow 先生是新加坡特許會計師協會 (ISCA) 的成員、註冊特許會計師協會 (FCCA) 的會員和內部審計師協會 (IIA) 的成員。

The engagement team is led by an Audit Director, Mr. Alvin Tan, who has more than 10 years of audit and compliance experience. He is a Certified Internal Auditor (CIA) and Certified Risk Management Assurance (CRMA) professional with The Institute of Internal Auditors Inc (IIA). The Audit Director is assisted by a team of suitably qualified auditors.

參與工作團隊由審計長 Alvin Tan 先生領導，他擁有超過 10 年的審計和合規經驗。他是內部審計師協會 (IIA) 的認證內部稽核師 (CIA) 和認證風險管理保證 (CRMA) 專業人員。審計長旗下有一組合格的會計師團隊協助。

The AC is satisfied that the appointed IA meets and has carried out its function according to the standards set by internationally recognised professional bodies including the Standards for the Professional Practice of Internal Auditing set by The Institute of Internal Auditors. The IA reports directly to the AC Chairman on audit matters, and to the Executive Chairman and Chief Executive Officer on administrative matters. The primary objective of the internal audit is to assure the AC and the Board of Directors that sound risk management processes and controls are in place and operating effectively.

審計委員會確信，指定的審計機構符合並且已履行符合國際公認專業機構認證標準的職能，包括內部審計師協會制定的內部審計專業實務標準。IA 直接向 AC 主席報告審計事項，向執行主席和首席執行官報告行政事務。內部審計的主要目的是向 AC 和董事會保證，健全風險管理流程和控制已到位並有效運作。

Based on the above, the AC is satisfied that the internal audit function is adequately resourced and independent of the activities it audits and comprehensively covers the major activities within the Group.

基於上述情況，AC 確信內部審計職能資源充足，獨立於其審計活動，並全面涵蓋集團內的主要活動。

3. **SGX-ST Query**
交易所詢問

Mr Johnny Lim Huay Hua and Ms Eileen Lim Chye Hoon are the siblings of Mr Vincent Lim Hui Eng and Mr Patrick Lim Hui Peng. Apart from Mr Johnny Lim and Ms Eileen Lim, there were no other immediate family members of the Executive Directors, the CEO or a substantial shareholder of the Company, except Mr Ken Hing Kah Wah who is the spouse of Ms Eileen Lim Chye Hoon employed by the Group whose respective remuneration exceed \$100,000 per annum during the year. Their remuneration was disclosed in bands wider than S\$100,000.

林輝華先生和林彩雲女士是林翔寬先生和林輝鵬先生的兄弟姐妹。除林輝華先生和林彩雲女士之外，本公司之執行董事、行政總裁或大股東均無其他直系親屬，但林彩雲女士的配偶方維杭先生受集團聘雇其個人薪酬在本年度中超過新幣 10 萬元。他們的薪酬都揭露在超過新幣 10 萬元的範圍內。

Provision 8.2 of the Code of Corporate Governance 2018 requires that the Company discloses the names and remuneration of employees who are substantial shareholders of the company, or are immediate family members of a director, the CEO or a substantial shareholder of the company, and whose remuneration exceeds S\$100,000 during the year, in bands no wider than S\$100,000, in its annual report. Please comply with or explain variations from the Provision.

根據 2018 年公司治理守則第 8.2 條規定，公司在其年度報告中揭露公司大股東或董事、首席執行官或大股東的直系親屬、其年度薪資超過新幣 10 萬元，上下區間不超過新幣 10 萬元範圍之員工的姓名和薪酬。請遵守或解釋與規定的差異。

Company's Response:
公司回覆:

The remuneration of substantial shareholders of the Company and immediate family members for the financial year ended 31 December 2020 are as follows :
2020 年 12 月 31 日截止財政年度之公司大股東及直系親屬薪酬如下：

Name 姓名	Salary 薪資	Bonus 紅利	Fees 稅費
S\$200,000 to S\$299,999 新幣 200,000 to 新幣 299,999			
Johnny Lim Huay Hua 林輝華	90%	-	10%
Eileen Lim Chye Hoon 林彩雲	90%	-	10%
S\$100,000 to S\$199,999 新幣 100,000 to 新幣 199,999			
Ken Hing Kah Wah 方維杭	96%	4%	-

BY ORDER OF THE BOARD
經董事會授權

Vincent Lim Hui Eng
林翔寬
Executive Chairman and Chief Executive Officer
執行主席兼首席執行官
20 April 2021
2021 年 4 月 20 日