



WHISTLEBLOWER POLICY



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STATEMENT OF PURPOSE

Brockman Mining Limited and its subsidiaries (**Brockman** or **Group**) is committed to maintaining the highest standards of business conduct and ethics in its accounting standards and disclosures, internal accounting controls and audit practices. It is the policy of Brockman to comply with and require its directors, managers and employees to comply with all applicable legal and regulatory requirements. Every employee has the responsibility to assist Brockman in meeting these requirements.

Brockman's internal controls are intended to prevent, deter and remedy any violation of the applicable laws and regulations. Even the best systems of control and procedures, however, cannot provide absolute safeguards against such violations.

The Group recognises that an effective whistleblower program:

- is a critical component to reinforce a strong commitment to, and compliance with, relevant legal and ethical obligations;
- enables individuals to feel that the Group is properly addressing their concerns; and
- does not penalise employees for fulfilling their obligation to ensure that Brockman's conduct meets its policies on compliance and ethics.

This policy covers the following key areas:

- Types of issues that individuals are encouraged to pursue through the Whistleblower Policy;
- Process for reporting complaints;
- Investigation of complaints;
- Undertaking of corrective action; and
- The treatment of the whistleblower.

All directors, officers, employees, consultants and contractors of Brockman are subject to this Whistleblower Policy ("Policy").

OVERVIEW

The following are generally the issues that Brockman encourages stakeholders to pursue and report under the Policy:

- Conduct or practices which are illegal or breach any law, regulation, or code of conduct applying to the Group, or significantly breach any contract binding a member of the Group;
- Fraudulent or corrupt practices (including offering or accepting bribes or otherwise gaining advantage from a



relationship with the Group to which the Group has not agreed);

- Continuing or regular breaches of the Group's policies or other rules of conduct;
- Coercion, harassment or discrimination by, or affecting, any member of the Group;
- Misleading or deceptive conduct of any kind;
- Situations within the Group's control that are a significant danger to the environment; and
- Brockman staff behaviour that could reasonably indicate that a Brockman policy is not being followed.

The Group has a responsibility to investigate and, if required, report to appropriate governmental authorities, any violations relating to corporate reporting and disclosure, accounting and auditing controls and procedures, securities compliance, matters pertaining to fraud against shareholders, and any other misconduct, to take action to remedy such violations.

This Policy governs the process through which employees, directors, officers, consultants, and contractors, either directly or anonymously, can notify Brockman's Compliance Officer or Audit Committee of the Group's Board of Directors, of potential violations or concerns. In addition, this Policy establishes a mechanism for responding to, and keeping records of, complaints from employees and others regarding such potential violations or concerns.

APPLICATION OF THIS POLICY

Reporting Alleged Violations or Concerns

If anyone who is subject to this Policy (the "whistleblower") reasonably believes that the conduct of any Brockman employee, or other person acting on behalf of Brockman, has violated any legal or regulatory requirements or internal policy, that person should immediately report his or her concern to Brockman's Compliance Officer, as follows:

In writing:

Tara Robson, Company Secretary
Brockman Mining Australia Pty Ltd
Level 1, 117 Stirling Highway
Nedlands WA 6009

By email: tararobson@brockman.com.au

By telephone: +61 8 9389 3005



Alternatively, to Brockman Mining Limited's Compliance Officer, as follows:

Jason Chan, Company Secretary
Brockman Mining Limited
Suites 3812-13, 38/F Two International Finance Centre
8 Finance Street
Central Hong Kong

By email: jasonchan@brockmanmining.com

By telephone: +852 3169 3631



If the whistleblower is not comfortable reporting a concern to the Compliance Officer, he or she should report the concern to any supervisor or member of management whom he or she is comfortable approaching.

Any manager or other supervisory employee who receives a report of an alleged violation must immediately forward the report to the Compliance Officer. The Compliance Officer reports directly to the Audit Committee and is required to promptly communicate all reports of alleged violations to the Group's Audit Committee.

The Audit Committee is responsible for investigating complaints through the Policy. The Audit Committee will assess the situation and if deemed necessary will communicate the reports of alleged violations to Brockman's legal advisors.

If the whistleblower is uncomfortable approaching the Compliance Officer or any member of management, he or she may report alleged violations directly to the Audit Committee.

Lau Kwok Kuen Eddie, Chairman, el500@me.com
Uwe Henke Von Parpart, Member, uparpart@reorientgroup.com
Yip Kwok Cheung Danny, Member, danny@tradeeasy.com
Warren Beckwith, Member, warrenbeckwith@brockman.com.au

Reports of alleged violations may be submitted to the Compliance Officer or the Audit Committee anonymously if the employee desires. Although anonymous reports may be submitted via any of the above methods, reports submitted by email or telephone tend to be less likely to remain anonymous and confidential than those submitted in writing. All reports of alleged violations, whether or not they were submitted anonymously, will be kept in strict confidence to the extent possible, consistent with Brockman's need to conduct an adequate investigation.

Reports of alleged violations should be factual rather than speculative or conclusory, and should contain as much specific detail as possible to allow for proper assessment. Any report or complaint describing an alleged violation or concern should be candid and should clearly set out all the information the whistleblower knows about the alleged violation. In addition, the complaint or report should contain sufficient corroborating information if possible to support the commencement of an investigation.

The Group may, in its reasonable discretion, determine not to commence an investigation if a complaint contains only unspecified



or broad allegations of wrongdoing, without appropriate factual support.

Investigation of Complaints

Upon receipt of a complaint alleging a violation, the Audit Committee, or a designated member of the Committee, may in its discretion conduct an investigation into any complaint brought forward, and will take whatever investigative, disciplinary or other action it deems appropriate.

If the Audit Committee or its designated member concludes that an investigation is warranted, it shall take appropriate measures to implement a thorough investigation of the allegations. The Audit Committee shall have the authority to obtain assistance from the Group's management, counsel or auditors, or to retain separate outside legal or accounting expertise as it deems necessary or desirable in order to conduct the investigation.

At each meeting of the Audit Committee, there shall be an agenda item that discusses complaints received through the Whistleblower Policy and the status of any ongoing investigation pursuant to the Policy.

Corrective Action

The Audit Committee is ultimately responsible for determining the validity of each complaint and fashioning, with the input of its advisors and Group management if requested, the appropriate corrective action.

The Audit Committee shall report any legal or regulatory non-compliance to Brockman's management and ensure that management takes corrective action including, where appropriate, obtaining external legal advice and, if so advised, reporting any violation to relevant governmental authorities. In the event that the complaint is in relation to the Compliance Officer or Audit Committee, the directors of Brockman are responsible for determining the validity of each complaint.

Any director, officer, or employee deemed to have violated any law, rule or regulation, or any internal policy regarding accounting standards and disclosures, internal accounting controls, or matters related to the internal or external audit of Brockman's financial statements, may be subject to disciplinary action, up to and including termination of employment with or without notice.



No Retaliation

A whistleblower should feel free to report any suspected wrongdoing to the Compliance Officer and/or the Audit Committee and know that if they do so, they will be protected by the Group against any retributive actions.

Brockman will not tolerate retaliation or discrimination of any kind by or on behalf of the Group and its employees against any employee making a good faith complaint of, or assisting in the investigation of, any violation of government laws, rules, or regulations or Brockman's Code of Business Conduct or internal policies regarding accounting standards or disclosures, internal accounting controls, or matters related to the internal or external audit of Brockman's financial statements.

To the extent that it is possible, the identity and confidentiality of the informant will be protected, however confidentiality cannot be guaranteed where:

- Such confidentiality adversely affects the ability of Brockman to conduct a thorough investigation;
- Such confidentiality is inconsistent with a requirement of statute or common law to disclose the informant's identity or other information provided in confidence; and
- Brockman reasonably believes it is necessary to disclose the identity of the informant or any other material or information disclosed by the informant in confidence.

Retention of Complaints and Documents

The Audit Committee will retain all documents and records regarding any complaint.

It is illegal and against the Group's policy to destroy any corporate audit or other records that may be subject to or related to an investigation by the Group or any federal, state or regulatory body.

Compliance with this Policy

All persons subject to this Policy must follow the procedures outlined in this Policy and co-operate with any investigation initiated pursuant to this Policy. Adhering to this Policy is a condition of employment or, in the case of contractors and consultants, a continued relationship with the Group. The Group must have the opportunity to investigate



and remedy any alleged violation or concerns, and each party involved in an investigation must ensure that the Group has an opportunity to undertake such an investigation.

No Contractual Commitment

This Policy does not constitute a contractual commitment of the Group. This Policy does not prevent, limit, or delay the Group from taking disciplinary action against any individual, up to and including termination of employment with or without notice, in circumstances (such as, but not limited to, those involving problems of performance, conduct, attitude, or demeanour) where the Group deems disciplinary action appropriate.

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