

# **YSS CORP.**

## **WHISTLEBLOWING POLICY**

### **Audit Committee Board Policy Regarding Complaints and Concerns Procedures**

Effective as and from June 28, 2018

## ***Corporate Policies & Procedures***

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Regulatory authorities in the United States and Canada have adopted investor confidence rules aimed at avoiding accounting scandals that shook the integrity of financial markets at the beginning of the new millennium. In such regard, all public companies must establish a “whistle blowing” policy that allows an interested party such as an employee to alert persons in authority of any improper accounting or financial practices, without fear of retribution. Since the integrity of YSS Corp. (the “**Corporation**”) as a public company can be negatively affected by improper accounting or financial practices the board of directors of the Corporation wishes to establish a formal whistleblowing policy. This policy sets out the guidelines to be followed by any interested party who wishes to denounce any impropriety of an accounting or financial nature observed in the course of the exercise of their duties, without fear of loss of employment, prejudice or other form of undesirable reprimand.

### **1. Purpose of Policy**

The Corporation has established accounting policies and procedures and an internal control process to ensure the accuracy and integrity of the Corporation’s financial statements. It is recognized that there may be situations from time to time where employees or other parties believe that these policies and procedures have not been followed or that information has been intentionally or unintentionally misstated or omitted which may impair the integrity or accuracy of the Corporation’s financial statements.

This policy sets out procedures to address the receipt, retention and treatment of complaints received by the Corporation in respect of matters relating to fraud, accounting, internal accounting controls or auditing. This policy also sets up means to protect the confidentiality and anonymity of any submission by employees or consultants of the Corporation.

YSS Corp. has retained CanaGlobe Compliance Solutions (“CanaGlobe”), an independent service provider, to receive all Whistleblower reports via the internet, telephone or fax.

### **2. Procedures for Receiving and Addressing Complaints and Concerns**

Complaints regarding fraud, accounting, internal accounting controls or auditing matters and concerns regarding questionable accounting or auditing matters should be reported as outlined below:

- **Submission by Internet:**
  - Go to reporting website: [Reporting.canaglobecompliance.com](http://Reporting.canaglobecompliance.com)
  - Enter the Login ID: yssc89WB
  - Follow the steps of the reporting system and be sure to write down your receipt number so that you can log back in to check for a response or to provide additional information.
- **Submission by Telephone and Fax:**
  - Toll Free in Canada and the United States: 1-888-650-7768
  - When using the telephone service, you will be instructed to leave a voice message with the details of your complaint.
  - The toll-free number does not subscribe to call display.

## **2.1. General Complaints and Concerns**

Submissions to CanaGlobe will be forwarded anonymously to the Chair of the Audit Committee. Each of the complaints and concerns will be thoroughly investigated and appropriate action taken. All complaints and concerns and their disposition will be advised to the Audit Committee at the next meeting following the date of the complaint or concern. The Chair may elect, if thought fit, to call a special meeting sooner to deal with the complaint or concern.

## **2.2. Confidentiality**

Each complaint or concern will be treated as confidential and the anonymity of the complainant or filer, if requested, will be preserved to the extent permitted by law.

## **2.3. Prohibition Against Retaliation**

The Corporation will not discharge, threaten, harass, discipline, withhold or suspend payment of salary or benefits, demote, transfer or otherwise take any disciplinary or retaliatory action against any employee or consultant of the Corporation who in good faith raises a concern, files a complaint, reports any suspected wrongdoing, or discloses or provides information or assistance in connection with any internal investigation or governmental proceeding or inquiry.

## **3. Logs**

The Chair will ask the Corporation's corporate secretary to supervise the maintenance of a log (the "**Logs**") of all complaints and concerns received from any source.

### **3.1. Complaints and Submission of Concerns Reports**

Each complaint and concern will be separately documented by the Chair. Such documentation shall include a report that contains a complete description of the allegation(s), the action taken (including investigative and disciplinary action), the status of the file as pending or closed and, if closed, a statement describing the final disposition of the case. All documentation with respect to a complaint or a concern shall be retained by the corporate secretary of the Corporation.

### **3.2. Audit Committee Oversight**

The Audit Committee will have full access to respective Logs, complaints and concerns reports and related documentation at all times, except for any information that may be used to identify a complainant or filer who has requested anonymity.