



WINSTAR CAPITAL BERHAD

Registration No. 202301049890 (1543804-K)

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

WINSTAR CAPITAL BERHAD
[Registration No. 202301049890 (1543804-K)]
(Incorporated in Malaysia)

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ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1.0 INTRODUCTION

Winstar Capital Berhad ("**Company**") and its subsidiaries (collectively referred to as the "**Winstar Group**") are committed to conduct business in an ethical and honest manner while upholding zero-tolerance position on bribery and corruption. Winstar Group is committed to act professionally, fairly and with integrity in all business dealings and relationships, wherever Winstar Group operate as well as complying with all applicable laws, including the Malaysian Anti-Corruption Commission Act 2009 and any of its amendments or re-enactments that may be made by the relevant authority from time to time.

Under Section 17A of the Malaysian Anti-Corruption Commission Act (Amendment) Act 2018 ("**the Act**"), a commercial organisation commits a criminal offence if a person associated with it corruptly gives any gratification with intent to obtain or retain any business or advantage for the commercial organisation. The offence comes with a hefty penalty of a fine not less than ten (10) times the value of the bribe or RM 1 million, whichever higher, and/or maximum imprisonment of 20 years. Additionally, if convicted, the commercial organisation's Directors, controllers and management will be presumed to be guilty of the same offence unless proven otherwise.

This Anti-Bribery and Anti-Corruption Policy ("**ABC Policy**") provides guidance to all employees, Directors and associated persons concerning how to deal with improper solicitation, bribery and other corrupt activities and issues that may arise in the course of business.

2.0 OBJECTIVE

The objective of this ABC Policy is to set out the responsibilities of Winstar Group and the personnel working for Winstar Group to comply with laws against corruption and/or bribery and to further provide information and guidance to all personnel working for Winstar Group on how to recognise and deal with corruption and bribery issues.

To achieve this objective, Winstar Group is committed to taking the following strategic steps:

- (a) To establish, maintain and periodically review this ABC Policy and its objectives to adequately address bribery and corruption risks;
- (b) To issue instructions to communicate this ABC Policy to both internal and external parties;
- (c) To perform regular corruption risk assessments on Winstar Group's operations and review the findings;
- (d) To promote a culture of integrity within Winstar Group;
- (e) To encourage the use of the reporting channel (*whistleblowing*) as outlined in Section 8.2 of this ABC Policy for any suspected and/or actual corruption incidents or inadequacies in the anti-corruption compliance efforts;

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- (f) To implement training programmes for all individuals operating in high-risk areas within the organisation;
- (g) To assign and adequately resource a competent person or function to be responsible for all anti-corruption compliance matters;
- (h) To ensure that the person or function responsible is appropriate; and
- (i) To ensure that the results of audits, risk assessments, control measures and performance reviews are reported to all senior management.

3.0 COMMITMENT TO INTEGRITY AND ANTI-CORRUPTION

The Board of Directors of Winstar Group (“**Board**”) maintains a zero-tolerance stance against all forms of bribery and corruption. Consequently, all individuals are expected to work and operate in a bribery and corruption free environment and all parties engaged with Winstar Group are required to align with Winstar Group’s integrity standards.

The Board is primarily responsible for ensuring that Winstar Group:

- (i) upholds the highest standards of integrity and ethics;
- (ii) fully complies with applicable anti-corruption laws and regulations; and
- (iii) effectively manages key corruption risks.

Additionally, the Board will lead efforts to enhance the effectiveness of Winstar Group’s corruption risk management framework, internal control systems, review and monitoring processes and relevant training and communication initiatives.

4.0 SCOPE AND APPLICATION

This ABC Policy applies to all individuals and companies within Winstar Group, including but not limited to the following persons and/or entities, who are required to comply with the relevant sections of the ABC Policy when performing work or services:

- (a) all employees, officers, Directors (*both executive and non-executive*), senior managers, managers, site supervisor, designer, consultant, technician and all individual working at all levels and grades, including permanent, full-time, part-time and fixed-term contract employees and volunteers (“**Personnel**”);
- (b) any third party (*individual or entity*) with whom Winstar Group has or plans to establish a business relationship, including those who perform services for or on behalf of Winstar Group. This includes actual and potential clients, customers, joint ventures, joint-venture partners, consortium partners, outsourcing providers, contractors, consultants, sub-contractors, independent contractors, third party service providers, suppliers, vendors, agents, distributors, representatives, intermediaries and investors (“**Business Associates**”); and

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- (c) joint-venture entities in which Winstar Group has non-controlling interests, as well as co-ventures and associated companies.

5.0 DEFINITION OF BRIBERY, CORRUPTION AND GRATIFICATION

Corruption refers to dishonesty or illegal behaviour by individuals or organisations entrusted with positions of authority, aimed at obtaining illicit benefits or abusing power for personal gain and benefit.

Bribery is a specific form of corruption involving the exchange of value such as money, gifts or other inducements in return for performing or refraining from certain actions. A bribe is an inducement or reward offered, promised or provided to secure a commercial, contractual, regulatory or personal advantage.

For the purpose of this ABC Policy:

<u>Words</u>	<u>Meanings</u>
“bribery”	: means offering, promising, giving, accepting or soliciting of an undue advantage of any value (<i>which could be financial or non-financial</i>), directly or indirectly in violation of applicable laws, as an inducement or reward for a person acting or refraining from acting in relation to that person’s duties, action or decision.
“corruption”	: means abuse of entrusted power for personal gain. Essentially, it is the act of giving or receiving of any gratification or reward in the form of cash or in-kind of high value for performing a task in relation to his/her job description.
“facilitation payment”	: means a payment or other provision made to or received personally from a third party in control of a process or decision to secure or expedite a routine or administrative duty or function.
“gratification”	: refers to: (i) money, donation, gift, loan, fee, reward, valuable security, property or interest in property being property of any description whether movable or immovable, financial benefit, or any other similar advantage; (ii) any office, dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity; (iii) any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part; (iv) any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;

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- (v) any forbearance to demand any money or money's worth or valuable thing;
- (vi) any other service or favour of any description, including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted, and including the exercise or the forbearance from the exercise of any right or any official power or duty; and
- (vii) any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs (i) to (vi).

“gifts” or “present” : means any form of monetary and/or non-monetary rewards such as goods, services, cash or cash equivalents, fees, rewards, facilities, benefits, voucher, gift cards, hampers and festive gifts.

6.0 GIFT AND CORPORATE HOSPITALITY

6.1 Gift

Winstar Group has adopted a “No Gift” policy whereby all Personnel, Business Associates and their family members are prohibited from, directly or indirectly, receiving or providing gifts. Under no circumstances should gifts in the form of cash, bonds, negotiable securities, personal loans, airline tickets or use of vacation property be offered or accepted.

Personnel and Business Associates are responsible for politely declining gifts and informing external parties involved in any business dealings that Winstar Group adheres to a “No Gift” policy and they should request the external parties’ understanding and adherence to this policy.

Winstar Group requires all Personnel and Business Associates to abide by the “No Gift” policy to avoid conflicts of interest or potential conflicts of interest in on-going or potential business dealings between Winstar Group and external parties, as gift can be perceived as bribes, violating anti-bribery and corruption laws, and may tarnish Winstar Group’s reputation.

However, Winstar Group recognises that gifts are part of accepted business and cultural practices. Therefore, such activities are permitted subject to the restrictions as set out in this ABC Policy, including the following situations:

- (i) token gifts of nominal commercial value during festive seasons, provided the offer or acceptance of such gifts would not place the employee or Director in an advantageous or compromising position, or if refusing the gift would jeopardise client relations;
- (ii) token gifts from Winstar Group to external parties in relation to Winstar Group’s official functions, events, training sessions and celebrations (e.g. door gifts offered to all guests attending the event);

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- (iii) gifts from Winstar Group to employees and Directors in recognition of their contributions during Winstar Group's functions, events and celebrations; and
- (iv) gifts to external parties who have no business dealings with Winstar Group (e.g. monetary gifts or gifts in-kind to charitable organisations).

Notwithstanding the above, under no circumstances may an employee, Director or their family members accept gifts in the form of cash or cash equivalents. Any gift received by an employee of Winstar Group from external parties must be declared to the Executive Director.

6.2 Entertainment and Corporate Hospitality

Entertainment and corporate hospitality could be considered a bribe if it is given or received with the intention of influencing someone to act improperly, or as a reward for having acted improperly. Winstar Group recognises that providing modest entertainment and corporate hospitality to external clients and/or business associates is a legitimate way of building and fostering good business relationships, and it is a common practice within the business environment. In this regard, eligible employees and Directors are allowed to provide reasonable acts of entertainment and corporate hospitality to external clients and/or business associates as part of business networking and goodwill. Such activities should be limited to individuals with a legitimate business purpose.

All Personnel and Business Associates should exercise proper care and judgement when providing entertainment or corporate hospitality to third parties especially when it involves public officials to ensure compliance with the anti-bribery and corruption laws.

Nevertheless, all Personnel and Business Associates are strictly prohibited to:

- (i) offer or provide entertainment or corporate hospitality with the intention of unduly influencing any party in exchange for a future benefit or desirable outcome. Any act of this nature may be construed as an act of bribery;
- (ii) provide any entertainment or corporate hospitality activities that are illegal or in breach of the anti-bribery and corruption laws; and
- (iii) provide any entertainment or corporate hospitality activities that may be perceived as extravagant, lavish or excessive or may adversely affect the reputation of Winstar Group.

An employee, Director or their family members are required to decline any offers of entertainment or corporate hospitality that fall within the above categories. Any entertainment or corporate hospitality received by an employee of Winstar Group from external parties must be declared to the Executive Director.

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6.3 Donation and Sponsorship

The Winstar Group only allows charitable donations and sponsorships for legitimate reasons in compliance with existing laws and regulations.

Donation and sponsorship must not be misused as a means of bribery or to circumvent any provisions of the ABC Policy and anti-bribery and corruption laws. Winstar Group must also ensure that charitable donations are not used as a channel to fund illegal activities in violation of international anti-money laundering, anti-terrorism and other applicable laws.

Winstar Group does not make or offer monetary or in-kind political contributions to political parties, political officials or candidates for political office. In very limited circumstances, good faith payments to government entities such as payment to the federal treasury are not prohibited provided the payment is made with due care to the government entity, not to individual officials, and is permitted under the applicable laws and regulations. Such contributions must not be made in exchange for any favourable treatment and must be accurately recorded in the books of Winstar Group.

Winstar Group's Personnel and Business Associates may, however, participate in political activities in their individual capacity with their own money and on their own time, provided they make it clear that their political views and actions are personal and not representative of Winstar Group. Winstar Group will not reimburse any personal political contributions.

An appropriate level of due diligence must be conducted to carefully examine the legitimacy of any donation or sponsorship request. In addition, all donations or sponsorships require prior approval from the Chief Executive Officer.

Personnel and Business Associates must never use donations or sponsorships to obtain business or any form of advantage, unduly influence the outcome of a business decision or cause others to perceive it as such. The use of donations or sponsorships in this manner is strictly prohibited under this ABC Policy.

6.4 Facilitation and Extortion Payments

Facilitation payments are bribes used to expedite or influence routine actions by public officials or political parties. These payments need not involve cash or other financial asset, it can be any form of advantage intended to influence the relevant parties in their duties.

Facilitation payments and extortion payments are illegal under anti-corruption laws. Therefore, Personnel and Business Associates are strictly prohibited to offer, promise, give, request or accept anything that may reasonably be deemed as facilitation payment or extortion payment.

In the event such payments are made, they should be reported to the Chief Executive Officer as soon as practicable, and the Finance Department should record the incident in detail. Any Personnel and Business Associates with any suspicions, concerns or queries regarding a payment made on Winstar Group's behalf or improper business practices should raise these via the reporting channel as stated in Section 8.2 of this ABC Policy.

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6.5 Money Laundering

Money laundering involves disguising the criminal origin of funds through legitimate business transactions or using legitimate funds to support criminal activities. Bribes may be used to facilitate the money laundering process.

Money laundering is a serious crime with severe penalties, including possible extradition and imprisonment. Consequently, any involvement in money laundering or handling proceeds from criminal activities are strictly prohibited.

To prevent violating anti-money laundering laws, all Personnel and Business Associates must conduct through due diligence on potential business counterparts to assess and mitigate money laundering risks.

7.0 RISK ASSESSMENT

7.1 Corruption Risk Management (“CRM”)

Winstar Group will adopt and implement CRM as a comprehensive management process designed to identify and address structural vulnerabilities and weaknesses that could foster corruption. CRM provides a clear framework for all employees to take part in identifying potential risk factors and developing effective mitigation strategies and aims to foster a culture of integrity and transparency within Winstar Group.

CRM adopts a structured corruption risk assessment process, which should form the basis of Winstar Group's anti-corruption efforts. This risk assessment should be used to establish appropriate processes, systems and controls approved by the Board to mitigate specific corruption risks, which may include:

- (a) opportunities for corruption and fraudulent activities resulting from weaknesses in Winstar Group's governance system and internal procedures;
- (b) financial transactions which are disguised as routine payments, where in fact they are made for bribery and corrupt practices;
- (c) high-risk business activities that may give rise to corruption or expose Winstar Group to bribery and corrupt practices;
- (d) business activities in countries or sectors that pose a higher corruption risk;
- (e) non-compliance by internal or external parties acting on behalf of Winstar Group with legal and regulatory requirements related to anti-corruption; and
- (f) any supply chain exposure or vulnerability to bribery and corrupt practices (*both inbound and outbound*).

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Employees and Directors of Winstar Group shall be guided by the corruption risk assessment process as follows:

Step 1: Identification

Identify the corruption risk scenarios that may arise, determine the root cause and inherent risk on the risk scenarios that arise.

Step 2: Measurement

Measure the inherent risks identified by assessing the impact and likelihood of occurrence, assign risk rating for each identified risk thereafter referring to risk matrix below:

		<i>Magnitude of Impact</i>				
		Insignificant	Minor	Moderate	Major	Distressed
<i>Likelihood of Occurrence</i>	Almost Certain	Medium (13)	High (32)	High (33)	Extreme (36)	Extreme (38)
	Likely	Medium (11)	Medium (12)	High (29)	High (30)	Extreme (35)
	Possible	Low (5)	Medium (10)	High (24)	High (26)	High (27)
	Unlikely	Low (3)	Low (4)	Medium (8)	Medium (9)	High (23)
	Rare	Low (1)	Low (2)	Medium (6)	Medium (7)	High (21)

Likelihood of Occurrence

Likelihood	Indication
Almost Certain	- high probability, is expected to occur in most circumstances - approximately > 95% chance of occurring in the next 12 months
Likely	- will probably occur in most circumstances - approximately < 95% but > 50% chance of occurring in the next 12 months
Possible	- some probability, might occur half of the time - approximately < 50% but > 25% chance of occurring in the next 12 months
Unlikely	- little probability, could occur at some time - approximately < 25% but > 5% chance of occurring in the next 12 months
Rare	- low probability, occur only in exceptional circumstances - approximately < 5% chance of occurring in the next 12 months

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Magnitude of Impact

Impact	Indication
Insignificant	- business process and planned activities are not disrupted - no impact on Winstar Group's reputation and the Management's integrity - do not attract media attention - no penalty
Minor	- business process and planned activities are lightly disrupted - light impact on Winstar Group's reputation and the Management's integrity - do not attract media attention - minimal penalty, may receive notice of violation or warnings
Moderate	- business process and planned activities are moderately disrupted - moderate impact on Winstar Group's reputation and the Management's integrity - some loss of public trust - attract negative media attention - moderate penalty, may subject to regulatory proceedings
Major	- business process and planned activities are significantly disrupted - significant impact on Winstar Group's reputation and the Management's integrity - loss of public trust - attract negative media attention - substantial penalty, may subject to criminal charges and/or regulatory proceedings
Critical	- business process and planned activities are totally disrupted - extremely serious impact on Winstar Group's reputation and the Management's integrity - severe loss of public trust - attract negative media attention - substantial penalty, subject to criminal charges and regulatory proceedings

Risk Rating

Rating	Course of Actions
Low	- manageable risks where controls are working as intended - no further action plan needed - continuous monitoring
Moderate	- manageable risks where controls are working as intended - additional prevention measures may be identified - continuous monitoring
Significant	- risk must be observed at all time - existing controls may not be effective, additional prevention and control measures must be identified - superior must be updated about the issue on monthly basis
High	- risk must be observed at all time - existing controls are not effective, additional prevention and control measures must be identified - superior must be updated about the issue on weekly basis - involve external control mechanism/institution

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Step 3: Control

Existing controls documented in operating manuals and various policies should be reviewed and physical controls should be tested with walk through test.

The effectiveness of the existing controls can be evaluated as follows:

Rating	Condition
Effective	- controls are strong and operating properly - provide a reasonable level of assurance that objectives are being achieved
Moderate	- some control weaknesses/ inefficiencies have been identified - no serious risk exposure but improvements are required to provide reasonable assurance that objectives will be achieved
Weak	- controls do not meet an acceptable standard, many weaknesses/ inefficiencies existed - controls do not provide reasonable assurance that objectives will be achieved

Additional preventive and detective control measures are required to be identified for risks that are ranked significant and high as well as those existing controls that are ineffective.

Step 4: Monitor

The identified risks should be monitored and checked periodically and update when necessary.

7.2 Corruption Risk Assessment

The Board, through the Audit and Risk Management Committee (“**ARMC**”) of the Company shall oversee and ensure accountability of corruption risk identified with the corresponding controls to be implemented.

ARMC shall conduct regular risk assessments, as well as assessments when there is a change in law or business circumstances to identify, analyse, assess and prioritise internal and external corruption risks, ensuring that adequate mitigating controls are discussed and implemented. A risk register is developed to identify, categorise and assess potential risks with each risk analysed and prioritised based on its severity, enabling Winstar Group to focus on the most critical risks and develop appropriate mitigation strategies.

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8.0 CONTROL MEASURES

This section outlines Winstar Group's control measures to address corruption risks arising from weaknesses in the organisation's governance framework, processes, procedures and policies in dealing with potential bribery and corruption risk areas.

All persons who are subject to this ABC Policy **SHALL NOT**:

- (a) offer, give or promise to give a bribe or anything which may be viewed as a bribe to secure or award an improper business advantage;
- (b) offer, give or promise to give a bribe or anything which may be viewed as a bribe to a government official, agent or representative to facilitate, expedite or reward any action or procedure;
- (c) request or receive a bribe or anything which may be viewed as a bribe from a third party knowing or suspecting it is offered with the expectation of obtaining a business advantage; or
- (d) engage in any activity that might lead to a breach of this ABC Policy.

Bribery and corruption in any and all forms related to Winstar Group's business activities are strictly prohibited. In addition to bribery, employees must not participate in any corrupt activities, such as extortion, collusion, breach of trust, abuse of power, trading under influence, embezzlement, fraud or money laundering.

Bribery may involve the exchange of money, goods, services, property, privileges, employment positions or preferential treatment. Employees shall not, whether directly or indirectly, offer, give, receive or solicit any item of value with the intent to illicitly influence the decisions or actions of a person in a position of trust within the organisation, either for the benefit of Winstar Group or the persons involved in the transaction.

No employee will suffer demotion, penalty or other adverse consequences for refusing to pay or receive bribes or other illicit behaviour, even if such refusal may result in Winstar Group losing business or experiencing delays in business operations.

Winstar Group recognises the value of integrity in its employees and Directors. Recruitment, training, performance evaluation, remuneration, recognition and promotion for all employees will be designed to uphold and reward integrity. Additionally, Winstar Group will conduct due diligence on employees who hold or may be holding, exposed positions.

Winstar Group does not offer employment to prospective employees in return for previous favour or any improper inducement.

Contracts and employee positions at Winstar Group are awarded purely based on merits. Support letters of any kind will not be considered as part of the business decision making process.

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8.1 Due Diligence

Winstar Group shall conduct due diligence on all associated persons and any other party deemed necessary before entering into any formalised relationships and/or as and when there are changes in circumstances, in particular where there is significant exposure to bribery and corruption risk.

Due diligence methods for background checks may include:

- (i) conduct web searches;
- (ii) conduct searches with the Companies Commission of Malaysia, external databases and screening tools/solutions (i.e. CTOS, Thomson Reuters);
- (iii) verify supporting documents;
- (iv) conduct interviews; and/or
- (v) engage third party due diligence service providers.

The due diligence process aims to obtain sufficient information to assess whether there is any potential bribery risks posed by the relevant party. Based on the results, Winstar Group may decline, suspend or terminate relationship with the relevant party to protect the organisation from any legal, financial and reputation risks.

Employees are required to complete and submit the due diligence checklist to the Executive Director for decision making. The checklist must then be forwarded to the Finance Department for record keeping purposes.

All associated persons must be communicated with the requirements of this ABC Policy and provide a declaration of their adherence. Please refer to **Appendix A** for the **Anti-Bribery and Anti-Corruption Declaration Form**.

8.2 Reporting Channel

While the ABC Policy provides strong guidance, employees are encouraged to proactively discuss any concerns or uncertainties with their manager. Managers will consult with the Executive Director and if necessary, seek advice from the Chief Executive Officer to ensure ethical or legal clarity. Winstar Group strongly encourages reporting (*whistleblowing*) of actual or suspected cases of bribery and corruption without fear of retaliation or reprisal.

All Personnel and Business Associates or other concerned parties are encouraged to assist in detecting, preventing and reporting instances of bribery, corruption or any other suspicious activities or wrongdoing in good faith. Concerns related to actual, suspected or attempted corruption incidents or inadequacies in the anti-corruption programme can be raised through the reporting channels as stated in the Whistleblowing Policy of Winstar Group, which is available on the website at www.winstargroup.com.my.

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8.3 Financial Controls

Financial controls are a crucial component of Winstar Group's anti-bribery and corruption programme. The following policies and procedures will be practiced to prevent and deter bribery and corruption:

- (a) **Segregation of Duties:** Financial operations will be separated between preparation and approval to prevent sole control.
- (b) **Delegation of Authorities:** Approval processes will be assigned to designated signatories to ensure proper oversight.
- (c) **Control over Assets:** Assets will be properly recorded and inspected annually
- (d) **Cash Control:** Cash use will be minimised, with proper documentation and reconciliation for petty cash.
- (e) **No Offshore Payments:** Payments will be restricted to domestic transactions, with due diligence for exceptions.
- (f) **External Audit:** Financial records will be audited annually to ensure accuracy and compliance.

8.4 Non-Financial Controls

The following are the non-financial control measures implemented by Winstar Group to ensure proper oversight and management of procurement, operations and other non-financial aspects:

- (a) **Awarding of Sub-Contract Services:** Decisions for awarding any sub-contract services must involve evaluating the quality, capabilities and potential conflicts of interest of available sub-contractors.
- (b) **Conflict of Interest Management:** Personnel and Business Associates must avoid conflicts of interest, refrain from using their position for personal gain and promptly declare any conflicts of interest upon becoming aware of them.
- (c) **Training and Awareness Programme:** Regular training and awareness programmes are conducted to ensure that Personnel and Business Associates understand and comply with anti-bribery and corruption laws.
- (d) **Communication of ABC Policy:** The ABC Policy is communicated clearly to all relevant parties to ensure awareness and adherence.

8.5 Procedures for Reported/ Observed Incidents

Winstar Group shall follow the procedures outlined below in the event of reported, observed or suspected acts of bribery and corruption:

- (a) Evaluate the evidence. If the evidence is deemed insufficient, ensure that the party involved has read and agreed to this ABC Policy in writing. Keep the relevant party under observation if doubts about their actions remained; or

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- (b) If the evidence is deemed strong, consult with legal counsel to determine appropriate actions in accordance with relevant laws and regulations. Possible actions include:
 - (i) Disciplinary measures such as formal warnings and dismissal;
 - (ii) Cancellation of contracts with third parties; and
 - (iii) Police investigation and/or legal proceedings depending on the case and circumstances.

8.6 Records Keeping and Documentation

Winstar Group must maintain accurate and complete financial records, along with relevant supporting documents especially as evidence for making payments to third parties. All accounts, invoices, engagement letters and other documents and records related to dealings with third parties, such as clients, business associates and sub-contractors, should be prepared and maintained with accuracy and completeness.

Winstar Group ensures that all information in the Group's documents and record keeping processes **SHALL NOT**:

- (a) intentionally include false or misleading entries in official company records, reports, files or claims;
- (b) be falsified, omitted, misstated, altered, concealed or otherwise misrepresented in any manner;
- (c) be part of any scheme intended to defraud the Group or any other individual; and
- (d) encourage or permit any person to compromise the accuracy and integrity of records.

9.0 SYSTEMATIC REVIEW, MONITORING AND ENFORCEMENT

The Board shall ensure that regular reviews are conducted to assess the performance, efficiency and effectiveness of the anti-corruption programme, and to ensure its enforcement. These reviews may take the form of an internal audit or to be carried out by an external party. The findings should serve as the basis for Winstar Group's efforts to improve the existing anti-corruption controls.

In line with the above, Winstar Group shall:

- (a) plan, establish, implement and maintain a monitoring programme, covering the scope, frequency and methods for review;
- (b) identify competent person(s) and/or establish a compliance function to perform internal audit related to Winstar Group's anti-corruption measures;
- (c) continuously evaluate and improve Winstar Group's ABC Policy; and
- (d) conduct disciplinary proceedings against personnel found to be non-compliant to the ABC Policy.

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Any amendments to this ABC Policy shall take immediate effect once Winstar Group notifies all Personnel and Business Associates of the revisions, in a manner deemed appropriate by Winstar Group. By continuing the employment and engagement with Winstar Group after the communication of the latest ABC Policy, the party is deemed to have accepted the modifications, updates or amendments.

All persons covered by this ABC Policy are responsible for the success of this ABC Policy and should use it to disclose any suspected dangers, wrongdoing or improper conduct.

10.0 CONSEQUENCES

Winstar Group takes acts of bribery and corruption seriously and will take appropriate action in the event of non-compliance with this ABC Policy. The consequences of non-compliance include:

- (a) **For Personnel:** Disciplinary action, up to and including termination of employment or dismissal, for failure to comply with the ABC Policy.
- (b) **For Business Associates:** Termination of the business relationship with Winstar Group and potential claims for damages, in the event of non-compliance with the relevant sections of the ABC Policy.
- (c) Since this ABC Policy is developed based on legal requirements, violations could result in penalties such as fines, imprisonment and other criminal or civil sanctions for both Winstar Group and the relevant personal. Such violations may lead to significant financial costs, loss of professional accreditation, personal reputational damage and severe harm to the reputation of Winstar Group.

Therefore, it is the responsibility of all individuals to understand this ABC Policy and the relevant standard operating procedures, and to ensure adherence to both.

11.0 APPROVAL

This ABC Policy was reviewed and approved by the Board of Directors of the Company on 26 June 2024.

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(Incorporated in Malaysia)

APPENDIX A

ANTI-BRIBERY AND ANTI-CORRUPTION DECLARATION FORM

I/We, the undersigned, hereby confirm the following:

- (a) I/We have received, read and understood the ABC Policy of the Company. I/We agree and undertake to abide by all the terms and condition of the ABC Policy at all times;
- (b) I/We have not been convicted nor am I/are we the subject of any investigation, inquiry or enforcement proceedings by the relevant authorities of any actual or suspected bribery and corruption activities;
- (c) If I/We have reasonable grounds to suspect any actual or suspected breach to the ABC Policy, I/We shall report such act to Winstar Group as soon as reasonably practicable; and
- (d) In the event that I am/We are in breach of the ABC Policy, Winstar Group may immediately terminate the contract/agreement without any liability on the part of Winstar Group. This is without prejudice to any other rights or remedies Winstar Group may have or any other appropriate action Winstar Group may seek under the terms of the applicable contract/agreement or relevant rules and regulations.

SIGNED AND DECLARED BY:

For Individual:

Name:
NRIC/Passport No:
Date:

For Company:

Name of Company:
Name of Authorised Signatory:
Designation of Signatory:
Date: