



WINSTAR CAPITAL BERHAD

Registration No. 202301049890 (1543804-K)

BOARD DIVERSITY POLICY

WINSTAR CAPITAL BERHAD
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(Incorporated in Malaysia)

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BOARD DIVERSITY POLICY

1.0 PRINCIPLE AND OBJECTIVE

Winstar Capital Berhad (“**Company**”) and its subsidiaries (collectively referred to as the “**Winstar Group**”) recognise that a diverse Board of Directors (“**Board**”) and Senior Management is essential for fostering strong corporate governance, enhancing decision making processes and driving long term sustainable growth. The principles include, among others:

1.1 Diversity as a Pillar of Good Governance

Diversity within the Board and Senior Management is fundamental to ensuring good governance practices. It plays a pivotal role in the Board’s overall effectiveness and strengthens its capacity to oversee the sustainable growth of Winstar Group. A diverse Board strengthens the Company’s ability to promote sustainable growth and address diverse stakeholder interests.

1.2 Enhanced Decision Making and Effectiveness

A diverse Board and Senior Management improves decision making by leveraging a wide range of thoughts, perspectives and experiences. This leads to better problem solving and more informed decisions, ensuring effective discharge of duties and responsibilities.

1.3 Framework for Group-Wide Diversity

This Board Diversity Policy (“**Policy**”) establishes a clear framework for ensuring diversity at both the Board and Senior Management levels across Winstar Group, focusing on:

- (a) **Broad Range of Viewpoints:** Diversity extends beyond skills to include gender, nationality, age, cultural and socio-economic backgrounds, fostering a richer array of perspectives.
- (b) **Commitment to Sustainable Development:** Diversity supports Winstar Group’s core value of sustainable development, promoting the interests of all stakeholders and aligning with long term growth and social, environmental and economic goals.

By embracing these principles, Winstar Group will continue to uphold high standards of governance and accountability, driving sustainable success while remaining responsive to the evolving needs of its stakeholders.

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(Board Diversity Policy – Cont'd)

2.0 BOARD DIVERSITY AND COMPOSITION

The Board recognises that diversity encompasses various factors, including professional and business experiences, skills, knowledge, gender, age, ethnicity and cultural background. Below are the key factors considered in promoting diversity in the composition of Board and Senior Management within Winstar Group:

2.1 Independence

The Board shall comprise a balanced composition of Executive Directors, Non-Independent Non-Executive Directors, and Independent Non-Executive Directors, ensuring a strong element of independence in the Board. The Independent Non-Executive Directors are of sufficient caliber and standing to ensure that their views are given due consideration.

2.2 Skills and Experience

The Board and Senior Management possess a well-balanced mix of skills necessary to meet Winstar Group's business needs. The Directors bring diverse backgrounds in finance, law, academia, engineering and management, contributing substantial experience across various sectors including education, government, banking, investment and other professional industries.

2.3 Gender

The Board is committed to achieving at least 30% women representation at both the Board and Senior Management levels. Efforts are continuously made to identify and consider qualified women candidates during the recruitment process. This diversity promotes stronger corporate governance and sound business practices.

2.4 Ethnicity

Recognising the importance of diverse perspectives, the Board aims to include members from various ethnic and national backgrounds. This diversity enhances the Board's ability to address the Group's business with a broad range of insights and viewpoints.

2.5 Age

The Board is dedicated to fostering age diversity, recognising the value of contributions from all age groups. It actively works to eliminate age-related stereotyping and discrimination, ensuring equal opportunities for members of all ages.

(Board Diversity Policy – Cont'd)

3.0 MEASURABLE OBJECTIVES AND STRATEGIES

Winstar Group aims to build a leadership team that reflects a wide range of experiences and backgrounds. The following diversity strategies are designed to support this goal:

3.1 Review Succession Plans

Winstar Group will continually review and update its succession plans to ensure they reflect a strong emphasis on diversity. This includes considering a diverse range of factors such as age, skill, experience, cultural background and gender. The goal is to create a leadership pipeline that embodies diverse perspectives and experiences, thereby enhancing the overall effectiveness and inclusivity of the Board and Senior Management.

3.2 Identifying Diverse Candidates

Winstar Group will actively seek and identify potential candidates for directorship and senior management roles from a diverse pool. This approach includes engaging with networks, organisations and recruitment agencies that specialise in diverse talent, ensuring that the candidate selection process is inclusive and broad reaching.

3.3 Enhancing Nomination and Selection Processes

Specific factors will be integrated into the nomination and selection processes to promote diversity. This includes developing criteria and benchmarks that prioritise diverse backgrounds and experiences. The Board will ensure that diversity considerations are embedded in job descriptions, candidate evaluations and decision making processes.

3.4 Developing Additional Strategies

The Board will remain proactive in developing and implementing new strategies to further promote diversity. This includes staying informed about best practices, emerging trends and feedback from stakeholders. The Board will periodically review and refine its diversity initiatives to adapt to changing circumstances and ensure ongoing progress.

4.0 MONITORING AND REPORTING

- 4.1 The Nomination and Remuneration Committee ("**NRC**") is responsible for overseeing the integration of diversity objectives into the recruitment and succession planning processes of Winstar Group.
- 4.2 The NRC will monitor gender diversity by reviewing the participation of women in Senior Management roles. This review will help ensure a robust talent pipeline for effective succession planning.

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4.3 The NRC will regularly assess and report to the Board on:

- (a) the initiatives implemented to promote Board diversity and meet the set diversity objectives;
- (b) progress towards achieving these diversity objectives; and
- (c) recommendations for improving the diversity strategies and objectives.

4.4 The Board will ensure that relevant disclosures regarding Board diversity are included in the Company's Annual Report. This will highlight the progress towards achieving the set targets and objectives.

5.0 APPROVAL

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