



## **WINSTAR CAPITAL BERHAD**

Registration No. 202301049890 (1543804-K)

## **WHISTLEBLOWING POLICY**

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

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**WHISTLEBLOWING POLICY**

**1.0 INTRODUCTION**

Winstar Capital Berhad (“**Company**”) and its subsidiaries (collectively referred to as the “**Winstar Group**”) are committed to upholding strong values and the highest standard of work ethics for all Directors, managers and employees in line with good corporate governance and business integrity practices.

In line with this commitment, Winstar Group has adopted this Whistleblowing Policy (“**Policy**”) to provide an avenue for the employees of Winstar Group and members of the public to raise genuine concerns about any wrongdoing or improper conduct involving the Winstar Group, its Directors or its employees. Winstar Group expects all employees and those it deals with to come forward and voice any serious concerns they may have regarding the Winstar Group’s operations. It is recognised that most cases will need to proceed on a confidential basis and all employees can raise concerns without fear of victimisation, retaliation, discrimination or disadvantage.

This Policy applies to all employees of Winstar Group including but not limited to permanent staff, contract staff, independent contractors, secondees, contractors and agency workers, as well as all agents, vendors, suppliers, consultants and customers of Winstar Group.

**2.0 OBJECTIVE**

The objectives of this Policy are to:

- (a) encourage employees to feel confident in raising serious concerns and to question or act on concerns regarding practices within Winstar Group;
- (b) promote the reporting of any suspected fraud, corruption, conduct, misconduct or inappropriate behaviour within the Winstar Group;
- (c) provide an avenue for individuals to raise concerns about improper conduct and ensure they receive feedback on any actions taken;
- (d) offer protection to whistleblowers from possible reprisals or victimisation, provided they have made disclosures in good faith and with reasonable belief; and
- (e) ensure appropriate and fair disciplinary actions, all measures taken against the alleged wrongdoers will be impartial and without prejudice.

This Policy aims to strengthen the accountability and transparency in the business operations of the Winstar Group.

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*(Whistleblowing Policy – Cont'd)*

### **3.0 TYPES OF IMPROPER CONDUCT**

The following actions and behaviors, among others, are considered violations under this Policy:

- (a) **Fraud and Misappropriation of Funds or Assets:** Any act of deception or misconduct involving the improper use, mismanagement or diversion of Winstar Group's financial or physical resources.
- (b) **Bribery, Corruption or Blackmail:** Engaging in or facilitating corrupt practices, including offering, giving, receiving or soliciting anything of value to influence a decision or act.
- (c) **Violation of Winstar Group's Code of Conduct, Procedures or Policies:** Any breach of the Group's established ethical guidelines, procedures or company policies.
- (d) **Improper or Unethical Conduct or Behaviour:** Actions that do not meet the accepted standards of integrity, honesty, or professionalism within the workplace.
- (e) **Conflict of Interest:** Situations where personal interests conflict with the interests of the Winstar Group, potentially leading to compromised decision-making.
- (f) **Theft or Embezzlement of Fund or Assets:** Stealing or unlawfully taking Winstar Group's financial or material assets for personal gain.
- (g) **Abuse of Power or Position:** Misuse of authority or influence for personal gain or to exploit or oppress others.
- (h) **Breach of Confidentiality:** The unauthorised disclosure of proprietary or sensitive information pertaining to Winstar Group or any of its stakeholders.
- (i) **Criminal Breach of Trust:** A violation of trust, where an individual entrusted with property or responsibility acts dishonestly or improperly.
- (j) **Failure to Comply with Legal Obligations or Breach of Internal Control:** Non-compliance with legal regulations, laws, or Winstar Group's internal policies and control mechanisms.
- (k) **Endangerment of Health and Safety:** Any conduct that places the health, safety or well-being of Winstar Group employees or others at risk.
- (l) **Sexual Harassment or Physical Abuse:** Any form of unwelcome sexual advances, inappropriate behaviour or physical abuse against any individual within or outside the workplace.
- (m) **Criminal Offence or Breach of Law:** Conduct that violates any law or results in criminal liability for the individual or Winstar Group.
- (n) **Other Unethical Conduct:** Any other behaviour or practices not aligned with the ethical principles and integrity expected by Winstar Group.

The above list is not exhaustive, and there may be instances where whistleblowers need to exercise judgement.

*(Whistleblowing Policy – Cont'd)*

A whistleblower is not required to prove the truth of an allegation but should be able to demonstrate that there are sufficient grounds for a reasonable belief that something is wrong and that the report is not made for personal gain. Malicious allegations will be considered gross misconduct and, if proven, may result in dismissal.

#### **4.0 PROTECTION TO WHISTLEBLOWER**

Winstar Group acknowledges that the decision to report a concern can be challenging. The organization is dedicated to maintaining strict confidentiality for all issues raised under this Policy and for individuals who report concerns in good faith. Winstar Group will not tolerate any form of harassment or victimisation, including informal pressures that may arise from an employee's decision to raise concerns. Appropriate measures will be taken to protect the whistleblower from any adverse repercussions.

**(a) Confidentiality**

The confidentiality of the whistleblower's identity will be ensured and protected, unless otherwise required by law. Winstar Group assures that all reports will be treated in the strictest confidence and will be promptly investigated. However, at the appropriate time, the whistleblower may need to come forward as a witness.

**(b) Assurance against retaliation and immunity from disciplinary action**

This Policy guarantees that the whistleblower, if an employee of Winstar Group, will be protected against retaliation and will have immunity from disciplinary action by their immediate supervisor, department/ division head or any other person exercising power or authority over them in their employment. However, whistleblowers who make reports in bad faith or based on unfounded allegations or who include trivial and malicious claims may be subject to disciplinary actions by Winstar Group.

Winstar Group does not permit any detrimental action of any kind, including but not limited to injury, loss, damage, intimidation or harassment, or threats of such actions, against the whistleblower for reports lodged in good faith. Any such detrimental action shall be considered a serious breach of this Policy. A detrimental action by any person against the whistleblower may result in disciplinary action against that person, including formal warning or reprimands, suspension or termination of employment or service with Winstar Group.

**(c) Revocation of Protection**

Winstar Group reserves the right to revoke whistleblower protection under this Policy if the whistleblower is found to have reported a misconduct and the disclosure does not comply with the requirements of this Policy (*for instance, false, dishonest, mischievous or malicious complaints*).

Winstar Group will give written notice to the whistleblower of the revocation of protection. In addition, Winstar Group reserves the right to take legal or other actions or disciplinary measures against the whistleblower (*if the whistleblower is an employee*), including formal warning or reprimands, suspension or termination of employment or services with Winstar Group.

*(Whistleblowing Policy – Cont'd)*

## **5.0 WHISTLEBLOWING CHANNEL**

### **5.1 Procedures for Whistleblowing**

- (a) Any concern should be reported to the Chairman of the Audit and Risk Management Committee (“**ARMC**”) by completing the information required in the form annexed herewith as **Appendix A**. If the matter involves the Chairman of ARMC, the whistleblower should report directly to the Chairman of the Board of Directors (“**Board**”).
- (b) The whistleblower must demonstrate reasonable grounds for their concerns. However, substantial evidence or proof beyond reasonable doubt is not required at the time of disclosure. If the whistleblower has reasonable grounds to suspect that misconduct is occurring or about to occur, they are encouraged to raise these genuine concerns promptly.
- (c) Upon receipt of the report, initial inquiries will be conducted to determine whether an investigation is warranted. The ARMC Chairman will assess the seriousness and sensitivity of the matter and, if necessary, to assign the relevant management personnel or investigator to conduct the investigation. The progress of the investigation will be promptly reported to the ARMC. Some concerns may be resolved through agreed actions without the need for a formal investigation.
- (d) Upon completion of the investigation, the ARMC will review the investigation report and to provide recommendation to the Board.
- (e) Actions approved by the Board will be carried out accordingly and steps will be taken to prevent a recurrence of similar situations. The whistleblower will be informed of the outcome of the investigation or the resolution of the complaint.

### **5.2 Whistleblowing Methods**

#### **(a) Via Post**

Send a sealed envelope marked “**Strictly Private & Confidential**” to the following address:

To: ARMC Chairman  
c/o Winstar Capital Berhad  
No. 197 & 198, Jalan 1,  
Taman Perindustrian Ehsan Jaya,  
52100 Kuala Lumpur,  
Wilayah Persekutuan.

#### **(b) Via E-mail**

E-mail the complaint letter to ARMC Chairman at the designated email address:  
[complaint@winstargroup.com.my](mailto:complaint@winstargroup.com.my).

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*(Whistleblowing Policy – Cont'd)*

**6.0 ANONYMOUS WHISTLEBLOWER**

Anonymous disclosures will not be entertained. Any employee or member of the public who wishes to report misconduct is required to disclose their identity to Winstar Group in order for the organisation to provide the necessary protection. Concerns expressed anonymously are generally less credible. However, Winstar Group reserves the discretion to investigate any anonymous disclosure.

**7.0 APPROVAL**

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

**“STRICTLY PRIVATE & CONFIDENTIAL”**

This form is for the use of employees and external parties who wish to report any concerns in accordance with Winstar Group’s Whistleblowing Policy. Please complete the form with as much detail as possible to assist in the investigation.

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**WHISTLEBLOWING REPORT FORM**

**1. Personal Information (Optional)**

*(Note: Whistleblowers are encouraged to provide their contact information to facilitate the investigation. However, anonymous reports will not be entertained.)*

- Full Name :
- Position :
- Phone Number :
- Email Address :
- Address :

**2. Nature of Concern**

Type of Concern *(Please select the most appropriate category):*

- ☐ Fraud
- ☐ Misappropriation of Funds/Assets
- ☐ Bribery or Corruption
- ☐ Breach of Confidentiality
- ☐ Harassment/Discrimination
- ☐ Health and Safety Violations
- ☐ Other (Please specify):

**3. Details of the Reported Contravention**

- Date of Incident :
- Time of Incident :
- Location of Incident :
- Person(s) Involved :
- Details of the Contravention :

*(Please provide a detailed description of the event, including names of individuals involved, dates, and any evidence that supports your report)*

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**3. Details of the Reported Contravention (*Cont'd*)**

- Are there any witnesses?  
☐ Yes  
☐ No

If yes, please provide their names and contact information:

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**4. Supporting Evidence**

Please provide any documents or evidence that may support your report (*e.g., emails, photographs, financial records, etc.*):

- Description of Evidence :
- Attached Supporting Documents :  
☐ Yes  
☐ No

**Declaration**

I hereby declare that all the information provided herein is true and to the best of my knowledge and I will ensure that my participation in this matter remains confidential. I understand that Winstar Group will use the information and materials provided during the investigation process.

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Name:  
Date: