

Revision Date : 26 April 2024



**BINASTRA CORPORATION BERHAD**  
(Formerly known as Comintel Corporation Bhd)  
[Company No. 299301027648 (630068-T)]  
(Incorporated in Malaysia)

# **WHISTLEBLOWING POLICY**

## 1. INTRODUCTION

In line with good corporate governance practices and with the introduction of the Whistleblower Protection Act 2010, the Board and Management of Binastra Corporation Berhad (formerly known as Comintel Corporation Bhd) (“**Binastra**” or the “**Company**”) and its Group of Companies (“**Binastra Group**” or the “**Group**”) encourage its employees and associates (the “**Reporting Individual**”) to report suspected and/or known misconduct wrongdoings, corruption and instances of fraud, waste, and/or abuse involving the resources of the Company.

## 2. OBJECTIVES

The objective of this policy and procedure is to provide and facilitate a mechanism for any Reporting Individual (“**RI**”) to report concerns about any suspected and/or known misconduct, wrongdoings, corruption, fraud, waste and/or abuse without fear of victimization or recrimination. The policy also provides a mechanism for genuine concerns raised by individuals to be addressed in a responsible and effective manner and appropriate action to be taken to ensure that the matter is resolved effectively and within the Group wherever possible.

## 3. SCOPE OF THE POLICY

This policy applies to the Company and its subsidiary companies.

All employees, directors, shareholders, consultants, vendors, contractors, agencies or any party with a business relationship with the Company and its subsidiaries are encouraged to report genuine concerns in relation to improper conduct.

Improper conduct is generally described as any conduct by employee, director, agent, etc. which constitutes a criminal offence or any conduct that constitutes a wrongdoing or malpractice and may include any of the following:

- The breach of any law, regulation or rule that is applicable to the Company. For example, a breach of insider trading laws.
- Any criminal act, including criminal breach of trust, extortion and sabotage.
- Any act that is likely to cause significant financial loss or costs to the Company including any intentional misrepresentation of the Company’s financial statements.
- Any breach of ethics as described in the Code of Conduct and Ethics.
- Any other action that would cause significant harm to the Company or to any person(s).
- The deliberate concealment of information concerning any of the matters listed above.

Exclusion scope includes:

- a. Whistleblowing procedures are different from grievance procedures.

Typically, whistleblowing does not affect the complainant personally. They are therefore different from a normal grievance or complaint in which the complainant is personally affected. If you are the victim of an improper conduct, the complaint shall be channelled through the grievance procedure so that the appropriate action may be taken and any restitution be made (if applicable).

b. Sensitive matters

Some sensitive matters may have different procedures for reporting any improper conduct or wrongdoing such as sexual harassment. In circumstances where there are specific procedures prescribed, those specific procedures shall apply.

**4. POLICY AND PROTECTION**

**a. Anonymity**

It is the policy of the Company to allow the RI to either identify themselves or if they prefer, to remain anonymous when reporting suspected and/or known instances of misconduct, wrongdoings, corruption, fraud, waste and/or abuse.

**b. Assurance against reprisal and/or retaliation**

Where the RI has chosen to reveal his/her identity, it is the policy of the Company to provide assurance that the RI would be protected against reprisals and/or retaliation from his/her immediate superior or head of department/division.

In addition, the Company provides assurance that no disciplinary action can be taken against the RI as long as he/she does not provide false information in the report “purposely, knowingly or recklessly”, i.e. the report is basically malicious in nature.

**c. Confidentiality**

The Company shall treat all reports or disclosures as sensitive and will only reveal information on a “need to know” basis or if required by law, court or authority.

The identity and particulars of the RI shall also be kept private and confidential unless the RI chose to reveal his/her identity.

Where the RI has chosen to reveal his/her identity when making such a report, written permission from the RI would be obtained before the information is released.

**d. Immunity**

All costs in relation to any legal liabilities or proceedings (whether criminal or civil) that may be brought against the RI shall be borne by the Company and the selection of the lawyer defending the legal action shall be made by the Company.

**e. Protection**

The RI shall also be protected against:-

- i. action causing injury, loss or damage;
- ii. intimidation or harassment;

- iii. interference with the lawful employment or livelihood of the RI, including discrimination, discharge, demotion, suspension, disadvantage, termination or adverse treatment in relation to the RI's employment, career, profession, trade or business or the taking of disciplinary action; and
- iv. a threat to take any of the actions referred to in paragraphs (i) to (iii) above.

**f. Relocation**

The RI may request for a relocation of his/her place of employment at the discretion of the Company.

The protection conferred above is not limited or affected in the event that the disclosure does not lead to any disciplinary action or prosecution of the person whom the disclosure of the improper conduct, wrongdoing, corruption, fraud, waste, and/or abuse has been made.

**5. REVOCATION OF POLICY AND PROTECTION**

The protection stated in section 4 above shall be revoked by the Company if:-

- i. the RI himself has participated in the improper conduct, wrongdoings, corruption, fraud, waste and/or abuse;
- ii. the RI wilfully or maliciously made his disclosure, knowing or believing the information is false or untrue;
- iii. the disclosure is frivolous or vexatious; or
- iv. the disclosure is made with the intention or motive to avoid dismissal or other disciplinary action.

**6. DEFINITIONS**

a. Improper Conduct

Generally any conduct which if proved, constitutes a disciplinary offence or a criminal offence or any conduct that constitutes a wrongdoing or malpractice and may include any examples stated in section 3.

b. Fraud

Fraud is the act of making false representations of material facts whether by words or conduct, by concealing information or by making misleading statements in order to obtain some benefits or payments that would otherwise not exist.

Fraud includes (but not limited to) any questionable accounting practices or irregularities in the Company's reported financial statements and non-compliance with the Company's internal financial controls.

These acts may be committed either for the RI's own benefit, or for the benefit of some other party.

These acts must have been committed knowingly, wilfully and intentionally.

c. Waste

Waste is spending money or using resources on goods or services in excess of actual need. Waste does not necessarily produce a benefit for the RI, but is an act of poor management of funds.

d. Abuse

Abuse consists of practices that cause unnecessary costs to the Company. Abuse can be similar to fraud, except that it is not necessary to prove that abuse was performed knowingly, wilfully and intentionally.

**7. PROCEDURE FOR REPORTING IMPROPER CONDUCT, WRONGDOINGS, CORRUPTION, FRAUD, WASTE AND/OR ABUSE**

If a RI suspects that improper conduct, wrongdoings, corruption, fraud, waste or abuse has occurred, the RI is encouraged to inform the Chairman of Audit And Risk Management Committee.

This can be done in writing, by fax, post or e-mail. The disclosure should be addressed to:-

Chairman, Audit and Risk Management Committee  
No. 1 & 3, Jalan Jalil Jaya 3  
Jalil Link, Bukit Jalil  
57000 Kuala Lumpur  
Fax : +6(03) 8998 7788/7991  
E-mail : [whistleblow@binastracorp.com.my](mailto:whistleblow@binastracorp.com.my)

If the RI is unsure of the type of evidence needed for the Internal Auditor, who is instructed by the Audit and Risk Management Committee, to begin an investigation, the RI is encouraged to make use of the "Whistleblowing Report Form" provided in "Appendix 1".

The RI may wish to send this from via local postal service if wish to remain anonymous. This form will aid you in providing adequate information to the Audit and Risk Management Committee so that they can begin investigations.

*Note:*

*Reporting directly helps us to gather the evidence necessary to validate your disclosure and to identify the nature of improper conduct, wrongdoing, corruption, fraud, waste and/or abuse. Reporting directly also helps us to recommend measures to prevent it from recurring and to improve the situation.*

**8. PROCEDURE FOR HANDLING REPORTS OF FRAUD, WASTE AND/OR ABUSE**

- a. The Internal Auditor will maintain a record of the complaints and will track their receipt, investigation and resolution.
- b. The Internal Auditor will seriously consider each disclosure and pursue it to the extent that the information received allows and based on the evidence that is available.
- c. Once your disclosure is received, the Internal Auditor will begin preliminary investigations to establish whether the disclosure has merit and can be substantiated.
- d. Following the internal auditing standard of professional practice, the Internal Auditor will review the disclosure and determine if there is enough evidence to confirm that disclosure.
- e. With this information, the Internal Auditor will do his best to draw an unbiased conclusion from facts given to him by the RI or any other information gathered during the course of investigation.
- f. If the case necessitates further action on the part of the Group Human Resources Department (“**HR**”), a copy of a summary report will be provided to HR.
- g. The Internal Auditor shall prepare a summary report and present it to the Company’s Audit and Risk Management Committee conclusion of the investigation. The report will remain confidential to protect the RI’s identity.

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**WHISTLEBLOWING REPORT FORM**

You may fill-in this form on screen and send the completed form to Chairman, Audit and Risk Management Committee via email attachment to: [whistleblow@binastracorp.com.my](mailto:whistleblow@binastracorp.com.my) or mail the form to: No. 1 & 3, Jalan Jalil Jaya 3, Jalil Link, Bukit Jalil, 57000 Kuala Lumpur or fax the form to: +6(03) 8998 7788/7991.

Date of Report:

*[Enter today's date]*

Location of Incident:

*[Enter location]*

Details of the incident(s) (who, what, where, when, how etc):

*[Describe incident]*

Please list any suspected person(s) involved or having knowledge of the incident in as much details as possible (such as names, departments, positions, contact information, etc):

*[List persons]*

What is the approximate ringgit amount involved in the incident?

*[Enter ringgit amount]*

Please describe any evidence you have in as much details as possible (documents, photographs, etc).

*[Describe evidence, etc]*

Please provide the contacts of the witnesses, if any, and/or best way to get in touch with them (name, phone number, email etc)

*[List persons]*

How did you become aware of the incident(s)? (Examples: witness first hand, from another person etc)

*[Describe how you become aware]*

Please provide any other information which could assist our investigation:

*[Enter other information]*

If you wish to remain anonymous, you may skip this section, however, we encourage you to provide this information in case we need to contact you for further information.

Your name:

Your phone number:

Your email address:

Your department: