



CRAZY SPORTS GROUP LIMITED

瘋狂體育集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 82)

Anti-Corruption Policy (this “Policy”)

Policy Statement

Crazy Sports Group Limited (the “**Company**”) and its subsidiaries (collectively, the “**Group**”) is committed to conducting business honestly, fairly, impartially, ethically, transparently and with integrity. The Group adopts a high standard of integrity and a zero-tolerance principle against any form of fraud, bribery and corruption and related malpractices.

All employees are prohibited from soliciting, accepting or offering Advantages (as defined below) from or to clients, suppliers or any person having business dealings of any kind with the Group. Anti-corruption practices are extended to the supply chain of the Group through its procurement procedures.

Scope

This Policy sets out the standard of conduct that applies to all directors and employees (full-time or part-time) in all business units and at all levels of the Group (the “**Employees**”) to comply with the applicable anti-corruption laws, rules and regulations.

The Company also encourages and expects Third Party Representatives (as defined below), joint venture partners, associated companies’ representatives, contractors, suppliers and clients to abide by the principles of this Policy.

Responsibilities

In carrying out the Group’s business, Employees should adhere to the Group’s high standards of professional and ethical conduct, and should comply with all applicable laws, rules and regulations in Hong Kong such as the Prevention of Bribery Ordinance (Chapter 201 of the Laws of Hong Kong) (the “**POBO**”) and of other jurisdictions in which the Group conducts business.

Employees should familiarise themselves with and comply with the requirements of this Policy and other policies and procedures supplementing this Policy issued by the Group from time to time.

Definitions

In this Policy, the following words shall have the meanings set out below:

“**Advantage(s)**” includes anything that is of value such as money, gift, loan, fee, reward, commission, employment or contract, service, favour and discharge of liability in whole or in part;

“**Third Party Representatives**” means any person engaged by the Group to represent the Group’s interests, including among others, agents, introducers and consultants.

Prevention of Bribery

Corruption and bribery involves any illicit Advantage offered or accepted as an inducement to or a reward for performing or abstaining from performing any duties. Items considered as bribes include gift, cash, cash equivalents, loans, commissions, benefits in kind or other Advantages.

Bribes and kickbacks can consist of anything of value (i.e. an “Advantage”), including:

- (a) gifts, excessive entertainment and hospitality, sponsored travel and accommodation;
- (b) cash payments, whether by or to Employees, business partners or Third Party Representatives;
- (c) other favours provided by or to public officials, suppliers or customers, such as engaging a company owned by a member of a public official or customer’s family;
- (d) free use of a company’s services, facilities or property; and
- (e) loans, loan guarantees or other extensions of credit on preferential terms, or other intangible forms of preferential treatment.

Employees are strictly prohibited (whether acting in their own capacity or on behalf of the Group) from:

- (a) offering, promising, giving or authorising, directly or indirectly, any bribe or kickback to or for the benefit of any person (whether in private or public office) in order to obtain any improper business or other improper Advantage for the Group and/or for their own;
- (b) soliciting, accepting or receiving (whether for the benefit of the Group, their own benefit or that of their family, friends, associates or acquaintances) any bribe or kickback from any person (whether in private or public office) in return for providing any improper business or other improper Advantage in relation to the business of the Group;
- (c) otherwise using illegal or improper means (including bribes, favours, blackmails, financial payments, inducements, secret commissions or other rewards) to influence the actions of others; or
- (d) acting as an intermediary for a third party in the solicitation, acceptance, payment or offer of a bribe or kickback.

In addition, Employees must exercise their reasonable judgement in assessing whether any arrangement could be perceived to be corrupt, illegal or otherwise inappropriate. Even when an offer of Advantage carries no intention of improper influence, it should be ascertained that the intended recipient is permitted by his/her employer/principal to accept it under the relevant circumstances before the Advantage is offered.

Gifts

Business gifts is customary courtesy designed to build goodwill among business partners. Offering or receiving any gift, gratuity or other favors that might be perceived to unfairly influence a business relationship should be avoided.

Business gifts must comply with the following principles:

- (a) they must be reasonable and not excessive;
- (b) they must be of modest value, both in isolation and when considered in the context of other gifts and hospitality offered;
- (c) they must be appropriate and consistent with reasonable business practice;
- (d) they must be provided with the intent only to build or maintain a business relationship or offer normal courtesy, rather than to influence the recipient's objectivity in making a specific business decision;

- (e) they should never be offered in return for financial or personal gain or favour; and
- (f) they must be permissible under all applicable laws, rules and regulations. When dealing with a public official, the official's country will often have laws imposing limits on the level of hospitality and gifts which can be accepted, and those laws must be strictly adhered to. When dealing with the private sector, gifts or hospitality should not exceed any limits imposed by the recipient's organisation.

All Employees should not solicit or accept any Advantage for themselves or others, from any person, company or organisation having business dealings with the Group or any subordinate, except that they may accept (but not solicit) the following when offered on a voluntary basis:

- (a) advertising or promotional gifts or souvenirs of a nominal value;
- (b) traditional gifts of nominal value given during festive seasons or special occasions, subject to a maximum limit of HK\$2,000 in value;
- (c) discounts or other special offers given by any person or company to them as customs, on terms and conditions equally applicable to other customers in general

If Employee wishes to accept any Advantage not covered in the above, he/she should also seek permission from the Chief Risk Management Officer or Chief Financial Officer of the Company.

However, Employees should decline an offer of Advantage if acceptance could affect his/her objectivity in conducting the business of the Group or induce him/her to act against the interest of the Group, or acceptance will likely lead to perception or allegation of impropriety.

Employees must not accept, or permit any member of his or her immediate family to accept any gifts, gratuities, or other favours from any customer, supplier, or other person doing or seeking to do business with the Company, other than items of nominal value. Any gifts that are not of nominal value should be returned immediately and reported to your supervisor. If immediate return is not practical, they should be given to the Company for charitable disposition.

If the Employee has to act on behalf of a client in the course of carrying out the Company's business, he/she should also comply with any additional restrictions on acceptance of Advantage that may be set by the client (e.g. directors and staff members performing any duties under a government or public body contract will normally be prohibited from accepting Advantages in relation to that contract).

Entertainment

Although entertainment (e.g. provision of food and drink) is an acceptable form of business and social behavior, all Employees should avoid accepting lavish or frequent entertainment from persons with whom the Group has business dealing (e.g. suppliers or contractors) or from his / her subordinates to avoid placing himself / herself in a position of obligation. In certain circumstances, a free entertainment may amount to “a discharge of an obligation to pay” which is an advantage under the POBO.

Anti-Fraud

Fraud generally involves any deceptive conduct with the intention of making some form of financial or personal gain and/or causing another to suffer a loss. Employees must not knowingly commit, be a party to, or be otherwise involved in fraud. Appropriate levels of diligence should be conducted in engaging parties with a business relationship with the Group.

Conflict of Interest

Employees should avoid any conflict of interest situation (i.e. situation where their private interest conflicts with the Group’s interest) or the perception of such conflicts. When actual or potential conflict of interest arises, the subject Employee should declare to the board of the Company.

Some common examples of conflict of interest are described below but they are by no means exhaustive:

- (a) an Employee involved in a procurement exercise is closely related to or has financial interest in the business of a supplier who is being considered for selection by the Company;
- (b) one of the candidates under consideration in a recruitment or promotion exercise is a family member, a relative or a close personal friend of the Employee involved in the process;
- (c) a director of the Company has financial interest in a company whose quotation or tender is under consideration by the Company; and
- (d) an Employee undertaking part-time work with a contractor whom he is responsible for monitoring.

Third Party Representatives

The prohibitions in this Policy apply to Third Party Representatives engaged to represent the interests of the Group, a breach of which could result in termination of their engagement.

To minimise the risk of Third Party Representatives engaging in inappropriate conduct, relevant departments of the Group should:

- (a) always act with due care and diligence in selecting Third Party Representatives and in monitoring their activities;
- (b) ensure that Third Party Representatives are aware of and respect this Policy;
- (c) ensure that all fees and expenses paid to Third Party Representatives represent appropriate and justifiable remuneration, which is commercially reasonable under the circumstances, for legitimate services rendered by the Third Party Representative; and
- (d) keep accurate financial records of all payments.

Records, Accounts and other documents

All Employees should ensure that all records, receipts, accounts or other documents they submit to the Company give a true representation of the facts, events or business transactions as shown in the documents. Intentional use of documents containing false information to deceive or mislead the Company, regardless of whether there is any gain or Advantage involved, is prohibited.

The Group should establish a robust financial and accounting control system, including adequate segregation of duties, authorisation controls and logging of entries or changes to ensure accuracy and completeness of its books of account, as well as to prevent or detect any irregularities. Such system is subject to regular review and audit.

Accurate records of all company transactions and business courtesies must be kept. All receipts and expenditures must be supported by documents that describe them accurately and properly. The falsification of any book, record or account of any company within the Group is prohibited.

Reporting

Every Employee has a duty to timely report any actual or suspected breach of this Policy in accordance with the Group's procedures. For further details on the reporting channels and procedures, please refer to the Whistleblowing Policy of the Group.

Employees must cooperate fully and openly with any investigation into any alleged breach of this Policy or any suspected corrupt or fraudulent activity. Failure to cooperate or to provide truthful information may lead to the Employee being subject to disciplinary action and where applicable, criminal prosecution against the parties concerned.

Review of this Policy

The Environmental, Social and Governance Committee of the Company (“**ESG Committee**”) is responsible for the monitoring and regular review of this Policy to ensure its relevance and effectiveness. Any subsequent amendment of this Policy shall be reviewed and approved by the ESG Committee according to its Terms of Reference. The Group shall review this policy regularly to ensure its effectiveness and whether any changes to this policy are required.

Adopted on 22 November 2022