



GME Group Holdings Limited
駿傑集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8188)

ANTI-CORRUPTION POLICY

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1. BACKGROUND

- 1.1 GME Group Holdings Limited (the "**Company**"), together with its subsidiaries (the "**Group**" or "**GME**"), is committed to abiding by the law and maintaining high ethical standards in all areas of the Group's operation.
- 1.2 The Group is committed to achieving the highest standards of business conduct and has zero tolerance for corruption and related malpractice.
- 1.3 This Anti-corruption Policy (the "**Policy**") forms an important part of effective risk management and internal control systems.
- 1.4 This Policy applies to employees of the Group at all levels.
- 1.5 In addition to complying strictly with the provisions in this Policy, Employees of the Group must exercise common sense and judgment in assessing whether any arrangement could be perceived to be corrupt, illegal, or otherwise inappropriate.
- 1.6 Failure to comply with applicable anti-corruption laws or internal requirements related to anti-corruption may result in disciplinary action (which may include immediate termination) and, where applicable, criminal prosecution against the parties concerned.

2. RESPONSIBILITY

- 2.1 The Board of directors (the "**Directors**", each a "**Director**") of the Company (the "**Board**") has the overall responsibility for this Policy but has delegated the day-to-day responsibility for overseeing and implementing this Policy to the management of the Group (the "**Management**").
- 2.2 The Board is responsible for monitoring and reviewing the effectiveness of this Policy and the actions resulting from the investigation.
- 2.3 This Policy was approved by the Board. Any amendments or updates to this Policy will be subject to the Board's approval.

3. PROHIBITION ON IMPROPER PAYMENTS, KICKBACKS AND OTHER FORMS OF BRIBERY

3.1 "Fraud" commonly encompasses deceptive conduct with the intention of making some form of financial or personal gain, or causing another person suffers a loss. It includes, but is not limited to, deception, bribery, forgery, extortion, theft, conspiracy, embezzlement, misappropriation, false representation, concealment of material facts, and collusion.

3.2 Bribery involves giving or offering to give any advantage, directly or indirectly, to a public servant (i.e. officers, members and employees of public bodies) or any employee of a company or other person connected with a business, as an inducement or reward for or otherwise on account of such person's conduct in relation to the affairs of their employer or principal. It also involves soliciting or accepting bribes.

3.2 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;

(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, blackmail, 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.

4. POLITICAL AND CHARITABLE CONTRIBUTIONS AND SPONSORSHIPS

4.1 It is the general policy of the Group not to make any form of donation to political associations or individual politicians.

4.2 Charitable donations and sponsorships may in some circumstances constitute a disguised form of bribery. Therefore, pre-approval from the Executive Director is required.

5. FACILITATION PAYMENTS

5.1 Facilitation payments (i.e. unofficial payments demanded in return for speeding up or securing the performance of routine government actions, such as obtaining visas, permits or licences) are prohibited.

6. BUSINESS GIFTS AND HOSPITALITY

6.1 Business Courtesies 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.

7. TRAININGS

7.1 The Group will provide regular anti-corruption training and briefing to all employees of the Group.

8. REPORTING

8.1 If an Employee becomes aware of any actual or suspected breach of this Policy, he/she must report such incidents in accordance with the Whistleblowing Policy.