

Purpose

This policy applies to all those who work for, act on behalf of or represent AMALTHEA HOLDCO LIMITED and group companies ('SRL'). This includes full-time and part-time employees, as well as directors and other officers, agents, temporary staff, contractors and consultants at all our business locations ('SRL staff').

Our Policy

We have a zero-tolerance approach to tax evasion and the facilitation of tax evasion - all SRL staff and associates are expected to be open and honest when dealing with the tax authorities and we do not expect any SRL staff or associates to be involved in any form of tax evasion - whether in relation to SRL's business or in their own personal tax affairs.

We will maintain high standards of ethical behaviour in all our business interactions. Accordingly, we will seek to ensure that SRL, SRL companies, SRL staff and associates (being any person who performs services on behalf of SRL), wherever located, fully comply with their respective obligations under the UK Criminal Finances Act 2017 (the "UK CFA 2017").

This policy cannot address every situation and is not a substitute for exercising good judgement and common sense about what is right. You must follow the spirit of this policy, not just the letter.

Why does SRL have a Policy?

The UK CFA 2017 introduced a new strict liability corporate offence of failing to prevent the criminal facilitation of tax evasion. SRL is potentially exposed to direct criminal sanctions if any SRL staff or associates facilitate tax evasion by another person anywhere in the world.

Tax evasion may seriously damage SRL's reputation, affect our ability to do business. The consequences of not complying with this policy can be serious including damage to SRL's reputation and your own personal reputation, significant fines and penalties, and criminal liability for individuals and SRL.

Any failure to comply with this policy will be investigated and appropriate action taken. Breach of this policy could result in disciplinary action, up to and including dismissal. You will be asked to confirm annually that you have complied with this policy and any supporting policies and procedures and will be managed and monitored by the HR department. Exceptions or non-compliance will be reported to the SRL boards.

What is Tax Evasion?

Tax evasion means 'cheating the public revenue.' More generally, it describes any fraudulent activity that intends to divert funds from the relevant tax authorities. 'Fraudulent activity' includes lying, deceiving and cheating as well as concealing assets, funds or relevant facts from the tax authorities. The critical element of tax evasion is that it involves acting dishonestly.

Late filing of tax returns or honest errors in a tax calculation would not normally amount to criminal tax evasion. For example, you would be committing criminal tax evasion if you submit your personal tax return and claim certain tax reliefs or allowances which you know you are not entitled to, but you hope the tax authority will "not notice."

Tax planning, on the other hand, is the legitimate minimising of taxes, using methods approved or accepted by the relevant tax authorities. For example, by claiming legitimate deductions or by sheltering income from taxes by setting up employee retirement plans - all of which are legal under the rules of the relevant tax authorities. Some tax planning schemes / structures may be viewed as 'aggressive' and may fall into a grey area between legitimate planning and criminal tax evasion. The key is to take professional tax advice.

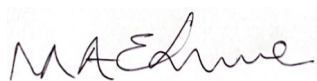
What is Facilitation of tax evasion?

Facilitation in this context means that you are knowingly involved in or knowingly taking steps to assist tax evasion by another person. You may be guilty of facilitating tax evasion by simply "turning a blind eye" to what the other person is doing or by simply failing to stop to consider the risk that the other person's actions may be driven by tax evasion. Facilitating tax evasion is a criminal offence in all countries in which SRL does business.

For example, if a supplier asks you to pay him in cash and tells you it is so he can avoid charging VAT or so that he can avoid declaring the money as taxable earnings then, if you pay the supplier in cash:

- The supplier would be guilty of criminal tax evasion; and
- You would be guilty of criminal facilitation of tax evasion by that supplier; and
- If this were to happen in a SRL business context, then SRL would also be guilty of the new offence of failing to prevent you from facilitating tax evasion by that supplier.

This Policy Statement is reviewed annually.



Mark Eburne
Chief Executive Officer

Dated: 23rd August 2024

Version Control

Version	Release Date	Reviewer	Approval Date
1.1	September 2024	John McLaughlin	August 2024