

Effective From: | **26**
May

Kitwave Group Tax Strategy

Mark Earl – Chief Financial Officer

Introduction

Purpose of Tax Strategy

This document explains how Kitwave Group Limited and its wholly owned subsidiaries (the "Group") manage their tax responsibilities and activities.

The Tax Strategy is regularly reviewed to ensure compliance with UK laws, and significant updates are approved by the Group's Board. It is published as required by Schedule 19 of the UK Finance Act 2016.

This version covers the financial year ending 31 December 2026.

Objectives and Scope

The purpose of this Tax Strategy is to uphold consistent and effective tax standards and controls across the Group, ensuring full compliance with applicable laws and filing requirements.

The Group is committed to honesty, fairness, and transparency in all interactions, and these core principles of integrity are reflected in our engagement with tax authorities.

Tax performance will be measured in the following ways:

- A clearly understood, communicated and supported strategy;
- Paying the appropriate amount of tax at the appropriate time;
- Forecasting and planning tax cash payments accurately;
- Ensuring the most effective tax elections, claims and options are considered, with respect to materiality, to manage the tax paid by the Group;
- Ensuring that any transactions undertaken to invest in the Group are effected tax efficiently;
- Implementing and maintaining controls and procedures relating to all taxes ensuring that the correct amount of tax is paid, inspections or reviews by HM Revenue & Customs ("HMRC") and other regulators do not lead to the imposition of any fines or penalties and enabling the Senior Accounting Officer to provide the annual certification required under Schedule 46 Finance Act 2009; and,
- Act in a proactive fashion in relation to the Group's tax affairs;
- To maintain the Group's reputation as a fair contributor to the UK economy which applies tax rules in good faith and in the spirit they are intended; and
- Seek to be proactive with tax authorities and to ensure the efficient resolution of issues as they arise.

The tax regimes addressed encompass Corporation Tax, PAYE, employee taxes (National Insurance), VAT, Stamp Duty Land Tax, Stamp Duty Reserve Tax, Customs & Excise Duties (including Air Passenger Duty), and withholding taxes. This strategy will be reviewed and updated periodically to incorporate any modifications within this scope.

The Group recognises the corporate offence outlined in the Criminal Finances Act 2017 regarding the failure to prevent the facilitation of tax evasion in both the UK and abroad, as well as the offence under the Economic Crime and Corporate Transparency Act 2023 for failing to prevent fraud. With a zero-tolerance policy toward tax evasion and its facilitation, the Group has established internal controls implementing 'reasonable prevention procedures' aimed at reducing the risk of tax evasion offences within the organisation.

Governance

The Group's Board is ultimately responsible for the Tax Strategy and ensures there is a suitable framework for putting this strategy into practice, using the Group's Enterprise Risk Management (ERM) Framework.

Each year, the Chief Financial Officer (CFO), acting as the Senior Accounting Officer (SAO), reviews the Tax Strategy. Any proposed changes are considered and must be approved by the Board.

Clear guidelines outlining who is responsible and accountable for implementing the Group's tax controls are set out in the Group Tax Roles and Responsibilities document. The skills and resources within the Group's

finance teams are regularly assessed. All individuals managing tax matters hold relevant professional qualifications and are supported by the Group to maintain their ongoing professional development.

Tax risk management

Effective risk management is fundamental to the successful implementation of the Group's business strategy.

The Board has delegated the responsibility for continuous risk oversight and management to the Audit Committee and the Executive Management.

The CFO oversees tax compliance at the Board level, providing updates and recommendations regarding the Group's tax matters and risks through the Financial Regulations and Controls risk pillar, ensuring:

- The proper control and management of tax risk;
- The tax position is planned in line with the Group's strategic objectives;
- Accurate and timely tax reporting is undertaken; and,
- The tax charge is correctly stated in the statutory accounts and tax returns.

The Group's approach to on-going tax risk follows principles of reasonable care and materiality with each tax risk assessed based on its potential impact and likelihood. These risks are documented in the Financial Regulations and Controls risk pillar, forming part of the ERM Framework. Control and assurance activities are aligned with each identified risk, providing the Audit Committee with comprehensive insight into how these risks are addressed.

Rather than seeking to avoid or eliminate risk completely, the Group aims to closely monitor and manage its risk exposure.

Tax planning

Policy principles

The Board has established that the following principles will form the basis of the management philosophy and the tax policy of the Group. They represent a unified approach to tax compliance and establish consistent standards for evaluation performance in this area.

Good Governance - The Group adopts the principles of the QCA Code of Corporate Governance ensuring it is able to demonstrate compliance with the highest standards in corporate governance;

Risk and Internal Control - The Group has a developed ERM framework, documenting the system of internal controls designed to respond effectively to significant risks to achieving the Group's business objectives. The Group applies these principles to its tax planning and accounting;

Change Management - Ensuring that there is a change management protocol adopted to enable the Group to handle the risks identified due to developments in legislation or changes to the business operations or processes. This includes consultation with the Group's nominated external tax advisors.

Transaction Planning - The Group will strive to ensure that transactions are structured such that any tax relief available to the business is realised in line with materiality considerations, efficiencies realised, and the reduction of, and recovery of, the taxes is maximised where opportunities with a credible technical standing are available, and are permitted within the approved parameters of the tax planning framework and tax planning criteria set out in this policy.

Controls over tax planning

All papers put forward to the Board that contain comments on tax must be supported by an appropriate level of tax analysis. The CFO will be responsible for ensuring sufficient tax analysis has been undertaken in advance of the papers being submitted to the Board. All transactions falling within the above principles and/or specifically mentioned must have Board level approval before they can proceed.

Assessment of tax planning

The CFO will understand tax risks and opportunities on future transactions and current tax planning opportunities. In addition, these principles are supplemented by the following parameters defined by the Board and are used in the assessment of tax planning and whether the risks presented are acceptable or not

- Commercial purpose: All transactions must have a commercial purpose.
- Reputation impact: The planning should have limited impact if details were in the public domain.
- Impact on cash flow: Cash flow should be positively impacted if planning is successful, with the potential upside benefit outweighing any downside cost.
- Impact on financial accounts: Profitability (post tax return) should be positively impacted if planning is successful, with the potential upside benefit outweighing the downside cost
- Use of tax advisors: Appropriate external advice will be obtained as necessary

HMRC relationship

The Group maintains an open and honest relationship in its dealing with HMRC and will seek to work in 'partnership' with HMRC in relation to its tax dealings:

- In the event of any inadvertent error(s) arising, full disclosure, where required by law will be made to HMRC;
- The Group will disclose any relevant planning it undertakes to HMRC in line with the legal disclosure requirements and criteria set out by HMRC; and
- The Group will continue to meet and cooperate with HMRC to facilitate a mutually beneficial relationship.

In the event of any inadvertent error(s) being identified, the Group utilises its ERM framework to undertake internal due diligence to ensure correct policies and procedures are in place across all entities as part of the Group.

Tax operations and oversight

The CFO has ownership of the Group's tax operations and oversight of tax risk together with the detailed analysis and preparation of the tax records.

The tax roles and responsibilities are clearly defined by tax activity, entity and person responsible, to ensure all roles and controls are clearly communicated and understood.

The CFO's responsibilities also include:

- Regular communication with the Board regarding management of material tax risks and opportunities via the ERM framework;
- Reviewing any significant transactions; (e.g. acquisitions, disposals, financing arrangements, share schemes);
- Approving external advisor appointments;
- Monitoring adherence to the Tax Strategy;
- Approval of tax disclosures for the Group's financial statements;
- Approval of tax returns; and,
- Ensuring accounting systems and controls report accurate and timely information for tax reporting purposes, thereby enabling the Senior Accounting Officer to provide the certification required by Schedule 46 Finance Act 2009.

Singed on behalf of Kitwave Group Limited

M Earl

Chief Financial Officer

May 2026