

ANTI-FACILITATION OF TAX EVASION POLICY

A. Who Must Comply With This Policy?

This policy applies to all persons working for us or any Group Company or on our behalf in any capacity, including employees at all levels, directors, officers, agency workers, seconded workers, interns, agents, contractors, external consultants, third-party representatives and business partners, sponsors, or any other person associated with us, wherever located.

B. Policy Statement

- (a) It is our policy to conduct all of our business in an honest and ethical manner. We take a zero-tolerance approach to facilitation of tax evasion, whether under UK law or under the law of any foreign country.
- (b) We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter tax evasion facilitation.
- (c) We will uphold all laws relevant to countering tax evasion in all the jurisdictions in which we may operate from time to time, including the Criminal Finances Act 2017.

C. Purpose and Scope

- (a) The purpose of this policy is to:
 - (i) set out our responsibilities, and of those working for us, in observing and upholding our position on preventing the criminal facilitation of tax evasion; and
 - (ii) provide information and guidance to those working for us on how to recognise and avoid tax evasion.
- (b) As an employer, if we fail to prevent our employees, workers, agents or service providers facilitating tax evasion, we can face criminal sanctions including an unlimited fine, as well as exclusion from tendering for public contracts and damage to our reputation. We therefore take our legal responsibilities seriously.
- (c) We have identified a number of inherent risks for our business, including, for example, clients based in lower tax transparency jurisdictions, our use of contractors and sub-contractors and engagement with a large number of suppliers and counterparties. We have taken a number of steps to address those risks, including, for example, undertaking a risk assessment, implementing an internal committee, framework and systems and controls relating to preventing the facilitation of tax evasion.
- (d) This policy does not form part of any employee's contract of employment and we may amend it at any time.

D. Who is Responsible for This Policy?

- (a) The Group Company Secretary and the Director - Tax have overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.
- (b) The Group Company Secretary and the Director - Tax have primary responsibility for implementing this policy, monitoring its use and effectiveness, dealing with any queries about it, and auditing internal control systems and procedures to ensure they are effective in preventing the facilitation of tax evasion.
- (c) Management at all levels are responsible for ensuring those reporting to them understand and comply with this policy and are given adequate and training on it.
- (d) You are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Group Company Secretary and the Director - Tax.

E. What is Tax Evasion Facilitation?

(a) For the purposes of this policy:

- (i) **"Tax evasion"** means the offence of cheating the public revenue or fraudulently evading UK tax, and is a criminal offence. The offence requires an element of fraud, which means there must be deliberate action, or omission with dishonest intent;
- (ii) **"Foreign tax evasion"** means evading tax in a foreign country, provided that conduct is an offence in that country and would be a criminal offence if committed in the UK. As with tax evasion, the element of fraud means there must be deliberate action, or omission with dishonest intent; and
- (iii) **"Tax evasion facilitation"** means being knowingly concerned in, or taking steps with a view to, the fraudulent evasion of tax (whether UK tax or tax in a foreign country) by another person, or aiding, abetting, counselling or procuring the commission of that offence. Tax evasion facilitation is a criminal offence, where it is done deliberately and dishonestly.
- (iv) **"Associated persons"** means any person that provides services for or on behalf of the business. This includes employees, agents, representatives, subcontractors, consultants and others.

- (b) Under the Criminal Finances Act 2017, a separate criminal offence is automatically committed by a corporate entity or partnership where the tax evasion is facilitated by a person acting in the capacity of an "associated person" to that body. For the offence to be made out, the associated person must deliberately and dishonestly take action to facilitate the tax evasion by the taxpayer. If the associated person accidentally, ignorantly, or negligently facilitates the tax evasion, then the corporate offence will not have been committed. The company does not have to have deliberately or dishonestly facilitated the tax evasion itself; the fact that the associated person has done so creates the liability for the company.
- (c) Tax evasion is not the same as tax avoidance or tax planning. Tax evasion involves deliberate and dishonest conduct. Tax avoidance is not illegal and involves taking steps, within the law, to minimise tax payable (or maximise tax reliefs).
- (d) In this policy, all references to tax include national insurance contributions (and their equivalents in any non-UK jurisdiction).

F. What You Must Not Do

(a) It is not acceptable for you (or someone on your behalf) to:

- engage in any form of facilitating tax evasion or foreign tax evasion;
- aid, abet, counsel or procure the commission of a tax evasion offence or foreign tax evasion offence by another person;
- fail to promptly report any request or demand from any third party to facilitate the fraudulent evasion of tax (whether UK tax or tax in a foreign country), or any suspected fraudulent evasion of tax (whether UK tax or tax in a foreign country) by another person, in accordance with this policy;
- engage in any other activity that might lead to a breach of this policy; or
- threaten or retaliate against another individual who has refused to commit a tax evasion offence or a foreign tax evasion offence or who has raised concerns under this policy.

G. Your Responsibilities

- (a) You must ensure that you read, understand and comply with this policy.
- (b) The prevention, detection and reporting of tax evasion and foreign tax evasion are the responsibility of all those working for us or under our control. You are required to avoid any activity that might lead to, or suggest, a breach of this policy.

- (c) If you believe or suspect that a conflict with this policy has occurred, or may occur in the future, you must notify;
 - (i) Your manager; or
 - (ii) The Group Company Secretary; or
 - (iii) The Director – Tax; or
 - (iv) By using our Whistle-Blowing Policy (if you are an employee or worker as defined in our Whistle-Blowing Policy).

This should be done as soon as possible. Examples that may indicate potential tax evasion or foreign tax evasion are set out below in section L.

The contact details of the Group Company Secretary and Director – Tax are as follows; Canary Wharf Group plc, One Canada Square, Canary Wharf, London, E14 5AB or 020 7418 2000.

H. How to Raise a Concern

- (a) You should raise concerns about any issue or suspicion of tax evasion or foreign tax evasion at the earliest possible stage.
- (b) If you become aware of any fraudulent evasion of tax (whether UK tax or tax in a foreign country) by another person in the course of your work, or you are asked to assist another person in their fraudulent evasion of tax (whether directly or indirectly), or if you believe or suspect that any fraudulent evasion of tax has occurred or may occur, whether in respect to UK tax or tax in a foreign country, you must notify your manager or the Group Company Secretary and the Director – Tax, as soon as possible.
- (c) If you are an employee or a worker (as defined in our Whistle-Blowing Policy) you may alternatively utilise the procedure set out in our Whistle-Blowing Policy to notify us of such suspicions or concerns.
- (d) If you are unsure about whether a particular act constitutes tax evasion or foreign tax evasion, raise it with your manager or the Group Company Secretary and the Director – Tax, or (for those who are employees and workers as defined on our Whistle-Blowing Policy) in accordance of our Whistle-Blowing Policy, as soon as possible. You should note that the corporate offence is only committed where you deliberately and dishonestly take action to facilitate the tax evasion or foreign tax evasion. If you do not take any such action, then the offence will not be made out. However, a deliberate failure to report suspected tax evasion or foreign tax evasion, or "turning a blind eye" to suspicious activity could amount to criminal facilitation of tax evasion.

I. Protection

- (a) Individuals who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.
- (b) We are committed to ensuring no one suffers any detrimental treatment as a result of:
 - refusing to take part in, be concerned in, or facilitate tax evasion or foreign tax evasion by another person;
 - refusing to aid, abet, counsel or procure the commission of a tax evasion offence or a foreign tax evasion offence by another person; or
 - reporting in good faith their suspicion that an actual or potential tax evasion offence or foreign tax evasion offence has taken place, or may take place in the future.

Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Group Company Secretary and the Director - Tax immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure.

J. Training and Communication

- (a) We will ensure that mandatory training on this policy is provided to all Group employees. Such training may form part of wider financial crime detection and prevention training.
- (b) Our zero-tolerance approach to tax evasion and foreign tax evasion must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate after that.

K. Breaches of This Policy

- (a) Any employee who breaches this policy will face disciplinary action, which could result in dismissal for misconduct or gross misconduct.
- (b) We may terminate our relationship with other individuals and organisations working on our behalf if they breach this policy.

L. Examples of aiding and abetting criminal tax evasion:

Examples are given below of when an Employee or Associate of the Group might themselves be guilty of committing an offence of criminal tax evasion, and thus expose the Group to liability under CFA 2017.

- (i) **Deliberately entering false or misleading information on the Employment Status Questionnaire:**

A Supplier wishes to be treated as a self-employed contractor so that payments made to them by the Group are gross, and they can evade paying appropriate tax and national insurance liabilities. Knowing this, an employee helps the Supplier to evade tax by providing false information on the Supplier Questionnaire used by the HR Team to assess whether such a Supplier may be considered as self-employed for tax purposes. By supplying false information in this way, the Group employee is committing a criminal offence as they have assisted a third party in criminal tax evasion.

- (ii) **Employee agrees with a supplier to misrepresent the amounts paid on an invoice (e.g. true amount paid being higher) leading to the supplier evading corporate income taxes:**

A Supplier requests that payments made to them by Group are lower than what they actually receive so that they can evade paying appropriate tax. Knowing this, a Group employee helps the Supplier to evade income tax by providing false information on the invoices with incorrect sums paid. By supplying false information in this way, the employee is committing a criminal offence as they have assisted a third party in criminal tax evasion.

- (iii) **UK company sell services to the Group, payment is approved but UK Co requests remittance to a bank account in a tax haven and an employee agrees to do this:**

A Supplier requests that payments due to be paid to them have a remittance to a bank account in a tax haven when actually it should be paid into a UK based bank account. Knowing this, an employee helps the Supplier to evade tax by allowing payment to an account in tax haven so avoiding payment of tax. By providing payment in this way, the employee is committing a criminal offence as they have assisted in criminal tax evasion.