



Morrisroe Group

Tax Strategy

This document sets out the policy and approach, as approved by the board of Morrisroe Group Limited, towards conducting its tax affairs, dealing with tax risks, and its relations with HMRC. The document is periodically reviewed by the Group Finance Department before presentation to the board for approval of any amendments. The Board will maintain strict adherence with the Company's Group Tax Code of Conduct (see below).

It is effective for the year ending 31<sup>st</sup> October 2018 and will remain effective subject to any subsequent amendments approved by the board.

Morrisroe Group Limited is committed to conducting its tax affairs in line with the following objectives:

1. To maintaining an open and honest relationship with the tax authorities based on mutual trust, collaboration and integrity.
2. The application of diligence and care in management of tax risks and ensuring necessary procedures are in place to ensure our tax governance is appropriate.
3. Ensuring the tax strategy is applied consistently across the Group and in a manner consistent with the Group's core values.
4. To use incentives and reliefs to minimise the tax cost of conducting business whilst ensuring that this is done within the boundaries of the intent and purpose of all relevant tax legislation.
5. To comply with all relevant tax, rules, regulations and reporting and disclosure requirements.

#### Group Tax Code of Conduct

The Group Tax Code of Conduct outlined below is taken seriously by the Board and forms part of its Corporate Governance. Failure to meet the obligations and responsibilities constitute a disciplinary matter potentially leading to sanctions up to and including dismissal. The Group tax code is set out below:

##### 1. Relations with the Tax authorities

The Group seeks to ensure all dealings with HMRC are conducted in an open and transparent manner. It seeks to work collaboratively, courteously and in a timely manner with early agreement and resolution of disputed matters wherever possible. All necessary resources will be allocated to assist in meeting this commitment.

## 2. Tax Risk

Diligent professional care and judgement will be exercised to assess the tax risk associated with any specific action or decision the Group makes with consideration given to:

- the legal and fiduciary duties of directors and employees
- the requirements of internal Group policies and procedures
- the maintenance of the Group's Corporate reputation, having regard for the principles of social responsibility and care in the way it interacts with the wider community in which it operates
- a cost/benefits analysis taking into account the financial costs and risks of penalties and interest
- the wider consequences of potential disagreement with tax authorities and any possible impact on ongoing relationships with them.

## 3. Tax Strategy

The Group's tax planning is driven by the commercial needs of the business. It seeks to apply tax efficient policies within the strict confines of and compliance of extant tax laws and regulations. Due consideration is given to the tax consequences of any decisions made and where appropriate professional external guidance is sought to support the Group's decision-making process. The Group believes in meeting all its tax obligations .

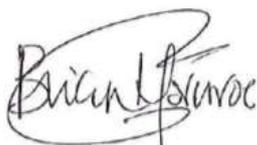
## 4. Incentives and Reliefs

Whilst the Group will always endeavour to meet all legal tax obligations as they fall due they will seek to utilise available reliefs and incentives. Where alternative approaches that reduce tax liabilities can be taken the Group will exercise its best judgement in taking the appropriate action whilst ensuring that it adheres to the intent of the applicable legislation.

## 5. Compliance with laws, rules and regulations

The Group is committed to observing all applicable laws, rules, and regulations as well as meeting its obligations with respect to reporting and disclosure. The Board will ensure there are clearly defined management responsibilities supported by regular monitoring and review both internally and externally where appropriate.

Brian Morrisroe  
Chief Executive



Dan Bannister  
Group HSEQ Director



Gerry Marapao  
Finance Director

