

Cooke Aquaculture UK (CAUK) Group – UK subsidiaries

UK Tax Strategy – Year to 31 December 2023

Introduction:

This Strategy, which has been approved by both the Board and Global Tax Director of Cooke Aquaculture (UK) Holdings Ltd (CAUK), sets out CAUK's policy and approach to conducting its UK tax affairs, UK tax planning and dealing with UK tax risks and HM Revenue & Customs ("HMRC"). It covers the UK tax affairs of CAUK and its subsidiary companies in the UK and is aligned to the values of our ultimate parent company, [Cooke Inc](#) in Canada.

CAUK is committed to:

- ❖ Having a conservative tax profile, minimising disputes with HMRC and being considered "low risk" by HMRC.
- ❖ Following all applicable laws and regulations relating to its UK tax activities.
- ❖ Maintaining an open and honest relationship with HMRC based on collaboration and integrity.
- ❖ Applying diligence and care in the management of the processes and procedures in respect of all UK tax activities and ensuring UK tax governance is appropriate.
- ❖ Using incentives and reliefs to minimise UK tax costs whilst ensuring that these are not used for purposes that are knowingly contradictory to the intent of the legislation.

Approach to UK Tax Risk Management and Governance

The UK Group liaises with the appropriate Departments of Cooke Inc in Canada, UK and Canadian based tax advisors as required to ensure that the governing principles regarding tax are adhered to with appropriate monitoring and reporting of compliance in line with the principles detailed below and to ensure that it is operating in a low risk and compliant manner.

- ❖ The Cooke Group's business activities shall be compliant with current tax legislation and reporting obligations.
- ❖ All arrangements must be supported by a credible basis in tax law and be available for full disclosure to tax authorities.
- ❖ Arrangements with favorable tax effects require sufficient business purpose and substance.
- ❖ Each subsidiary separately and the business unit as a whole, are responsible for complying with all local regulatory as well as internal requirements regarding tax, including timely and correct delivery of tax returns, transfer pricing documentation and other requirements.
- ❖ The Senior Accounting Officer for the UK companies in Cooke's UK Group's is ultimately responsible for, and oversees, the UK Group's tax affairs and tax risks.
- ❖ Internal Finance staff deal with VAT, Customs Duties and Payroll taxes returns and payments and Cooke engages external tax advisors to provide technical expertise and support whenever necessary or appropriate including on significant transactions, expenditure or tax uncertainties. The staff responsible for tax are considered to be suitably qualified, trained and experienced to carry out their tax responsibilities, through holding recognised professional tax and/or accounting qualifications.
- ❖ All work on corporation tax returns and Stamp Duty, SDLT and LBTT is outsourced to external advisors.

Attitude towards UK Tax Planning:

- ❖ CAUK strives to utilise available tax reliefs, allowances and incentives in the manner and circumstances we understand to be intended by HMRC and legislation.
- ❖ Any tax planning is limited to ensuring that CAUK commercial transactions are undertaken in a tax efficient manner using available legislation and applicable reliefs, allowances and incentives.
- ❖ CAUK does not engage in tax structured or motivated transactions, or artificially structure transactions, to get a tax result that would be contrary to the intentions of Parliament or otherwise unacceptable.
- ❖ External tax advice may be taken on significant transactions or transactions with potentially significant tax implications.
- ❖ CAUK notes the OECD BEPS 2.0 changes that are coming and have engaged with our Tax advisors with the aim of ensuring that we will be compliant with the registration and reporting requirements.

Acceptable Level of UK Tax Risk

- ❖ Due to the size and complexity of CAUK's business and the dynamic nature of the wider Cooke group, there will inevitably be some degree of tax risk, but the overall aim is to file returns and pay the correct amount of tax at the right time and avoid unprovided tax liabilities, interest costs and penalties. CAUK takes appropriate tax advice from external advisors on significant transactions or tax uncertainties and aims to maintain a low tax risk in all its dealings and transactions.
- ❖ CAUK maintains a full Tax risk register across all main tax groupings, this register is reviewed internally each quarter and a broader Group review is carried out annually.

Approach Towards Dealings With HMRC

- ❖ CAUK remains fully committed to the principles of a proactive open and transparent approach to its dealing with HMRC and commits to:
 - ❖ Engage in full open and collaborative professional relationships with HMRC.
 - ❖ Engagement with our tCCM (temporary Customer Compliance Manager) and maintenance of an ongoing collaborative dialogue, having sought this appointment from HMRC in order to build a constructive working relationship.
 - ❖ Pay taxes and file tax returns on the due dates without incurring interest costs or penalties.
 - ❖ Make appropriate, accurate and timely disclosure in correspondence and tax returns and respond to queries and information requests in a timely fashion.
 - ❖ Seek statutory advance tax clearances for transactions where available or seek non – statutory clearances where possible to remove uncertainty.
 - ❖ Seek to resolve issues with HMRC in a timely manner (real time and before tax returns are filed if possible) and, where disagreements arise, work with HMRC to resolve issues by agreement where possible.
 - ❖ Be open and transparent about decision making, governance and tax planning.
 - ❖ Only undertake transactions that give a tax result which is consistent with the economic consequences (unless specific legislation otherwise provides) and the intentions of Parliament.
 - ❖ Ensure that all communications with HMRC are conducted in an open, collaborative and professional manner.

This Tax Strategy applies from the date of publication until it is superseded. It is effective for the year ending 31 December 2023 and will remain in effect for the year ending 31 December 2024 until any amendments or changes are approved by Board of CAUK Limited, and by the Global Tax Director for Cooke Aquaculture (UK) Holdings Ltd. It is published on behalf of CAUK and CAUK regards this publication as complying with its duty under para 19(2) Sch19 FA2016.

This policy applies to the following UK group companies:

- ❖ Cooke Aquaculture UK Holdings Limited
- ❖ Cooke Aquaculture Scotland Limited
- ❖ Cooke Aquaculture Freshwater Limited
- ❖ Northeast Nutrition Scotland Limited
- ❖ Lakeland Cairndow Limited (Dormant)
- ❖ Orkney Salmon Company (Dormant)