



Cook (UK) Limited Tax Strategy

1. Scope

Cook (UK) Limited is a limited company registered in England and Wales. The company is a wholly owned subsidiary of Cook Europe Finance BV whose ultimate parent company is Cook Group Incorporated. This Tax Strategy applies to Cook (UK) Limited in accordance with paragraph 19 of Schedule 19 to the Finance Act 2016. The strategy has been published in accordance with paragraph 16 of the Schedule by being made available on Cook Group's European website: www.cookmedical.eu/about/ethics-compliance.

This strategy applies from the date of publication until superseded by a future version. References to "UK Taxation" are to the taxes and duties set out in paragraph 15(1) of the Schedule which include Income Tax, Corporation Tax, PAYE, NIC, VAT, Insurance Premium Tax and Stamp Duty Land Tax.

The strategy also aims to ensure that the Company's management of tax compliance and tax risk is consistent with its aim of maintaining a responsible reputation in the overall management of its business.

2. Approach to tax compliance

Cook (UK) Limited is committed to compliance with all statutory obligations and full disclosure to Tax Authorities. Ultimate responsibility for Cook (UK) Limited's tax strategy and compliance rests with the Board of Directors. Day to day management of the Company's tax affairs is delegated to the UK Finance Manager and the EMEA Tax Manager.

The Company recognises that the fulfilment of its tax payment, tax collection, and tax reporting responsibilities is a highly important part of the relationship which the Company maintains with HMRC. The Company seeks to reduce the level of tax risk arising from its operations as far as is reasonably practicable by ensuring that reasonable care is applied in relation to all processes and procedures which could materially affect its compliance with its tax obligations.

In pursuance of these principles, the Company's approach is to ensure that appropriate resources are deployed and arrangements maintained that enable the Company to address its tax obligations thoroughly. Where necessary, such resources shall include appropriate external expertise from a professional services firm.

All relevant tax returns must be supported by due consideration of relevant matters and appropriate documentation underpinning the tax paid and information supplied to the tax authority. The required resources for this purpose include not only specific tax expertise but also relevant functions and systems supporting the Company's operations, including accounting, legal, IT, human resources, and business line activity.



The Company aims to ensure that all material judgements on tax matters are taken by appropriate persons and are recorded fully to ensure consistent application.

3. Approach to tax planning

The Company will engage in planning its tax affairs in a manner which seeks to achieve both of its duties to provide an appropriate return to our shareholders and to comply fully with all tax laws.

The Company regards legitimate prevention of unnecessary tax costs as an integral part of the management of the business's profitability. However, the Company's policy is to refrain from engaging in contrived or artificial arrangements with negligible business purpose. Should there be an assessment required as to whether this criterion is fulfilled in any particular case; the final decision shall rest with the Group's Chief Financial Officer or his/her delegate for this purpose. In relation to any specific issue or transaction, the Board is ultimately responsible for identifying the risks, including tax risks, which need to be addressed and for determining what actions should be taken to manage those risks, having regard to the materiality of the amounts and obligations in question.

In the course of managing tax risks, the Company will continually take account of the importance of the reputation of Cook (UK) Limited's business with its customers (current and future), counterparties, employees, regulators and other stakeholders. The level of risk which Cook (UK) Limited accepts in relation to UK taxation is consistent with its overall objective of achieving certainty in the Company's tax affairs. At all times Cook (UK) Limited seeks to comply fully with its regulatory and other obligations and to act in a way which upholds its reputation as a responsible corporate citizen.

4. Overall management of tax risk

The Company's approach is to apply appropriate levels of control and governance to tax matters, consistent with the approach it adopts to other matters involving compliance with the law and/or efficient financial management.

For this purpose, the management of tax shall also apply all relevant principles and approaches applicable generally to the Company's business, including other policies adopted by the Company for these purposes.

In addition, the Company will engage external expertise, whenever appropriate, to ensure that decisions on highly significant tax matters are thoroughly underpinned by robust technical analysis.

5. Relationship with HMRC

The Company's policy is to develop and maintain constructive and open relationships with HMRC, together with any other relevant government bodies in relation to tax matters.



The Company recognises that differences of interpretation of tax law can arise but in such situations the approach is to address the issues objectively with HMRC and work towards a fair outcome based on reasonable interpretations of the law.

In dealing with HMRC requests for information, the Company will fulfil completely such requests, subject to legal permissibility, within any statutory deadlines and, in the absence of such deadlines, on a timely basis agreed with the tax authority. Any inadvertent errors in submissions made to HMRC are fully disclosed as soon as reasonably practicable after they are identified.

It is also the Company's policy to engage actively with any significant consultations by the tax authority or tax policy-makers, directly and materially relevant to the business of the company.