SOLAI HOLDINGS LTD - UK GROUP TAX STRATEGY (2025)

1. Introduction

This Tax Strategy Statement is published by Solai Holdings Ltd (the "Company") on behalf of itself and its UK subsidiaries (the "Group") pursuant to Paragraph 16(2), Schedule 19, Finance Act 2016, for the financial year ending 31 December 2025. The Group conducts its tax affairs with integrity, transparency, and full compliance with applicable tax laws, recognising that paying the correct amount of tax is a fundamental contribution to society. Its approach is to meet all filing and payment obligations on time while managing tax affairs efficiently and in the long-term interests of the business.

2. Tax Governance and Risk Management

2.1 Governance Framework

The Board of Directors holds ultimate responsibility for the Group's tax strategy, approving it annually and receiving regular updates on significant matters. Day-to-day responsibility is delegated to: the Senior Accounting Officer (SAO), who ensures appropriate tax accounting arrangements and controls are in place and certifies annually to HMRC under Part 2, Schedule 46, Finance Act 2009; the Group Finance Director, who oversees compliance, manages external advisors, and integrates tax into business decision-making.

2.2 Professional Tax Advice

The Group engages specialist external advisors to provide technical guidance on complex matters; independently review filings and computations; prepare transfer pricing and CbCR documentation; advise on major transactions; and assist with HMRC engagement, including clearance applications and enquiry responses.

2.3 Tax Risk Management Framework

The Group's framework ensures all obligations are identified, assessed, and met promptly:

- **Identification:** review of business activities and legislative developments;
- **Assessment:** risks evaluated on likelihood and impact, with material matters escalated to the Board;
- **Internal Controls:** documented policies with segregation of duties, authorisation workflows, and quality checks;
- **Monitoring:** regular compliance reviews plus an annual SAO assessment reported to Board and HMRC; and
- **External Audit:** independent review of tax balances, provisions, disclosures, and control effectiveness.

3. Approach to tax planning

3.1 Tax Planning Principles

Tax planning is guided by four principles:

- **Purpose:** planning supports only genuine commercial activities;
- **Legislative Intent:** legislation is applied in accordance with its precise wording and Parliamentary intent;

- **Substance**: tax outcomes reflect the economic reality of transactions and where value creation genuinely occurs; and
- **Transparency:** clear, accurate, and complete disclosures are maintained in all returns, financial statements, and HMRC communications.

3.2 Reliefs, Incentives, and Interpretation of Tax Law

Available reliefs are claimed only where statutory conditions are fully met and supported by contemporaneous documentation. Where legislation is unclear, a balanced position is adopted and, for material matters, external advice or advance HMRC clearance is obtained before a position is taken. Aggressive or speculative interpretations are not pursued.

3.3 Anti-Avoidance and International Tax Standards

The Group complies fully with all applicable anti-avoidance legislation and international standards:

- No arrangements are undertaken that would be subject to counteraction.
- Profits are taxed where economic activities occur and value is created).
- OECD Pillar Two (ongoing monitoring of Global Minimum Tax, no Group entities are in jurisdictions below 15%);
- Transfer Pricing per OECD Guidelines and TIOPA 2010 with master file and local file documentation;
- no Group entities in low-tax or no-tax jurisdictions; and
- robust processes for VAT, PAYE, National Insurance, and benefits compliance.

4. Level of Tax Risks

The Group maintains a low tax risk appetite. Full compliance with all applicable laws and reporting requirements is the primary objective. The Group targets a low risk and seeks to be regarded as a cooperative and transparent taxpayer. Where material uncertainty exists, certainty is obtained through HMRC clearances, rulings, or professional advice.

5. Relationship with HMRC

The Group is committed to an open, transparent, and collaborative relationship with HMRC, founded on mutual respect and trust. This means providing clear, accurate, and complete information about business activities and tax positions; responding promptly to HMRC enquiries; submitting all returns and payments by statutory deadlines; making fair and balanced disclosures in all communications; and engaging proactively to resolve queries.

6. International Tax

6.1 Transfer Pricing

During the year ended 31 December 2025, the Group commissioned a transfer pricing review by specialist external advisers. This work refreshed the functional and risk analysis across all Group entities, reviewed benchmarking for intercompany pricing, assessed alignment of pricing outcomes with value-creating activities, and updated the Master File and Local File documentation building on the Group’s existing transfer pricing framework and prior documentation.

6.2 Country-by-Country Reporting (CbCR)

The Group fully complies with Country-by-Country Reporting requirements. This includes filing an annual CbC report with a jurisdiction-by-jurisdiction breakdown of revenues, profits, taxes paid, headcount and tangible assets, maintaining the required master file and local file documentation, and submitting all filings within the statutory deadlines.

7. Review and Updates

This strategy is reviewed annually and approved by the Board. It is updated to reflect changes in the Group's business, applicable legislation, or OECD standards and published on the Group's website pursuant to Schedule 19, Finance Act 2016.