

UK Tax Strategy

1) Introduction

This document sets out the tax strategy of Open Up Group Inc. UK London Branch (“Open Up Group Inc.”) and its UK subsidiaries, whether directly or indirectly held, that have been incorporated in the UK, in accordance with its obligations under schedule 19 Finance Act 2016. This document is approved by the Board of Directors of gap personnel Holdings Limited and it is effective for the year ending 31st March 2020. This document applies equally to all UK entities of Open Up Inc. as listed below:

- Open Up Group. UK London Branch
- gap personnel Group Ltd
- gap personnel Holdings Limited
- gap technical Limited
- gap personnel Europe Ltd
- Kerr Recruitment Limited
- Atkinson Page Limited
- Quattro Group Holdings Limited
- Quattro Recruitment Limited
- Quattro Healthcare Limited

2) Risk Management Approach

Open Up Group Inc. and its UK subsidiaries are committed to adhering to all applicable tax laws and regulations, in each of the jurisdictions in which they operate. We maintain a robust internal control framework which is reviewed and approved annually by the Board of Directors and Senior Accounting Officer (SAO) to ensure that any risks are identified and managed. In the context of taxation, the objective of our risk management framework is to reduce tax risk to a materially acceptable level, ultimately ensuring that we meet all filing and payment obligations

3) Our attitude to tax planning

Open Up Group Inc. and its UK subsidiaries will not engage in tax planning other than that which is permitted by law and which supports genuine commercial aims. Where commercial activities and transactions may be structured in ways which have different outcomes for tax purposes, we may structure those actions in a way which legitimately provides the most advantageous outcome. In the event that there is any doubt as to whether the structure of the commercial actions and the tax results might be contrary to the intentions of law or perceived to conflict with the spirit of the law then we will evaluate the actions through its internal tax governance arrangements and, where appropriate, discuss the matter with HMRC.

4) Our attitude to tax risk

Open Up Group Inc. and its UK subsidiaries aim to minimise tax risk to a materially acceptable level by complying with all relevant legislations and dedicating adequate resources to the provision of tax advice internally and where required through the use of advisers. All transactions are assessed by the Board of Directors and SAO and where there is uncertainty about the tax position written external advice is obtained. Management believes that through a combination of our internal control framework and external advisers Open Up Group Inc. and its UK subsidiaries keep tax risk at a materially low level.

5) Relationship with HMRC

Our approach to dealing with HMRC is to maintain an open, professional and transparent relationship in relation to tax planning, compliance, strategy, risks and significant transactions. We commit to make full and accurate disclosures in tax returns and in correspondence with HMRC. Open Up Group Inc. and its UK subsidiaries shall co-operate with HMRC at all times and deal with issues in a timely and

collaborative manner. We shall comply with its legal obligations and interpret legislation in a reasonable way that is aligned with the intentions of law. Where genuine differences of opinion occur on the application of tax law, we will first seek to resolve these with HMRC through open dialogue and with reference to the relevant legislation and case law.