

AGROBERRIES LIMITED GROUP TAX STRATEGY AND GOVERNANCE 2025

This Tax Strategy applies to the financial year ending 31 December 2025 and is prepared in accordance with the requirements of Schedule 19, paragraph 16(2) of the Finance Act 2016 (UK). The Board of Directors of Agroberries Limited reviews and approves this strategy annually, ensuring that it remains appropriate to the Group's structure, operations, and regulatory environment.

1. Overview and Structure

Agroberries Limited is the parent company of an international group engaged in the production, marketing, and distribution of fresh fruit, with operations across the United Kingdom, Europe, the Americas, and Asia.

This tax strategy outlines the principles that govern the management of the Group's tax affairs across all subsidiaries and affiliates under Agroberries Limited, including BerryWorld Group Limited and other operating entities.

Oversight and monitoring of this strategy are undertaken by:

1. Group Chief Financial Officer (CFO), Responsible for establishing Group-wide tax governance, ensuring adequate resources, and overseeing significant tax risks and positions.
2. Corporate Accounting Manager & Corporate Head of Tax, Leads the Group's and coordinator of the tax function, ensuring compliance, managing tax risks, and providing expert guidance on tax matters across all jurisdictions.
3. The Senior Accounting Officers of each subsidiary, Ensure accurate tax accounting, maintain effective internal controls, and verify compliance with local tax filing requirements.
4. The Board members, and Provide strategic oversight of tax risk, approve the Tax Strategy, and monitor adherence to governance standards.
5. External tax advisors, who provide technical support and independent reviews. Deliver specialised technical guidance, perform independent reviews, and support the Group in interpreting complex tax matters.

2. Approach to Tax and Tax Risk

Agroberries Limited adopts a responsible, transparent, and prudent approach to all tax matters. We are committed to full compliance with all statutory tax obligations in every jurisdiction in which we operate, ensuring that taxation outcomes reflect the commercial and economic substance of our business activities & avoiding any form of aggressive or artificial tax planning.

Tax risks are continually assessed and managed through:

1. Regular reporting from finance teams across the Group,
2. Periodic reviews of significant tax exposures by the Board, and
3. Ongoing dialogue with professional advisors and tax authorities.

The Group risk appetite for tax matters is low. We seek to minimize tax uncertainty and exposure through careful governance, compliance, and proactive risk management.

3. Tax Planning

We recognize that taxation is inherently complex and subject to interpretation. Our approach to tax planning is guided by the following principles:

1. We do not establish structures or locate operations solely for tax purposes, nor do we operate in jurisdictions perceived as tax havens without a valid commercial rationale.
2. All transactions are driven by sound business purposes and economic substances, not by artificial tax advantages.
3. Where material tax positions are taken, these are supported by external professional advice.
4. The Group ensures that all tax arrangements are consistent with the letter and spirit of applicable laws. Additionally, the Group reviews all intercompany transactions to ensure alignment with transfer pricing requirements and evaluates the applicability of withholding taxes as part of its strategic tax risk management.

4. Compliance and Relationship with HMRC

Agroberries Limited and its subsidiaries maintain an open, honest, and collaborative relationship with HMRC and with other tax authorities worldwide.

Our compliance principles include:

Making full and accurate disclosures in all tax filings, in accordance with accounting and tax standards.

1. Proactively disclosing any material errors or omissions identified and implementing corrective procedures to prevent recurrence.

2. Ensuring that all tax interpretations and applications are defensible on their own merits and aligned with current legislation.
3. Engaging with HMRC in a constructive and respectful manner, seeking to resolve any differences through dialogue and mutual understanding. In addition, the Corporate Tax Team continuously monitors tax compliance across the Group, ensuring that all filings are submitted accurately, on time, and in full accordance with local regulatory requirements.

We aim to foster a cooperative relationship with HMRC through timely communication and transparency in all tax matters. If differences of opinion were to arise, we would seek to resolve these in an atmosphere of mutual respect.

5. Transparency and Corporate Responsibility

We support the principle of increased tax transparency. We believe that increased transparency makes clearer to our various stakeholders the significant contribution that we make to society through the various taxes that we pay. These taxes extend far beyond corporation tax.

Our approach to tax transparency starts by making all necessary tax disclosures to tax authorities around the world. It extends further to open and proactive dialogue above what is required with such authorities and to our disclosures in our financial statements.

Our commitment to transparency includes:

1. Making accurate and complete disclosures to tax authorities worldwide,
2. Providing clear and informative tax disclosures in our financial statements, and
3. Engaging in open dialogue with stakeholders regarding our tax contribution and policies.

6. Governance and Oversight

The Board of Directors of Agroberries Limited holds ultimate responsibility for this Tax Strategy. Implementation and oversight are ensured through:

1. Regular compliance assessments in each jurisdiction, and
2. Independent audits and reviews where appropriate.

This strategy will be reviewed annually, or sooner, if there are significant changes in the Group's structure, new business, operations, or regulatory environment.

Approval

This statement was approved by the Board of directors on November 2025 and applies to all companies in the Agroberries Limited Group.

Approved by the Board of Directors of Agroberries Limited

Date: November 2025