



## **GP Strategies Corporation GP UK sub-group Tax Strategy**

### **Introduction**

This document sets out the tax strategy of the GP UK sub-group of GP Strategies Corporation (“GPSC”), a company incorporated outside the United Kingdom, and its approach to conducting its tax affairs and dealing with tax risks.

The GP UK sub-group is committed to conduct its tax affairs consistent with the following objectives, to:

- Comply with all applicable laws and regulations relating to its tax activities.
- Maintaining an open and honest relationship with the tax authorities based on collaboration and integrity.
- Applying diligence and care in our management of the processes and procedures by which all tax related activities are undertaken, and ensuring that our tax governance is appropriate.
- Use incentives and reliefs to minimise the tax costs of conducting its business activities in accordance the intended manner of the legislation.

This document will be periodically reviewed and any amendments approved by GPSC Vice President of Tax.

### **Management of Tax Risks and Governance Arrangements**

We strive to manage risk by complying with all applicable tax laws, rules, and regulations, and further by managing all tax affairs of the GP UK sub-group within prescribed policies of GPSC, using established processes and performing internal control procedures to ensure compliance with these policies and processes. Further, as subsidiaries of GPSC, a US public company traded on the NYSE, management of GPSC assesses the effectiveness of its internal controls over financial reporting annually. Where there is uncertainty or ambiguity in GP UK sub-group’s tax compliance requirements, or how the relevant tax law might apply, external professional advice is sought to ensure compliance.

When reviewing the tax risks associated with a specific action or decision, we ensure that the following are considered:

- The legal and fiduciary duties of directors and employees.
- The requirements of any related internal policies or procedures.
- The tax benefits and impact on the GP UK sub-group reported results compared to the potential financial costs involved, including the risk of penalties and interest.
- The maintenance of GP UK sub-group’s corporate reputation, having particular regard to the way we interact with the communities around us.

UK tax is the ultimate responsibility of the CEO, CFO and the VP Tax of GPSC, with day-to-day tax matters delegated to the UK tax team who hold a combination of UK tax and accounting qualifications.

### **Attitude to Tax Planning**

Our goal in tax planning is to support the commercial needs of the business by ensuring that GP UK sub-group’s affairs are carried out in the most tax efficient manner whilst remaining compliant with all relevant laws. In cases where there is ambiguity as to the application of the tax law, or alternative approaches may be available, we will apply best judgment or will seek external professional advice to determine an appropriate course of action.



## **Approach to dealings with HMRC**

The GP UK sub-group is committed to the principles of openness and transparency in its approach to dealing with HMRC, and in particular commits to:

- Make fair, accurate and timely disclosure in correspondence and returns, and respond to queries and information requests in a timely fashion.
- Be open and transparent about decision-making, governance and tax planning.
- Reasonably believe that transactions are structured to give a tax result which is not inconsistent with the economic consequences (unless specific legislation anticipates that result), nor contrary to the intentions of Parliament.
- Interpret the relevant laws in a reasonable way, and ensure transactions are structured consistently.
- Ensure all interactions with HMRC are conducted in an open, collaborative and professional manner.
- Seek to resolve issues with HMRC in a timely manner, and where disagreements arise work with HMRC to resolve issues by agreement where possible.