

A woman with voluminous, curly brown hair is shown in profile, looking down at a laptop screen. She is wearing a grey blazer over a dark top. The background is a bright, out-of-focus window. A purple rectangular box is overlaid on the left side of the image, containing white text.

OUR APPROACH TO TAX: UK
June 2018

This statement applies to Computershare Limited¹ and all UK entities and branches in its group for the financial year ended 30 June 2018

1) About the business

Computershare (ASX: CPU) is a global market leader in transfer agency and share registration, employee equity plans, proxy solicitation and stakeholder communications. The Company also specialises in corporate trust, mortgage, bankruptcy, class action and utility administration and a range of other diversified financial and governance services.

Founded in 1978, Computershare is renowned for its expertise in high integrity data management, high volume transaction processing and reconciliations, payments and stakeholder engagement. Many of the world's leading organisations use us to streamline and maximise the value of relationships with their investors, employees, creditors and customers. In the last 35 years, Computershare has listed on the Australian Securities Exchange, expanded into 21 countries, diversified into new sectors and now employ over 16,000 people worldwide.

In the UK, Computershare engages in a number of business activities, including those that involve accepting a fiduciary responsibility to clients and third parties.

2) Commitment to compliance

Computershare is committed to meeting its tax obligations in all territories, including the UK, in relation to its business operations.

In the UK, the primary objectives are to ensure compliance with UK legislation and to ensure that Computershare has sufficient controls and processes in place to accurately report and pay its tax liabilities. This involves working with advisors where necessary and disclosing relevant facts and circumstances to the tax authorities as appropriate, particularly where there are areas of uncertainty or complexity.

3) Arranging our tax affairs

Tax is one of a broad range of commercial factors taken into account when Computershare assesses and undertakes any investment activity.

The tax risk attaching to any transaction / investment notified to the tax function is always considered carefully by Computershare and is factored into every material commercial decision. All tax planning is required to align to commercial substance.

In structuring Computershare's commercial activities, consideration is given to, among other factors, the tax laws of the countries in which operations are undertaken, with a view to ensuring compliance for both Computershare and its clients.

4) Tax risk management

Given the nature of Computershare's business and complexity of tax law, from time to time the group is exposed to tax risk.

Computershare has a tax governance framework which has been approved by the Board of Directors of the Group's parent company, Computershare Limited. Tax risk is also managed pursuant to documented policies, which where relevant, have been adopted by the Board of Directors of UK entities. The Group accept a low level of tax risk.

Roles and Responsibilities

¹ Computershare Limited in this context is the listed Australian parent of the group and not the UK company of the same name that holds some but not all of the UK group

Tax falls under the oversight of the Global Risk and Audit Committee who provide assistance to the Computershare Limited Board in fulfilling its responsibilities with regards to corporate governance worldwide and will consider and advise upon tax issues and tax risk management issues brought before the Board.

Below Board level, responsibility for tax risk management is cascaded through the Finance function from the Group to Regional teams. The EMEA Tax Team is based in the UK and has responsibility for all UK tax affairs.

Tax Risk Approach

Controls and processes are implemented to ensure that all known tax liabilities due under UK law will be correctly recorded, accounted for and paid. Strong emphasis is placed on robust Tax Corporate Governance and meeting the objectives set out in the Group and Regional Tax Policy documents.

The EMEA Tax Director (with assistance from EMEA Tax Team personnel) is responsible for the identification and management of tax risk attaching to general corporate activities and business transactions notified to the EMEA Regional Tax Team. Assessment is made of the consequence, likelihood and control adequacy on all significant UK risks which are tracked, monitored and notified as appropriate to the Regional CFO, the Group Head of Tax and CFO, and ultimately, to the Risk and Audit Committee and the Board of Computershare.

5) Engaging with HMRC

Computershare has a strong history of compliance and seeks to engage with HMRC with honesty, integrity, respect and fairness.

The EMEA Tax Team seeks to foster a strong relationship with HMRC in order to properly manage UK tax risk and ensure compliance.

Due to the nature of Computershare's business and the scale of the Group's subsidiary structure around the globe, Computershare's business operations can be complex. Computershare has on occasions sought tax clearances on various matters from HMRC and have had dealings with some of their technical experts where appropriate.

As an Australian headquartered company, Computershare has created and maintained significant intellectual property in Australia which has been successfully deployed in the UK over time. The Company's engagement with tax authorities includes seeking to ensure that Australia receives a commercial return for the use of the intellectual property by the applicable UK businesses. These returns are taxable in Australia. Part of this exercise has been to enter into a Bilateral Advance Pricing Arrangement with HMRC.

Whilst Computershare will not take positions on tax matters that may create reputational risk or jeopardise our relationship with tax authorities, where Computershare disagrees with a ruling or decision of a tax authority, the Company will seek to resolve any disputed matters through active discussion however, Computershare is prepared to litigate where necessary or appropriate.

6) Board ownership and oversight

The Computershare Limited Board acknowledges Computershare's duties as a corporate citizen and commits to paying the correct amount payable under local tax law. It therefore takes the lead in establishing a strong risk management culture and is ultimately responsible for the Group's tax affairs.

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Tax risk and its impact on shareholders and clients must be managed by the Board in meeting its fiduciary duties, in line with any other commercial risk. These arrangements ensure that all significant tax related decisions are subject to review and approval by appropriate qualified and experienced staff and that all tax obligations, including UK tax obligations are met.

Computershare regards this publication as complying with the duty under Sch 19 FA2016.

UK entities to which this statement applies:

Baseline Capital Limited
Computershare Company Nominees Limited
DPS Trustees Limited
Computershare Governance Services (UK) Limited
Computershare Investments (UK) (No.2) Limited
Computershare Investments (UK) (No.3) Limited
Computershare Investments (UK) (No.7) Limited
Computershare Investments (UK) (No.8) Limited
Computershare Investments (UK) (No.9) Limited
Computershare Investments (UK) Limited
Computershare Investor Services PLC
Computershare Limited
Computershare Mortgage Services Limited
Computershare PEP Nominees Limited
Computershare Regional Services Limited
Computershare Services Limited
Computershare Services Nominees Limited
Computershare Technology Services (UK) Limited
Computershare Trustees Limited
Computershare Voucher Services Limited
Credit Advisory Services Limited
EES Capital Trustees Limited
EES Corporate Trustees Limited
Computershare Global Technology Services Limited
EES Trustees Limited
Homeloan Management Limited
KB Analytics Limited
Mortgage Systems Limited
Topaz Finance Limited
Computershare Limited - UK Branch