Vestas

The Vestas Group's Tax policy

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Contents

1 Purpose

The purpose of the Vestas Group Tax Policy is to define global management of taxes including governance, structuring and risk management.

2 Scope

The policy applies to all decisions that directly or indirectly affect reporting and/or payment of taxes notwithstanding the nature of the tax as long as it fall or could fall under the liability of any Vestas Group Company.

3 Roles & responsibilities

Group Tax is responsible for:

- Maintaining a global tax framework to accommodate the Vestas Business Model
- Global transfer pricing Policy
- Validation of new legal structures, financing and business flows
- Tax advisory towards the rest of the Group
- Maintaining a global control-framework
- Consolidating the Group tax position
- Managing tax risk reporting and mitigation plan
- Managing communication with tax authorities on complex and cross-border matters

Regional Finance Leads are responsible for:

- Securing local tax compliance and filing
- Navigating the Global Tax framework
- Managing tax risks relating to project execution
- Monitoring, controlling and reporting taxes to Group
- Managing day to day communication with local tax authorities on routine matters

Shared Service Center is responsible for:

- Selected rule-based accounting & controlling activities that support local compliance processes

4 Tax Policy

4.1 Vestas' approach to tax

Vestas considers a sustainable, socially responsible and compliant tax practice to be a corner stone in contributing positively to the communities Vestas is part of and create a sustainable planet for future generations. By taking a responsible and transparent approach to tax, Vestas' tax practice helps sustain the Group's license to operate globally and locally, and therefore also believes that local operations must be proportionally matched by local tax contributions.

Vestas strives for high tax compliance standards across the Group, and recognises that tax policy is part of securing the long-term competitiveness of a multinational Group. Therefore, in order to support shareholder interests, Vestas aims at meeting industry standards in the countries Vestas operates, and don't establish subsidiaries or branches in any jurisdictions unless supported by business operations and a physical footprint.

In support of Vestas' approach to tax, Vestas' Code of Conduct help ensure integrity and compliance in Vestas' corporate decisions, while Vestas' Values of Accountability, Collaboration, Simplicity and Passion provide further guidance. In addition, responsible tax planning and tax practices contribute to the UN Sustainable Development Goals and are part of Vestas' sustainability strategy "Sustainability in everything we do".

In this policy, Vestas outlines the principles that guide Vestas' decision making and practice on tax as a multinational entity, including how Vestas ensures its contribute positively to the societies it is part of, and how Vestas navigates the grey areas resulting from multiple jurisdictions' tax legislation with developing tax regimes as well as international organisations such as OECD which can lead to interpretative challenges in situations when the letter of the law is not consistent with the intention of the law.

4.2 Tax Governance

The Vestas' tax practice is governed by a global organisation where the roles have been defined to secure an efficient structure where:

- Overall tax policy and strategy are centralised in the headquarters together with global controlling functions & subject matter experts providing support to local management, and
- local tax compliance and tax filing is the responsibility of local management seeking guidance from the global policy and available guidelines.

In order to execute in accordance with the policy, Vestas retains the necessary level of trained tax professionals to adequately ensure understanding of the Vestas business model, comply with tax filing requirements in a sufficient and timely manner and to develop and maintain the information necessary to explain how Vestas business decisions have affected individual tax filings.

The tax policy must set internal standards across all business areas for responsible tax practice when navigating the grey areas in the legislation where the letter of the law is not consistent with the intention of the law.

The tax policy is subject to an annual review and approval by the Board of Directors of Vestas Wind Systems A/S. This review process is anchored in the Audit Committee. Besides this review process executed at the top governance level of Vestas, its financial control processes are designed to monitor that Vestas' operation and activities are in line with the tax policy. Vestas is committed to high ethical standards, and through Vestas' whistleblower system "EthicsLine" inappropriate behaviour or incidents can be brought forward and handled in a fair and timely manner – this also includes tax related issues.

4.3 Tax planning

As part of the Global tax policy Vestas has defined guiding principles for a number of issues where difficult decisions must be made on recurrent basis:

- In accordance with the corporate values of Vestas – Accountability and Simplicity – Vestas finds aggressive tax planning to be contrary to sustainable development and potentially also damaging to the long-term development and success of its industry. Rooted in the values Vestas takes a responsible and prudent approach to tax planning by focusing on the substance of its business and by not pursuing artificial structures.
- Structuring: Vestas rely on sound legal structures that are based on the individual business cases and does not apply legal structures that are constructed to avoid or artificially defer corporate tax payments or unduly shift the tax jurisdiction governing transactions.
- Tax Heavens: When establishing subsidiaries and branches, Vestas will solely consider this based on the business opportunities at hand. Vestas does not engage in establishing subsidiaries or branches in any jurisdictions where this is not supported by a business decision and a physical footprint. This footprint is typically connected to Vestas' production or projects, while Vestas also has offices in some international business hubs such as Singapore and Dubai where Vestas has a regional hub and a sales office respectively. This is not the result of tax planning, but a decision to be close to its business partners and a qualified workforce.
- Tax rulings and APAs: Vestas generally accept unilateral- & bilateral agreements, Advance Pricing Agreements (APA) and Mutual Agreement Procedures (MAP) as a means to secure tax compliance. Based on this, Vestas actively pursue a strategy to confirm the judgement underlying the adopted principles in jurisdictions where complexity is high. Where possible, Vestas seek to adopt bilateral measures to support transparency
- Tax incentives: Vestas operates in a number of jurisdictions where the government has introduced and promote incentives to encourage specific investments & activities. Such incentives commonly reduce

tax rates or postpone tax payments through advanced depreciations. Vestas seeks to benefit from such tax incentives where these are commonly available across the industry.
- Stakeholder tax planning: Vestas generally expect vendors, partners and customers to share Vestas values in respect to tax planning. To the extent possible Vestas monitors the behaviour of partners from project to project. Based on this screening Group Tax, together with management, continuously evaluate if stakeholders act within Vestas values of integrity and accountability and take appropriate actions.

4.4 Transfer Pricing
Vestas subscribes to the OECD Transfer Pricing framework applying the arm's length principle and as part of the tax policy allocate taxable income where the true and fair value is considered to be created based on general recognised transfer pricing principles.

4.5 Tax Disputes
From time to time Vestas is faced with individual tax authorities that disagree to the judgement performed internally by Vestas. This is a consequence of running a global and complex operation, despite a conservative and responsible approach by Vestas to tax governance and tax planning.

Such situations most commonly arise out of transfer pricing where judgements often give rise to a different opinion. In these cases, Vestas seeks to be as transparent as possible in demonstrating the basis for the judgement. Where a common understanding cannot be reached, Vestas will consider escalating to administrative- and judicial courts as well as application of mutual agreement procedures, when available, to eliminate the risk of double taxation.

4.6 Tax Risk Management
Vestas recognises that the complexity of a global tax policy require a clear strategy on managing risk. This is supported by the Vestas tax risk management principles that are based on a two-tier system:

- A bottom-up reporting of identified tax risks from local management that is assessed and consolidated centrally, and
- a centralised evaluation of the systemic risks related to operating based on a global business model.

The risks are consolidated on a quarterly basis and prioritised based on likelihood and impact. Actions are planned on how to most efficiently mitigate and prevent identified tax risks.

The Vestas Material Risk Policy forms a central element of the tax and VAT governance in relation to project activities and corporates structure by securing that decisions with material impact on the tax risk profile will be decided by management based on recommendations from the corporate structure committee and Group Tax.

Controlling is performed on an annual compliance list where local management confirms that they have fulfilled the statutory filing requirements in the jurisdictions where they operate.

Tax risks are reported in Vestas' tax risk management reporting and reported to management on a quarterly basis together with assurance sufficient contingencies are in place.

4.7 Effective Tax Rate & Payments
Based on the tax policy in place Vestas expect a stable tax rate marginal around the statutory tax rate of the jurisdictions where Vestas has operations and translating into tax payments on par with the reported tax rate.

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