

Tax Governance Statement – Published 4th December 2025

UK tax strategy - Introduction

ista Energy Solutions Ltd ('ista') is one of the world's leading global companies providing energy services for greater energy efficiency in buildings – especially in apartment buildings and commercial properties.

Making individual energy and water consumption transparent is key to the business, particularly in a time where we are seeing the introduction of new heat network regulations, and the UK's target of net zero by 2050.

ista has over 5,800 employees in 24 countries and reads some 60 million meters in more than 13 million homes, mainly in Europe.

Systematically working on new services and sustainable solutions to save resources in the real estate industry and adding additionally sustainable value to buildings, for their residents and owners, differentiates ista from its competitors. To achieve this sustainability, ista manages data and processes that make buildings climate friendly, safe and comfortable.

ista is publishing this tax governance statement regarding its approach to tax risk management, tax governance, tax compliance and attitude towards tax planning in the United Kingdom ('UK'), as well as their relationship with the relevant tax authorities in the jurisdictions it operates in. ista is committed to complying with tax law and practice in all countries in which we operate, including the UK. ista regards this publication of the information set out below as complying with its duty under the UK's Finance Act 2016, Schedule 19, Para 19 (duty to publish a tax strategy) in the current financial year.

References to 'UK Taxation' are to the taxes and duties set out in paragraph 15(1) of the Schedule which includes Income Tax, Corporation Tax, PAYE, NIC, VAT, Insurance Premium Tax, Diverted Profits Tax, Annual Tax on Enveloped Dwellings, Stamp Duty Land Tax, Stamp Duty Reserve Tax, Customs Duties and Excise Duties. References to 'tax', 'taxes' or 'taxation' are to UK taxation and to all corresponding worldwide taxes and similar duties in respect of which the ista Group has legal responsibilities.

ista is the only UK resident company of the ista Group.

Our commitment to tax transparency and ethical behavior

ista is committed to the Organization for Economic Co-operation and Development's (OECD) initiatives on tax transparency, including the principles of recognising income and paying taxes in the countries where activities are undertaken.

ista complies with all tax laws and regulations, reporting and disclosure requirements in a timely fashion, and we maintain candid and transparent relationships with all engaged tax authorities.

Our commitment to tax risk management and governance

ista acts with due diligence and care in managing all tax-related activities and maintains appropriate tax governance procedures, managed by a series of internal and external checks. We strive to pay the correct amount of tax at the right time, under all relevant laws and regulations.

In order to ensure we keep tax risk low, we aim to:

- Submit UK tax returns (both indirect and direct) on a timely basis
- Pay any tax by their due dates
- Disclose relevant details should there be uncertainty regarding the tax treatment of a transaction, with sufficient details to enable HMRC to consider the matter
- Monitor the size of the UK business to ensure should we meet the requirements, a SAO is appointed
- Take general advice from our advisors on aspects such as corporate criminal offences

ista adheres to the OECD's guidelines on transfer pricing and subsequently ista's transfer pricing policy is applied consistently in all jurisdictions in which the Group operates, applying the arm's length standard.

ista is aware of the introduction of guidance on a standardised approach for transfer pricing documentation, including a master and local transfer pricing document. This will apply to ista from the accounting period ended 31 December 2025 and we will be taking external advice to ensure full compliance.

ista takes a prudent approach in considering the tax outcomes of its various commercial transactions, including respecting the spirit of any laws or regulations and recognising that tax laws are complicated and may be open to multiple interpretations.

ista takes advice from independent external tax, legal and accounting firms to ensure that our risk management decisions are based upon the latest and most relevant interpretations of laws and regulations.

ista also has robust systems and controls in place to ensure it manages tax risk appropriately, with tax integrated into the company's risk control framework.

The Head of Corporate Tax, who reports directly to the Chief Financial Officer, has responsibility for ista's management of tax affairs. The Head of Corporate Tax interacts regularly with the relevant representatives of ista and other stakeholders, and through collaboration, strives to ensure that informed tax decisions are made, and any tax risk is appropriately managed and documented.

All tax trained staff who work on ista's tax affairs will receive updated tax training throughout the year to ensure management of tax risk. We have our own digital learning platform; 'ista learn' and we will also seek appropriate advice from our advisors, who have a dedicated tax team, independent to audit and accounts, to ensure all risk is known and managed.

Our attitude to tax planning

The tax affairs of the Group should be arranged and managed to support its business or commercial activities and will have regard to the potential impact on our reputation. ista does not participate in aggressive tax planning for the purposes of tax avoidance and is committed to paying the right amount of tax in the correct jurisdiction. The group would always seek pre-transactional clearance from HMRC where necessary and appropriate.

The ista Group seeks to reduce the level of tax risk arising from its operations as far as is reasonably practicable by ensuring that reasonable care is applied in relation to all processes which could materially affect its compliance with its UK and global tax obligations.

However, where there is the possibility of tax risks, the ista Group assesses these and analyses different tax outcomes that may arise from its commercial operations and its structure. Where there is uncertainty as to the application or interpretation of tax legislation, ista obtains the necessary legal advice to support its assessment of the tax risks and outcomes.

ista, and the Group will seek to utilise tax reliefs and allowances in the UK but only where appropriate to do so and in line with policy intention behind the relevant legislation. Where policy intention is in doubt, we would seek external support as above. Istia and the Group does not seek to take advantage of legislation to avoid taxing activity in the relevant jurisdiction through the imposition of artificial structures or transactions. Tax avoidance is never the reason behind planning.

ista, and the Group, work to ensure full compliance within all jurisdictions in which it operates. Within ista, and the Group, there are clearly defined lines of responsibility to ensure any decisions are made at the appropriate level and in line with the purpose of the tax legislation in each jurisdiction.

The Code of Business Conduct applies to everyone working for, or with, ista. It is the responsibility for everyone to follow this code and therefore this is considered before any planning or entering into any transactions which carry tax implications.

We have a business partner code of conduct which ensures correct conduct flows up into our supply chain.

Our level of acceptable tax risks

ista's conservative appetite to risk causes us to aim to minimise the level of risk in relation to UK taxation. The Group is not prepared to accept a level of risk that will expose it to not only immediate financial risks such as tax litigation and penalties but also reputational harm and is mindful of its corporate social responsibility to pay tax which reflects where economic activity is undertaken in line with OECD guidance.

To ensure that tax risk is managed appropriately, strong internal policies and processes, including our Code of Business Conduct, are in place. Everyone working for, or with, ista shares a responsibility to follow our Code and to work with integrity.

ista regularly seeks professional advice from independent reputable external advisors to assist with the assessment of tax risk regarding particular transactions or issues and mitigate the risks.

As above the Head of Corporate Tax has responsibility for ista's tax affairs and the UK Group, whilst part of an extensive wider international group, understands its role in ensuring the right level of tax is paid in the UK. The stakeholders are not considered to have undue influence but naturally will be consulted where appropriate on key decisions.

The Group recognises the BEPS Action Plan (a countermeasure against Base Erosion and Profit Shifting), established by the OECD, as an important international tax framework for preventing international tax avoidance and excessive tax planning, and for ensuring tax transparency through tax information disclosure.

With the implementation of Pillar 2 legislation in the UK as of 01 January 2024, we will be working with our internal tax teams and external advisors to ensure we remain compliant and are aware of new reporting requirements.

Our commitment to an open relationship with HM Revenue & Customs (“HMRC”)

ista is committed to a collaborative relationship with HMRC. Whilst we do not have a specific contact at HMRC, we strive to act in an open and honest way, by complying with all disclosure obligations required by HMRC.

We refer to and follow HMRC’s guidance, and act in a candid and transparent manner in all interactions with HMRC. This applies to all current, future and past tax risks across all relevant taxes and duties.

ista responds within the designated timeframe to all correspondence received from HMRC, and where appropriate, engages in discussions around any points of uncertainty arising from the interpretation or application of tax legislation. If a dispute on a tax matter were to arise in the UK group, we will aim to promptly resolve this and come to an agreement with HMRC.

ista is committed to timely submission of accurate tax computations and returns in compliance with all tax laws and regulations in the UK.

The above Strategy was reviewed and approved by the Board.