6TH FLOOR
2 GRESHAM STREET
LONDON EC2V 7AD
T +44 (0) 20 7796 8400

UK Tax Strategy

Introduction

This document sets out Piper Sandler Ltd.'s (the "Company) strategy and approach to conducting its tax affairs in the UK. This statement has been approved by the Company's Board of Directors and is intended to satisfy its obligations set out in Finance Act 2016, Schedule 19, Paragraph 19, for the financial year ending December 31, 2023.

The Company supports Piper Sandler Companies, the ultimate US parent company, in the UK market through distribution of U.S. securities to UK institutional investors and merger and acquisition services. Piper Sandler Ltd. is a wholly owned subsidiary of Piper Sandler Companies ("Ultimate Parent Company").

Risk Management and Governance Arrangements

The Company has a low tax risk appetite, where tax risk is defined as the risk of non-compliance with tax requirements with all applicable taxing authorities that results in financial loss or reputational damage to the Company. The Company is committed to full compliance with its tax requirements in relation to all types of tax, whether it be corporate, VAT, payroll, or any other taxes, ensuring that it pays the right amount of tax at the right time and ensuring, where appropriate, the Company files timely and accurate tax returns.

The Company is managed by its Board of Directors. The Board is comprised of UK and U.S. members and they have ultimate responsibility for the Company's tax affairs. Chairman of the UK Board has overall Board responsibility for UK taxation matters. The Global Tax Director is responsible for the governance and day-to-day management of tax matters and reports to the Ultimate Parent Company CFO. The Global Tax Director may delegate day-to-day tax matters to individuals with specialized expertise within the UK and Ultimate Parent Company. Additionally, the Ultimate Parent Company has engaged external tax advisors to oversee the UK tax compliance process and be a tax resource.

Persons responsible for tax matters are equipped with the appropriate knowledge, skills, and capabilities to manage the Company's tax affairs, and where required, are assisted by external tax advisors. External tax advisors are used to provide technical insight and advice on tax matters, examples of which would include:

- Awareness and compliance with new tax laws or changes to existing laws and practices;
- When complex transactions are entered into; and
- When the potential tax impact of a transaction is material.

Attitude to Tax Planning

The Company does not engage in aggressive tax planning, and transactions are based on commercial drivers and rationale. The Company aims to ensure that its tax position is in line with, and in the spirit of, tax legislation and will take external advice to confirm this if necessary. Transfer pricing studies are reviewed annually to ensure intra-group transactions are computed at arm's length pricing and reflect business and commercial realities.

PIPER | SANDLER

Acceptable Level of Tax Risk

The Company has a conservative appetite for tax risk. The level of acceptable risk is assessed on new initiatives or transactions by taking into account the specific facts and circumstances, and it needs to be within the Company's conservative tax risk appetite and governance framework.

The Company will only take a tax position where the position is expected to be more-likely-than-not allowable under the applicable UK tax law. It will not be involved in illegal or abusive tax arrangements.

Relationship with HMRC

The Company aims to maintain a strong, professional relationship with HMRC. The Company is transparent in its dealings with HMRC and proactive in discussing any issues of concern, as appropriate.

Professional tax advisors are employed to act as the Company's agents and liaise with HMRC on its behalf, as necessary, to keep an open working relationship.