

Anti-Facilitation of Tax Evasion – Corporate Criminal Offence (“CCO”) Policy

Introduction

The CCO was introduced in the UK Criminal Finances Act 2017 and became effective as of 30 September 2017. A business is criminally liable if it fails to prevent those who act for it, or on its behalf (“**Associated Persons**”) such as employees, agents or service providers, from criminally facilitating tax evasion in the UK or overseas. beIN Media Group LLC and its subsidiaries (“**beIN**”) therefore have a legal responsibility to ensure that those acting for, and on its behalf, do not facilitate tax evasion. Any breach may result in unlimited fines and other sanctions for beIN, as well as significant reputational damage.

beIN is committed to preventing the facilitation of tax evasion by individuals or businesses within its operations. The following policy (the “**Policy**”) outlines the expectations regarding tax evasion and its facilitation of those who work for or on behalf of beIN.

What is the facilitation of tax evasion?

Tax evasion means deliberately and fraudulently underpaying or not paying tax and “criminal facilitation of tax evasion” refers to deliberate and dishonest action (or omission) to assist another person to evade tax in the UK or abroad.

Tax means all forms of taxation, whether owed in the UK or abroad, including corporation tax, income tax, withholding tax, value added tax, stamp duty and national insurance contributions.

Who must comply with this Policy?

This Policy applies to all persons working for beIN, or on its behalf, including employees, volunteers, interns, casual workers, agency staff, contractors, distributors and other third parties including agents, freight forwarders, advisors and service providers.

All members of staff and all who have, or seek to have, a business relationship with beIN must familiarise themselves with this Policy and are required to act at all times in a way which is consistent with the Policy.

Policy

The purpose of this Policy is to:

- set out beIN’s responsibilities, and the responsibilities of those working for or on behalf of beIN, in preventing the criminal facilitation of tax evasion; and
- provide information and guidance to those working for or on behalf of beIN on how to recognise and avoid tax evasion.

Business should be conducted at all times in a manner such that the opportunity for, and incidence of, tax evasion is prevented. beIN is committed to the following principles:

- to not sell goods or provide services where it is suspected that any aspect of the transaction may be being misused by a customer for the purposes of tax evasion;
- to not buy goods or services from any supplier where it is suspected that any aspect of the transaction may be improperly declared in order to evade tax;
- to terminate any agreement or trading relationship as soon as beIN learns that tax evasion is or may be taking place;

- any employee found to be in breach of the Policy will face disciplinary action; and
- no employee will suffer demotion or other adverse consequence for refusing to engage in the sale or purchase of goods or services or any other business where they suspect tax evasion to be taking place.

Employees, agents and all people acting for or on behalf of beIN must not:

- cause beIN to commit a tax evasion offence;
- facilitate a tax evasion offence by a third party;
- fail to promptly report any request or demand from any third party to facilitate the fraudulent evasion of tax by any person, in accordance with this Policy; or
- engage in any other activity that might lead to a breach of this Policy or the applicable CCO rules.

Any employee, agent or person acting for or on behalf of beIN who participates in any such activities will also be subject to strict disciplinary action, including termination of employment or the assignment in compliance with applicable laws.

Potential Risk Scenarios

The following is a non-exhaustive illustrative list of possible red flags that may raise concerns related to tax evasion:

- you become aware that a third party has made or intends to make a false statement relating to tax (e.g. failing to disclose income or gains to a relevant tax authority);
- you become aware that a third party has deliberately failed to register/account for VAT;
- a third party requests payment in cash and/or refuses to sign a formal agreement, or to provide an invoice or a receipt for a payment made;
- a third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- a third party service provider asks for the services rendered to be described on an invoice in a way that seems designed to obscure the nature of the services;
- there is a lack of a clear business purpose for the proposed activities or transactions of a third party;
- you observe documents which appear to be false or altered, refer to fictitious events or persons, are backdated, deliberately misleading or otherwise suspicious; or
- a third party subcontractor obtains results which are suspicious due to being substantially more favourable than seems reasonable, suggesting that bribes or undeclared payments may have been made.

Implementation and Review

This Policy will be published on beIN's website and reviewed annually by the Board of Directors.

Training and Communication

All beIN Directors are aware of the UK's CCO rules. A CCO video-based training module is distributed to all UK staff and those whose actions may come under the scope of the legislation.

Reference to this Policy is included in applicable agreements with suppliers, contractors and others who intend to have a business relationship with beIN, and these parties must read, agree and adhere to it (and by extension, agree to beIN's zero-tolerance approach to tax evasion).

beIN's Associated Persons are encouraged to raise concerns about any issue or suspicion of tax evasion as soon as possible. Any known or suspected events should be reported immediately to the local Finance Director copying the Group CFO and the Group Head of Tax.