Tax Strategy

This UK tax strategy document applies to all AMG UK based companies ('AMG UK Group') of the NYSE Euronext Amsterdam listed AMG Critical Materials N.V. ('AMG'). This UK tax strategy is owned and approved by the Board of Directors and covers all UK taxes relevant to the AMG UK Group. The UK Group regard this publication as complying with Paragraph 19(2) of Schedule 19 of the Finance Act 2016 and is effective for the financial year ended 31 December 2024.

This document sets out AMG UK Group's policy and approach to conducting its tax operations and managing its tax risk.

This Tax Strategy and our tax culture align with the AMG core values of honesty, integrity and accountability and support the success of our business operations.

1.1 Tax Objectives

This Statement is made on behalf of the AMG UK Group pursuant to Section 10 of the Act and sets out to fulfil UK Group's duty to publish a UK tax strategy. Consistent with the objective for the UK Group's finance team, when managing the AMG UK Group's tax position, is to support the AMG Group's overall tax strategy whilst ensuring compliance with local tax laws and filing obligations. Tax performance is measured in the following ways:

- paying the amount of tax legally due according to HMRC due dates;
- submission of all UK tax returns on a timely basis including appropriate detail to allow HMRC to understand the filing;
- ensuring the UK's tax processes are adequately resourced, supported and key personnel are trained and retained to manage tax compliance issues on a timely basis;
- ensuring all tax filing positions are reviewed and supported with appropriate documentary evidence;
- ensuring the relevant claims, elections and incentives are made to minimise the tax cash paid by the UK Group; and
- implementing and maintaining controls and procedures relating to all taxes to enable the correct tax to be paid.
- where a tax liability arises in another territory that the correct amount of tax is paid in a timely manner.

1.2 Tax Risk Management and Governance Approach

AMG promotes a culture of sound risk management. Effective tax risk management is paramount for the UK Group and underpins the strategy for continued growth. The UK Group strives to reduce the level of tax risk arising from its operations as far as is reasonably practicable by applying reasonable care in relation to undertakings which could materially affect compliance with tax obligations.

The tax strategy is aligned with our AMG Code of Business Conduct which can be found on the AMG website (www.amg-nv.com) and is owned and approved by the Board of Directors of AMG. AMG publishes its own policy on taxation and this can be found at https://amg-nv.com/wp-content/uploads/AMG-Tax-Policy-Final.pdf.

The UK Group apply OECD guidelines to our intercompany transactions and seeks to operate at arms-length and with transparency in dealings across the AMG Group.

1.3 Acceptable level of UK tax risk

The Finance Director, Head of Finance & Financial Controller with support, as needed, from the Board, other AMG tax and financial personnel and Third-Party advisors will endeavour to understand tax risks and opportunities regarding ongoing compliance efforts, tax planning opportunities and future transactions. These individuals must be integrally involved in the planning, implementation and documentation of all tax compliance matters and significant business transactions and tax processes.

Appropriate training, resourcing and support are provided to those individuals involved in the management and execution of tax activities.

As uncertainty arises in the application of tax law within the UK operation, the opinion of third-party advisors will be solicited to understand the application of law to the facts and provide the risks and alternatives, with appropriate documentation and conclusions which support decision-making.

Final approval is required to be given by the Finance Director and in the case of material transactions, approval by the Board of Directors will be confirmed.

The AMG UK Group's tax risk tolerance is low as it is our goal to timely pay the appropriate amount of taxes in the arenas in which we operate.

1.4 Attitude to tax planning

AMG UK Group fundamentally believes that it should pay the amounts of tax legally due in the UK and will not engage in transactions the main purpose of which is the avoidance of UK taxation. The UK Group has a zero tolerance approach to tax evasion and the facilitation of tax evasion by its employees and associated third parties.

Parameters have been defined by the Board (UK Board) and will be used in the assessment and conclusion of tax planning initiatives. Where uncertainty is encountered around the interpretation of tax lax and alternative options to transactions are available, the most tax-efficient option will be preferred.

The assessment of planning opportunities requires and is founded on the tenants of business purpose, reputational and financial impact to the UK Group, and advice of tax specialists when appropriate. Consideration is also given to maintaining a transparent and open working relationship with the HMRC.

Tax planning requires authorisation by the Finance Director and any material planning requires advice from Third-Party tax professionals, approval by the Board of Directors following prior approval from the AMG Group Lead.

1.5 Working with HMRC

The AMG UK Group strives to develop collaborative and communicative working relationships with HMRC based on mutual respect and understanding. AMG UK Group personnel will maintain an open and transparent dialogue with HMRC whilst operating in a professional, courteous and timely manner.

When a Customer Relationship Manager ("CRM") has been appointed, the UK Group fosters an ongoing open dialog regarding relevant business changes, with the goal to achieve early agreement on uncertain matters in an effort to minimize risk.

When "know your customer visits", tax enquiries or audits take place, the UK Group adopt a proactive approach to the provision of information to HMRC in order to aid the prompt resolution of any matters under review. In order to be able to supply such information, we endeavour to comply with all local document retention requirements.

DATE: 13 December 2024

Footnote:

This tax strategy applies to the following AMG UK Group companies: AMG Chrome Limited, AMG Alpoco UK Limited, AMG Aluminum UK Limited and AMG UK Group Pension Trustee Limited.