



**chapman freeborn**

The Global **Aircraft Charter** Specialists

# **Chapman Freeborn Holdings Limited Tax Strategy**

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## Scope

Chapman Freeborn Holdings Limited ("the company") is incorporated as a limited company, registered in England and Wales, under the Companies Act 2006. This strategy applies to the Company and to the group of companies headed by Chapman Freeborn Holdings Limited in accordance with paragraphs 1 - 24 of Schedule 19 ("the schedule") to the Finance Act 2016. A list of the entities to which it applies is set out below as Appendix One.

The strategy has been published by Chapman Freeborn Holdings Limited as ultimate holding company and head of the group, as outlined in paragraph 16(2) of the schedule. The tax strategy has been published on the Chapman Freeborn website (<https://chapmanfreeborn.aero>) and is accessible to the public in accordance with paragraph 16(4) of the Schedule.

This strategy applies from the date of publication until it is superseded. References to 'UK Taxation' are to the taxes and duties set out in paragraph 15(1) of the Schedule which include:

- |                          |                                      |
|--------------------------|--------------------------------------|
| a) Income tax            | g) Annual tax on enveloped dwellings |
| b) Corporation tax       | h) Stamp duty land tax               |
| c) VAT                   | i) Stamp duty reserve tax            |
| d) PAYE                  | j) Petroleum revenue tax             |
| e) Diverted profits tax  | k) Customs duties                    |
| f) Insurance premium tax | l) 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 Company has legal responsibilities.

The content within this document is in accordance with the disclosure requirements outlined in paragraph 23(1) of the Schedule.

## Aim

Chapman Freeborn Holdings Limited is committed to full compliance with all statutory obligations and full disclosure to tax authorities. The Company's tax affairs are managed in a way which considers the Company's wider corporate reputation, in line with the Company's overall high standards of governance.

The company ensures the tax strategy is:

- Adopted and followed consistently by all subsidiaries.
- Consistent with Chapman Freeborn's approach to corporate governance and risk management.

## Governance in relation to UK taxation

Ultimate responsibility for the Company's tax strategy and compliance rests with the Board of Chapman Freeborn Holdings Limited which is delegated by the Board to the Executive Directors, namely the Chief Financial Officer (CFO).

As part of the corporate governance, the Group has appointed a Senior Accounting Officer (SAO), a position required by UK Law. The SAO is responsible for monitoring the integrity of the Group's financial reporting system, internal controls and risk management framework, expressly includes those elements relating to taxation.

The CFO is the board member with executive responsibility for tax matters, and day-to-day management of the Company's tax affairs which are delegated to the Finance Director, who reports directly to the CFO.

Haslers Chartered Accountants are retained as the Company's tax advisers and are widely consulted and engaged on all tax related matters.

The Board and Executive Directors ensure that the Company's tax strategy is one of the factors considered in all investments and significant business decisions taken. The CFO reports to the Board on Chapman Freeborn Holdings Limited who reviews the tax affairs and risks of the group during the year.

Each part of our business and each of our employees are responsible for ensuring that they fully comply with our Tax Strategy and Tax Principles. This is further reviewed as part of the responsibility of the SAO to ensure the control mechanisms and procedures the Group has in place are in accordance with the Tax Strategy and Tax Principles.

## **Risk Management**

Chapman Freeborn Holdings Limited operates a system of tax risk assessments and controls as a component of the overall internal control framework applicable to the Company's financial reporting system.

The 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 tax obligations within the United Kingdom and other tax jurisdictions in which we operate.

Processes relating to different taxes are allocated to appropriate process owners, who carry out a review of activities and processes to identify key risks and mitigating controls in place. These key risks are monitored for business and legislative changes which may impact them and changes to processes or controls are made when required.

## **Attitude towards tax planning and level of risk**

Chapman Freeborn Holdings Limited manages risks to ensure compliance with legal requirements in a manner which ensures payment of the right amount of tax. The Company's attitude towards tax planning is consistent with the 'Tax Principles' adopted, and which are set out below. When entering into commercial transactions, the Company seeks to take advantage of available tax incentives, reliefs and exemptions in line with, and in the spirit of, tax legislation. The Company does not undertake tax planning unrelated to such commercial transactions.

The level of risk which the Company accepts in relation to UK taxation is consistent with its overall objective of achieving certainty in the Company's tax affairs. At all times the Company seeks to comply fully with its regulatory and other obligations and to act in a way which upholds its reputation as a responsible corporate citizen.

In relation to any specific issue or transaction, the Board is ultimately responsible for identifying the risks, including tax risks, which need to be addressed and determining what actions should be taken to manage those risks, having regard to the materiality of the amounts and obligations in question.

## **Relationship with HM Revenue & Customs (HMRC)**

Chapman Freeborn Holdings Limited seeks to have a transparent and constructive relationship with HMRC through regular communication in respect of developments in the Group's business, current, future and retrospective tax risks, and interpretation of the law in relation to all relevant taxes.

The Company ensures that HMRC is kept aware of significant transactions and changes in the business and seeks to discuss any tax issues arising at an early stage. When submitting Corporation Tax Returns and tax computations to HMRC, Chapman Freeborn Holdings Limited discloses all relevant facts and identifies any transactions or issues where it considers that there is potential for the tax treatment to be uncertain.

Any inadvertent errors in submissions made to HMRC are fully disclosed as soon as reasonably practicable after they are identified.

In all of the Group's dealings with HMRC, our approach is to be open, to co-operate fully with their enquiries in a timely manner and to be proactive in raising any significant issues or uncertainties.

## **Tax Principles**

Chapman Freeborn Holdings Limited UK Tax Principles record the Company's UK approach to taxation and dealing with taxation authorities.

## **Legal and ethical**

1. We act lawfully and with integrity and expect the same from our people, our customers, our suppliers, tax authorities and other parties with whom we interact.
2. We respect the needs of our people and the communities in which we operate.
3. We will consider our view of prevailing public interest considerations and of any potential reputational risk to the Company.
4. We shall not act in such a way as to undermine the structure of the tax system of the United Kingdom and other tax jurisdictions worldwide.
5. We shall not entertain arrangements that evade tax or that rely, to any extent, in the tax authorities inability to collect such tax.
6. We shall not exploit social policy legislation (for example, tax reliefs for charities).
7. We will interpret legislation in a purposive way in line with the courts. We will not enter into transactions with the main purpose of securing a tax advantage clearly contrary to the intention of Parliament in enacting the relevant legislation.
8. We will not endorse the use of Umbrella companies in relation to the employment of contractors, except where transitional arrangements necessitate their temporary use.

## **Transparency**

1. We support a relationship with tax authorities, based upon mutual trust and respect which will enable constructive dialogue and responsiveness by all parties in order to fulfil our responsibilities.
2. We shall comply with all our disclosure requirements. We shall disclose to the authorities, and not conceal, disguise or misrepresent, all material facts.

## Appendix One: Full list of Subsidiaries

As of 23 January 2024, the full list of subsidiaries as outlined in paragraph 16(6) of the Schedule. The Group companies listed below, along with their country of incorporation, ownership by Chapman Freeborn Holdings Limited and a brief description of each company's main nature of trade:

|  | Company Registration Number | Country of Incorporation | Ownership | Nature of Trade             |
|--|-----------------------------|--------------------------|-----------|-----------------------------|
| Chapman Freeborn Airchartering BV  | n/a                         | Belgium                  | 80.00%    | Aircraft Chartering Company |
| Chapman Freeborn Airmarketing GmbH   | n/a                         | Germany                  | 100.00%   | Holding Company             |
| Chapman Freeborn Holdings Limited  | 6860099                     | England and Wales        | n/a       | Ultimate Holding Company    |
| Chapman Freeborn International Ltd   | 1111032                     | England and Wales        | 100.00%   | Holding Company             |
| Chapman Freeborn Airchartering Sp Z.o.o  | n/a                         | Poland                   | 100.00%   | Aircraft Chartering Company |
| Chapman Freeborn Airchartering SL  | n/a                         | Spain                    | 100.00%   | Aircraft Chartering Company |
| Chapman Freeborn Airchartering Ltd   | 1053714                     | England and Wales        | 100.00%   | Aircraft Chartering Company |
| Intradco Cargo Services Ltd  | 2200670                     | England and Wales        | 75.00%    | Aircraft Chartering Company |
| Magma Aviation Ltd   | 7106976                     | England and Wales        | 100.00%   | Aircraft Chartering Company |
| Chapman Freeborn OBC GmbH  | n/a                         | Germany                  | 100.00%   | On Board Courier Company    |
| Wings 24 Ltd   | 4338443                     | England and Wales        | 100.00%   | Dormant                     |
| Arcus-Air-Logistics GmbH   | n/a                         | Germany                  | 100.00%   | Aircraft Chartering Company |
| Arcus-Air-Logistics Iberica S.L.U.   | n/a                         | Spain                    | 100.00%   | Aircraft Chartering Company |
| Arcus-Air-Logistics S.R.O.   | n/a                         | Slovakia                 | 100.00%   | Aircraft Chartering Company |
| Arcus OBC GmbH   | n/a                         | Germany                  | 100.00%   | On Board Courier Company    |
| Zeusbond Ltd   | 1527679                     | England and Wales        | 100.00%   | Holding Company             |
| Magma Aviation International Ltd   | n/a                         | Ireland                  | 100.00%   | Holding Company             |
| Magma Aviation Global Services Ltd   | n/a                         | Ireland                  | 100.00%   | Aircraft Chartering Company |
| Altrans Management Pty Ltd   | n/a                         | Australia                | 100.00%   | Aircraft Chartering Company |
| Chapman Freeborn Airchartering (China) Ltd   | 6944518                     | England and Wales        | 100.00%   | Aircraft Chartering Company |
| Chapman Freeborn Airchartering Consulting (Shanghai) Co. Ltd (Beijing Chaoyang Branch) | n/a                         | China                    | 100.00%   | Aircraft Chartering Branch  |
| Chapman Freeborn Airchartering Consulting (Shanghai) Co. Ltd (Shen Zhen Branch)        | n/a                         | China                    | 100.00%   | Aircraft Chartering Branch  |
| Chapman Freeborn Airchartering Consulting (Shanghai) Co. Ltd                           | n/a                         | China                    | 100.00%   | Aircraft Chartering Company |
| Chapman Freeborn Airchartering pvt Ltd   | n/a                         | India                    | 100.00%   | Aircraft Chartering Company |
| Chapman Freeborn Airchartering Pte Ltd   | n/a                         | Singapore                | 100.00%   | Aircraft Chartering Company |
| Chapman Freeborn Handcarry Ltd   | n/a                         | Hong Kong                | 100.00%   | On Board Courier Company    |
| Chapman Freeborn Airchartering Ltd (t/a Intradco Global)                               | n/a                         | Canada                   | 75.00%    | Aircraft Chartering Company |
| Chapman Freeborn Airchartering Inc   | n/a                         | USA                      | 100.00%   | Aircraft Chartering Company |
| Chapman Freeborn OBC Inc   | n/a                         | USA                      | 100.00%   | Aircraft Chartering Company |
| CF Couriers LLC  | n/a                         | USA                      | 100.00%   | Aircraft Chartering Company |
| Intradco Global Inc  | n/a                         | USA                      | 75.00%    | Aircraft Chartering Company |
| Chapman Freeborn OBC SdeRLdeCV   | n/a                         | Mexico                   | 100.00%   | On Board Courier Company    |

|   |     |              |         |                             |
|---|-----|--------------|---------|-----------------------------|
| Chapman Freeborn Aviation Services DMCC                       | n/a | UAE          | 100.00% | Aircraft Chartering Company |
| Magma Aviation DMCC   | n/a | UAE          | 100.00% | Aircraft Chartering Company |
| Intradco DMCC   | n/a | UAE          | 75.00%  | Aircraft Chartering Company |
| Chapman Freeborn Aviation LLC                                 | n/a | Saudi Arabia | 100.00% | Aircraft Chartering Company |
| Chapman Freeborn Airchartering (South Africa) Pty Ltd         | n/a | South Africa | 100.00% | Aircraft Chartering Company |
| Chapman Freeborn Airchartering Ltd                            | n/a | Afghanistan  | 100.00% | Dormant                     |
| Chapman Freebornm Havacilik Tasimacilik Ticaret Ltd (Sirketi) | n/a | Turkey       | 100.00% | Dormant                     |