



# Sanctions Compliance Policy

Endava PLC | May 2025

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## 1 INTRODUCTION

Endava plc and its subsidiaries (hereafter, “*Endava*” or the “*Company*”) has a clear and unchanging purpose to create an environment and culture that breeds success, enabling our people to be the best they can be. It is underpinned by our values which guide the way we behave. Our Group policies form part of Endava’s Code of Conduct which focuses our attention on working respectfully with each other; on helping our clients to succeed by recognizing them as individuals; and on mitigating risk by delivering responsibly to the market and to our investors.

Endava has established this Sanctions Compliance Policy to support our Trusted value; and as part of our commitment to conducting business in accordance with the highest ethical standards, to align with the evolving global sanctions frameworks, ensuring compliance with all applicable laws and regulations in the jurisdictions where we operate.

## 2 PURPOSE AND POLICY STATEMENT

Endava is committed to complying fully with all applicable laws and regulations related to any economic or financial sanctions, restrictive measures or trade embargoes (“*Sanctions*”). The purpose of this Sanctions Compliance Policy (the “*Policy*”) is to facilitate compliance by Endava with all applicable Sanctions, including, but not limited to those Sanctions maintained by: the United Nations (“*UN*”) sanctions regulations administered by the UN Security Council, the European Union (“*E.U.*”) or any Member State thereof, the United Kingdom (“*U.K.*”) including those Sanctions administered by H.M. Treasury’s Office of Financial Sanctions Implementation (OFSI) and the Department for Business and Trade’s Office of Trade Sanctions Implementation (OTSI), United States (“*U.S.*”) Sanctions administered by the U.S. Treasury Department’s Office of Foreign Assets Control (OFAC) and the U.S. Department of State (collectively, “*Sanctions Laws*”).

Failure to comply with this Policy and any applicable Sanctions Laws could lead to business disruptions, harm to Endava’s reputation, and/or significant civil and criminal penalties for Endava and individual Representatives. Representatives, as defined below, who violate this Policy are subject to appropriate disciplinary action, including demotion, reassignment, additional training, probation, suspension, or even termination.

## 3 POLICY SCOPE

This Policy applies to all directors, officers, employees, and third-party representatives of Endava and any of its subsidiaries (collectively “*Representatives*”). All Representatives must comply with all applicable Sanctions Laws.

## 4 CHIEF INTEGRITY OFFICER

Endava has appointed a Chief Integrity Officer (“*Chief Integrity Officer*”) who is responsible for ensuring Endava’s compliance with this Policy and applicable Sanctions Laws. In addition to the specific duties set forth herein, the Chief Integrity Officer has full authority to implement and enforce this Policy and to approve or deny high-risk transactions involving sanctioned entities or jurisdictions (as detailed below).

## 5 SANCTIONS

Applicable sanctions laws are imposed by various jurisdictions where Endava conducts business and may include (but is not limited to):

- **List-based Sanctions (targeted asset freezes):** These restrictions apply to named individuals, entities and bodies listed on sanctions lists issued by government authorities, and restrict access to funds and economic resources. Virtually all transactions with a person or entity named on a sanctions list are prohibited absent an exemption or authorization. Further, UK and E.U. asset freeze measures will extend to: (i) any entity in which one or more designated persons (individually or in the aggregate) owns a 50% or greater interest (even if not separately identified on a sanctions list maintained by the UK/EU) and (ii) any entity that is “controlled” by one or more designated persons. U.S. blocking/asset freeze sanctions extend to any entity owned 50% or more, directly or indirectly, individually or in the aggregate, by a blocked person, even if such 50% or more owned entity is not itself listed on a sanctions list.
- **Sectoral Sanctions (restrictions on specific sectors and services):** Sectoral sanctions, include prohibitions or restrictions on activities, transactions, and other dealings, directly or indirectly, with: designated governments (e.g., the Government of Venezuela); designated entities in certain industry sectors (e.g., energy sectors of Russia and Venezuela); or certain types of activities (e.g., transactions related to certain credit, debt, or equity of specified entities; investment into certain countries; provision of certain services to persons or entities associated with certain countries or in furtherance of corruption, etc.), and, in certain cases, entities owned or controlled by such governments or entities. These prohibitions generally only apply if there is a nexus to the relevant jurisdiction.
- **Comprehensive Sanctions (directions to cease all business):** The U.S. (unlike the UK and EU) maintains comprehensive sanctions which generally prohibit virtually all transactions and activities, direct or indirect, involving specific countries/territories (including residents of, and legal entities incorporated in, those countries and territories). As of the date of this Policy, the United States maintains comprehensive sanctions regimes in relation to the Crimea, Luhansk, Donetsk regions of Ukraine, Cuba, Iran, North Korea, and Syria (each a “*Sanctioned Jurisdiction*”). These prohibitions generally only apply if there is a nexus to the United States.
- **Export Controls:** Export controls impose restrictions on the export of certain restricted tangible goods, software, and technology. Certain export control regimes target defence articles and defence services, while other export control regimes target items that have both a commercial and potential military use, with such dual-use restrictions recently targeting certain advanced technologies such as AI model weights, semiconductors, cybersecurity tools, and cryptographic technology.

The above list is not comprehensive. Sanctions can be enforced through a variety of other tools which can be employed in various contexts, and that can change with no notice. For example, a territory or country might not be comprehensively sanctioned, but could be subject to various, often broad, services restrictions as well as other list-based and sectoral sanctions

described above. Moreover, designated persons may be located in a variety of different countries, meaning that sanctions compliance is important for all Endava business activities.

Under U.S. sanctions laws, funds associated with individuals or entities designated under OFAC's sanctions programs must be blocked and reported to OFAC when such funds come in the possession or control of a U.S. person, as that term is defined by OFAC. Accordingly, Endava may be required to block funds associated with individuals or entities designated under OFAC's sanctions programs that come within the Company's possession or control, to the extent the Company is considered a U.S. person (e.g., an Endava subsidiary or affiliate that meets OFAC's definition of this term). Under OFAC's regulations, funds subject to blocking must be placed in a segregated interest-bearing account and a report of blocked property must be submitted to OFAC within 10 business days. Blocked property is also subject to an annual reporting requirement.

Similarly, under the UK and EU sanctions regimes, Endava must freeze assets belonging to individuals or entities designated under UK and EU sanctions lists when such assets come into its possession or control. In accordance with these regulations, frozen assets must not be made available to designated persons or entities, and Endava is required to report such frozen assets to the relevant UK or EU authorities within the prescribed timeframes.

You must consult Endava's Chief Integrity Officer (or their Designee) before engaging in any transaction potentially involving, directly or indirectly, a sanctioned sector, territory or country, their nationals (wherever located), or any entity or individual listed on an applicable sanctions list, or otherwise subject to capital market/sectoral sanctions.

This Policy will undergo regular updates to account for changes in applicable sanctions regimes, ensuring compliance with all relevant regulations.

To comply with this Policy, Endava has implemented procedures for screening its customers, vendors, employees and partners against the restricted party lists maintained by the U.S., UK and EU, as well as the lists containing the capital market/sectoral sanctions, as described in Section 6 below.

## 6 RESTRICTED PARTY SCREENING

Endava will screen all customers, employees, suppliers, and business partners, including the Ultimate Beneficial Owners (UBOs) thereof, against the following:

- UN Security Council Consolidated List;
- His Majesty's Treasury's "Consolidated List of Financial Sanctions Targets in the UK";
- EU Commission's "Consolidated list of persons, groups and entities subject to EU financial sanctions;
- OFAC Specially Designated Nationals (SDN) List;
- U.S. Foreign Sanctions Evaders List;
- U.S. Non-SDN Iran Sanctions Act List;
- U.S. Sectoral Sanctions Identifications List;

- U.S. List of Foreign Financial Institutions Subject to Correspondent Account or Payable-Through Account Sanctions;
- U.S. Non-SDN Palestinian Legislative Council List;
- U.S. Non-SDN Chinese Military-Industrial Complex Companies List;
- U.S. Cuba Restricted List;
- U.S. UFLPA Entity List;
- U.S. Bureau of Industry and Security (BIS) Entity List;
- U.S. BIS Denied Persons List;
- U.S. BIS Unverified List;
- U.S. BIS Military End User List;
- U.S. Department of State, Directorate of Defence Trade Controls (DDTC) Debarred Parties List, (together, the “*Restricted Party Lists*”).

As noted above, from a UK and EU perspective, asset freeze measures will extend to: (i) any entity in which one or more designated persons (individually or in the aggregate) owns a 50% or greater interest (even if not separately identified on a sanctions list maintained by the UK/EU) and (ii) any entity that is “controlled” by one or more designated persons. U.S. blocking/asset freeze sanctions extend to any entity that is owned 50% or more, directly or indirectly, individually or in the aggregate, by a blocked person.

#### *Frequency of Screening*

- Customers, suppliers, and partners: Screened before onboarding and re-evaluated annually. Ongoing screening is performed for entities with medium to high risk, according to the risk matrix for third-party screening.
- Employees: Screened every 5 years.

Endava will implement procedures for screening against the Restricted Party Lists (“*Restricted Party Screening*”) and will screen customers, suppliers and business partners before onboarding or entering into a relationship, and thereafter on a periodic basis annually. High risk transactions are subject to ongoing screening. Endava will implement procedures for screening against the Restricted Party Lists and will screen employees on a periodic basis of every 5 years.

Endava’s Chief Integrity Officer will be responsible for managing the Restricted Party Screening process and delegating persons, as appropriate, to conduct the screening and to review screening results. In addition, the Chief Integrity Officer will ensure that any agreements with a third party acting on behalf of Endava will include language prohibiting sales or services to customers who are located or resident in a Sanctioned Jurisdiction or appear on a Restricted Party List unless explicitly authorized by Endava.

## **7 U.S. ANTI-BOYCOTT RULES**

The U.S. Commerce Department and the Internal Revenue Service (“*IRS*”) administer rules governing compliance with non-sanctioned international boycotts, particularly the Arab League boycott of Israel. Under U.S. law, U.S. companies and their controlled foreign subsidiaries or branches are prohibited from complying with requests for information that support unauthorized boycotts. Other prohibited boycotts may involve boycotts on India or Pakistan. A boycott request may take the form of a questionnaire, an informal written request

for information, or a certification requirement. The mere receipt of boycott requests often must be reported.

Under these laws, the following actions are prohibited:

- Agreeing to refuse to do business with a boycotted country, nationals or companies of a boycotted country, or “blacklisted” companies;
- furnishing boycott-related information, including information about business relationships with a boycotted country, nationals or companies of a boycotted country, or “blacklisted” companies;
- discriminating against any U.S. person on the basis of race, religion, sex, or national origin;
- agreements to refuse to do business directly or indirectly within a country or with a country’s government, companies or nationals;
- agreements to refuse to do business with U.S. persons who do business in a country or with its government, companies, or nationals;
- agreements to refuse to do business with companies owned or managed by individuals of a particular race, religion, or nationality;
- agreements to refrain from employing persons of a particular race, religion, or nationality; and
- agreements to refuse to ship or insure products on carriers owned or operated by persons who do not participate in or cooperate with the boycott.

You must not respond to questionnaires or other requests for information regarding Endava’s business activities with or concerning Israel (or any similar request regarding India, Pakistan, or other countries subject to unapproved boycotts). If you receive such a request, you must not respond or take any further action until you have consulted with Endava’s Chief Integrity Officer. The Chief Integrity Officer will prepare and submit any required reports to the U.S. government and contact Endava’s tax preparer to ensure compliance with IRS regulations.

## 8 RECORD KEEPING

Record keeping is an essential part of Endava’s compliance with applicable Sanctions Laws.

For any transaction or property that has been blocked for purposes of sanctions compliance, records must be retained for as long as a block is in place. Once unblocked, records must be maintained for a minimum of ten years, or longer where relevant or if required under local laws and regulations, after the date of unblocking. Records that must be retained include, but are not limited to, books of account, contracts, standing instruction records, letters, email, memoranda or other papers connected with a transaction.

You should consult with Endava’s Chief Integrity Officer if you have any questions regarding whether particular documents are required to be maintained, or whether the retention period for a transaction has expired.

## 9 TRAINING AND UPDATES

Endava’s products and technology, as well as the Sanctions Laws applicable to the Company’s business, change over time.

Endava's Chief Integrity Officer will review this Policy annually and update it, as appropriate, to reflect such changes.

Periodic compliance training will be provided to relevant Representatives to ensure that they are familiar with applicable Sanctions Laws and Endava's internal procedures on sanctions and third-party screening.

## 10 AUDITS AND INVESTIGATIONS

Routine audits may be performed periodically by or under the oversight of Endava's Chief Integrity Officer to ensure adherence to this Policy. Endava, under the oversight of the Chief Integrity Officer, and in consultation with legal counsel, will investigate reported violations of law and, if appropriate, report them to law enforcement officials or take other legal action. All Representatives must cooperate fully with such audits or investigations.

If Endava or any Representative is contacted by any law enforcement agent concerning an international trade or any other legal compliance matter, that contact must be referred immediately to Endava's Chief Integrity Officer.

## 11 REPORTING AND QUESTIONS

Representatives have an affirmative obligation to report any apparent or suspected violations or circumventions of this Policy, including by a third party, to Endava's Chief Integrity Officer via email to [integrity.officer@endava.com](mailto:integrity.officer@endava.com). Endava will ensure that appropriate confidentiality measures are taken and will not retaliate against any individual for reporting violations in good faith, in the public interest or in Endava's best interest. We welcome any comments or questions that you may have regarding the substance and implementation of this Policy. Please direct such communications to Endava's Chief Integrity Officer.

## 12 GOVERNANCE & OVERSIGHT

The Integrity Team is responsible for reviewing and updating this Policy annually, recommending final approval of the Policy – including significant revisions – to the Controls and Policy Committee, followed by the Endava Board.

## 13 BREACH OF POLICY

We are committed to upholding our company values in all aspects of our work. Therefore, failure to comply with this Policy may result in disciplinary action, leading up to and including, termination of employment.

## 14 AMENDMENTS

This Policy sets out Endava's general approach to the matters it covers and is non-contractual, which Endava may, at its discretion, vary or amend from time to time.

## 15 POLICY REVISION

| Revision | Date of revision | Description of update                   | Approved By                 |
|----------|------------------|-----------------------------------------|-----------------------------|
| 1.0      | 10.10.2019       | Annual review                           | Board                       |
| 2.0      | 08.10.2020       | Annual review including template update | Controls & Policy Committee |

|     |            |                                                                                                                                             |                             |
|-----|------------|---------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|
| 3.0 | 20.10.2020 | Annual review including template update                                                                                                     | Board                       |
| 4.0 | 13.12.2021 | Annual review, Brexit-related changes and updates on sanctioned countries. Introducing the role of Chief Integrity Officer into the policy. | Controls & Policy Committee |
| 5.0 | 28.02.2023 | Annual review. Change document classification to "Public".                                                                                  | Controls & Policy Committee |
| 6.0 | 20.03.2024 | Annual review, updates on sanctioned countries and applicable regulations. Rebranding.                                                      | Controls & Policy Committee |
| 7.0 | 19.03.2025 | Annual review.                                                                                                                              | Controls & Policy Committee |
| 7.0 | 06.05.2025 | Annual review.                                                                                                                              | Board                       |