



Sanctions Compliance Policy

Endava PLC | January 2024

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1 Introduction

Endava plc (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, observing all applicable laws and regulations in the jurisdictions where we operate.

2 Purpose and Policy Statement

Endava plc (together with its subsidiaries, "*Endava*" or the "*Company*") is committed to complying fully with all applicable laws and regulations related to sanctions. The purpose of this Sanctions Compliance Policy (the "*Policy*") is to facilitate compliance by Endava with all applicable sanctions laws, including, but not limited to, E.U. sanctions regulations administered by the individual EU member states, U.K. sanctions regulations administered by H.M. Treasury's Office of Financial Sanctions Implementation, U.S. sanctions regulations administered by the U.S. Treasury Department's Office of Foreign Assets Control, and similar applicable laws in any other jurisdictions where the Company conducts business (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 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 agents 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.

5 Sanctions

H.M. Treasury's Office of Financial Sanctions Implementation ("*OFSI*") implements the U.K.'s financial sanctions whilst the EU's financial sanctions are implemented by the competent authorities of the individual EU member states. The most common sanctions are:

- **Targeted asset freezes**, which apply to named individuals, entities and bodies, restricting access to funds and economic resources.
- **Restrictions on financial markets and services**, which can apply to named individuals, entities and bodies, specified groups, or entire sectors.
- **Directions to cease all business**, which specify the type of business and can apply to a specific person, group, sector or country.

OFSI maintains two lists of those subject to financial sanctions (the “*OFSI Lists*”):

- **The consolidated list**, which includes all designated individuals and entities subject to financial sanctions under U.K. legislation, as well as those subject to U.N. sanctions.
- **List of entities subject to capital market restrictions**. These entities are not listed on the consolidated list.

The EU maintains two lists of those subject to financial sanctions (the “*EU Lists*”):

- The consolidated list, which includes all designated individuals and entities subject to financial sanctions under EU legislation, as well as those subject to UN sanctions.
- List of entities subject to capital market restrictions. These entities are not listed on the consolidated list.

The U.S. Treasury Department’s Office of Foreign Assets Control (“*OFAC*”) administers several different types of trade sanctions, including:

- **Country-specific sanctions or economic embargoes** generally prohibit all direct or indirect (through third parties) transactions and business activities involving certain countries or territories and all government and non-government entities and individuals located or resident therein. The United States maintains comprehensive economic sanctions against Cuba, Iran, North Korea, Syria, the Crimea region of Ukraine, as well as against the self-proclaimed Donetsk People’s Republic and the self-proclaimed Luhansk People’s Republic and previously maintained comprehensive sanctions against Sudan (collectively, the “*Sanctioned Countries*”).
- **List-based sanctions** prohibit or restrict direct or indirect (through third parties) transactions with certain entities and individuals that appear on certain restricted party lists, including the Specially Designated Nationals and Blocked Persons List, and the Foreign Sanctions Evaders List (collectively, the “*OFAC Lists*”).
- **Sectoral sanctions** are a type of list-based sanctions that prohibit certain types of direct or indirect (through third parties) transactions with entities and individuals that appear on the Sectoral Sanctions Identification List. The sectoral sanctions target certain sectors of for example the Russian economy, including the financial services, energy, defence and related material sectors. In most cases, only certain types of transactions involving a designated entity, e.g., the purchase of new debt or equity, are prohibited.

Under U.S. sanctions laws, Endava may be required to block funds associated with individuals or entities on the OFAC Lists, if such funds come within the Company’s possession or control. 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.

You must consult Endava's Chief Integrity Officer before engaging in any transaction potentially involving, directly or indirectly, a Sanctioned Country, their nationals (wherever located), or any entity or individual on an OFSI or OFAC List, or subject to capital market/sectoral sanctions.

To comply with this Policy, Endava has implemented procedures for screening its customers, vendors, employees and partners against the OFSI and OFAC Lists as well as the lists containing the capital market/sectoral sanctions, as described in Section 6. below.

6 Restricted Party Screening

Endava screens all customers, employees, and business partners against applicable restricted party lists, which could include the EU, OFSI and OFAC lists, the capital market/sectoral sanctions lists, as well as the Denied Persons List, the Unverified List, and the Entity List, maintained by the U.S. Commerce Department's Bureau of Industry and Security (collectively, the "*Restricted Party Lists*"). Endava will implement procedures for screening against the Restricted Party Lists ("*Restricted Party Screening*") and will screen customers, suppliers and business partners before on-boarding or entering into a relationship, and thereafter on a periodic basis annually. 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 Country 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-approved international boycotts, particularly the Arab League boycott of Israel. U.S. companies and their controlled foreign subsidiaries or branches are not permitted to comply 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:

- refusing 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 five 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. The only way to ensure that Endava remains compliant with such laws is to update and comply with this Policy.

The laws and regulations governing Endava's compliance obligations are subject to frequent change with little or no notice. 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.

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. 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	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	25.01.2024	Redesign as per new brand format	n/a