



Hemani Topco Ventures Ltd
c/o XMA Limited, 1st Floor, Block D,
Reading International Business Park,
Basingstoke Road, Reading, RG2 6DA

Hemani Topco Ventures Ltd
MODERN SLAVERY STATEMENT
For the period 1st January 2025 to 31st December 2025

1. Introduction

This statement is made pursuant to Section 54 of the Modern Slavery Act 2015 on behalf of Hemani Topco Ventures Ltd and its Group companies (together, the "Group"). It sets out the steps the Group has taken to prevent modern slavery and human trafficking within our business operations and supply chains during the financial year 2025.

The Group is committed to conducting its business in an ethical, responsible and sustainable manner. We recognise that modern slavery — encompassing slavery, servitude, forced and compulsory labour, and human trafficking — represents a severe violation of fundamental human rights, and we are committed to preventing it in all its forms across our operations and supply chains.

This statement has been approved by the Board of Directors of Hemani Topco Ventures Ltd and covers all entities within the Group, regardless of the jurisdiction in which they operate. All Group entities, including those incorporated outside the United Kingdom, are expected to adhere to the standards set out in this statement.

2. Structure of the Hemani Topco Group

Hemani Topco Ventures Ltd is the ultimate UK parent company of the Group. It is a holding company, does not trade and has no employees. It is registered in England and Wales, with its registered office at the Group's head office in Reading.

Sitting below Hemani Topco are two intermediate holding companies: Hemani Group Ventures Ltd (formerly Westcoast Group Holdings Limited), which is non-trading and has no employees; and Hemani Ventures Ltd (formerly Westcoast (Holdings) Limited), which has a small number of employees and maintains the Group's website (<https://hemani-ventures.co.uk/>).

The Group as it exists today reflects a significant restructuring completed in 2024 and 2025. The Group historically known as the Westcoast Group was divided in July 2024 into two separate groups. The sale of the Westcoast Holdco Limited group — comprising Westcoast Limited, Clarity Computer (Distribution) Limited, Westcoast France SAS, Spire Technology Limited and Art Systems Limited — to Also Holding AG completed on 28 February 2025, and those entities are no longer part of the Hemani Topco Group. On 5 March 2025, Hemani Topco Ventures Ltd was renamed from Westcoast Topco Limited to reflect the post-disposal shape of the Group.

As at 31 December 2025, the only trading subsidiaries of the Group with annual turnover in excess of £36 million are:

- Komsa AG ("Komsa") — a German-incorporated technology distribution and services company, operating primarily in Germany and Poland. Hemani Ventures Ltd owns 100% of Komsa following the completion of the share-purchase programme that began in 2023.
- Centresoft Limited ("Centresoft") — a UK distributor of video games and entertainment software, with its principal operations in the United Kingdom and a smaller presence in Germany. Centresoft was acquired by the Group on 31 July 2024.



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The Group also includes a number of smaller entities that either have no employees or have low employee numbers and turnover well below the £36 million reporting threshold. The Group's combined annual turnover for the financial year ending 31 December 2025 was approximately £1.5 billion.

The Group acts as a distributor rather than a manufacturer, connecting suppliers and manufacturers with customers across the retail and reseller sectors. Our supply chains involve businesses operating internationally, and we recognise that this brings exposure to human rights risks — particularly in upstream manufacturing and in the recruitment of temporary or agency labour. Following the restructuring, management is undertaking a programme to harmonise and further strengthen anti-slavery controls across all Group operations, building on the foundations already in place.

3. Our business and supply chain risk

The Group's principal risk factors in relation to modern slavery include:

- **Sector exposure:** The ICT hardware supply chain can involve complex international supply chains — including component manufacturing and assembly — where labour standards may be more difficult to monitor directly.
- **Geographic exposure:** A proportion of the Group's supplier base operates internationally, including in regions assessed as carrying higher human rights risk. The majority of Centresoft's suppliers are UK-based, which reduces but does not eliminate this exposure; KOMSA's European operations involve a broader international supplier footprint.
- **Labour and agency risk:** Where temporary or agency workers are engaged, there is a risk that labour providers do not fully comply with applicable employment standards.
- **Supply chain complexity:** Reliance on manufacturers and subcontractors whose own supply chains are not directly visible to the Group.

4. Governance and responsibility

The Group seeks to maintain appropriate oversight of modern slavery risks within its operations and supply chains. Responsibility for implementing relevant policies and procedures sits with the management of individual Group companies, supported by Legal, Compliance, HR and Procurement functions where applicable. Significant matters identified in relation to modern slavery are escalated to senior management and, where appropriate, to the Board.

The Group is committed to a consistent standard of conduct across all its operations. Where local regulatory requirements impose additional obligations — such as the German Supply Chain Due Diligence Act (Lieferkettensorgfaltspflichtengesetz — "LkSG"), to which KOMSA AG aligns its processes — these are reflected in local procedures while remaining consistent with Group-wide expectations.



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5. Our policy on modern slavery

Each trading subsidiary maintains its own formal, board-approved policies covering the areas set out below. These policies are embedded in relevant business processes and reflected in contractual arrangements with suppliers.

- Code of Conduct — setting out the standards of ethical behaviour expected of all Group employees, including with respect to human rights and labour standards.
- Supplier Code of Conduct — setting minimum standards for business partners with respect to labour rights, human rights and ethical sourcing. Suppliers are required to accept or align with these standards as a condition of doing business with the Group.
- Whistleblowing Policy — providing a confidential reporting mechanism for employees, suppliers and external stakeholders to raise concerns, including concerns relating to modern slavery.
- Employment and Recruitment Policy — prohibiting recruitment fees charged to workers, requiring right-to-work verification, and ensuring written employment contracts with fair wage arrangements are in place for all employees.

6. Due diligence and practices

The Group applies a risk-based approach to supplier due diligence. Suppliers are assessed prior to engagement, with screening against adverse information sources — including sanctions lists, adverse media and labour rights violations — forming part of the onboarding process. Where suppliers are identified as operating in higher-risk environments, enhanced due diligence is conducted, which may include review of supplier policies and certifications, use of external data providers, and direct supplier engagement.

Risk assessments are undertaken from time to time, taking into account changes in the Group's operations, supplier base and operating environment. Assessments consider geographic exposure, sector-specific characteristics and the structure of relevant supply chains.

The Group aims to include appropriate anti-slavery and human rights provisions within its supplier terms and conditions. These provisions may address compliance with applicable labour laws and ethical standards and, where considered appropriate, may include audit rights, remediation requirements and termination rights in cases of serious non-compliance.

In relation to the Group's own workforce, right-to-work documentation is verified for all employees prior to commencement of employment. The Group prohibits the charging of recruitment fees to workers and monitors the use of agency and temporary labour providers to ensure compliance with applicable employment standards.

The Group operates confidential whistleblowing channels accessible to employees, suppliers and external stakeholders. Anonymous reporting is permitted. Individuals who raise concerns in good faith are protected from any form of detriment or retaliation. This statement will be published on the Group's website to ensure it is accessible to all stakeholders.

Where a concern is raised or a potential violation identified, reports are reviewed and, where appropriate, investigated in accordance with applicable internal procedures. Depending on the nature



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and severity of the issue, remedial steps may include direct engagement with the supplier, agreement on corrective actions with monitoring of their implementation, provision of guidance or support, and — as a last resort — suspension or termination of the business relationship.

7. Risk assessment and management

The Group undertakes risk assessments to help identify and prioritise modern slavery risks across its operations and supply chains. These assessments are carried out at least annually and on an ad hoc basis where there are material changes to the business, supplier base or operating environment.

Risk assessments consider the following factors:

- Geographic exposure — the countries and regions in which suppliers and their own supply chains operate, assessed against recognised international risk indices.
- Sector and industry risk — the nature of the goods or services being procured and the labour intensity of the relevant supply chain.
- Supply chain complexity — the depth and opacity of supplier relationships, including the use of subcontractors and intermediaries.
- The Group's ability to influence — the extent to which the Group can realistically effect change with a given supplier, taking into account commercial leverage and the nature of the relationship.

The outcomes of these assessments may be used to inform supplier risk categorisation and the level of due diligence and monitoring considered appropriate. The outputs of risk assessments inform procurement decisions, supplier engagement priorities and the level of contractual and audit scrutiny applied. Risk assessment findings are reported to senior management and, where significant, escalated to the Board.

8. Training and awareness

The Group is committed to building awareness of modern slavery risks across its workforce. Relevant compliance and awareness training is made available to employees, with additional focus on functions that may be more exposed to supply chain and employment-related risks.

Modern slavery awareness is embedded within the employee handbook and forms part of the HR team's continuing professional development programme. The Group is in the process of establishing a formal annual compliance training module on modern slavery for all employees, which is expected to be operational during 2026. Supplier guidance on ethical recruitment and labour standards is communicated through supplier agreement documentation.



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9. Measuring effectiveness

During 2025, the Group's key actions in relation to modern slavery included:

- The Group continued to seek to incorporate appropriate anti-slavery and human rights provisions into supplier arrangements.
- Supplier onboarding checks incorporating adverse information and sanctions screening.
- Right-to-work verification maintained for all new employees.
- Confidential whistleblowing channels maintained and accessible to employees and suppliers.
- Supplier terms may include provisions encouraging suppliers to promote similar standards within their own supply chains.
- Modern slavery awareness included in HR continuing professional development.

The Group monitors the effectiveness of its measures through supplier risk assessments, training completion tracking, and evaluation of reported incidents and actions taken. The Group is committed to continuing to improve its approach and, as part of that, will develop appropriate metrics and indicators to better track and evidence the effectiveness of supplier compliance and anti-slavery controls over time.

10. Sign-off

This statement has been approved by the Board of Directors of Hemani Topco Ventures Ltd, will be reviewed annually and will be published on the Group's website with a link from the homepage, in accordance with the requirements of the Modern Slavery Act 2015.

Signed:

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Sunil Madhani

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Sunil Madhani

Director, for and on behalf of Hemani Topco Ventures Ltd Group

Date: 05 June 2026