

**INCHCAPE MOTORS INTERNATIONAL LIMITED (Company)**  
**COMPANY NUMBER 00453390**  
**WRITTEN RESOLUTION OF THE SOLE MEMBER OF THE COMPANY**  
**PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006**

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The directors of the Company propose that the following written resolutions be passed by the Company as special resolutions.

**SPECIAL RESOLUTIONS**

1. **THAT** the share premium account of the Company be reduced by £50,000,000 (**Share Premium Reduction**).
2. **THAT** such Share Premium Reduction shall take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the Companies Act 2006) is registered by the Registrar of Companies at Companies House in accordance with section 644(3) of the Companies Act 2006.

The sole member of the Company, who is entitled to vote on the resolutions on the circulation date (that is the date on which copies of the resolutions are first sent to members, being 11 September 2023) should sign and date below to signify their agreement to the resolutions and return the signed document by email to [tamsin.waterhouse@inchcape.com](mailto:tamsin.waterhouse@inchcape.com).

These resolutions must be passed by the requisite majorities by the end of the period of 28 days beginning with the circulation date otherwise it will lapse.

**Agreed**

Signed .....



Name Tamsin Waterhouse

For and on behalf of **Inchcape Investments and Asset Management Limited**  
(the sole shareholder of the Company)

Date 11 September 2023

**INCHCAPE MOTORS INTERNATIONAL LIMITED (Company)**

**COMPANY NUMBER 00453390**

**PRINT OF WRITTEN RESOLUTION OF THE SOLE MEMBER OF THE COMPANY  
PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006**


**PASSED ON 11 SEPTEMBER 2023**

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The following written resolution, having been duly proposed by the directors of the Company, was duly passed by the Company as special resolutions.

**SPECIAL RESOLUTIONS**

1. **THAT** the share premium account of the Company be reduced by £50,000,000 (**Share Premium Reduction**).
2. **THAT** such Share Premium Reduction shall take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the Companies Act 2006) is registered by the Registrar of Companies at Companies House in accordance with section 644(3) of the Companies Act 2006.

Signed  .....

Director

For and on behalf of the Company