

Company No. 03950870

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

BMW SERVICES LIMITED

(the 'Company')

17 March 2023

(the 'Circulation Date')

We, the undersigned, being the sole eligible member of the Company (as defined in section 289 of the Companies Act 2006), irrevocably agree to the following resolutions of the Company, having effect as a special resolution in accordance with Chapter 2 Part 13 of the Companies Act 2006:

SPECIAL RESOLUTIONS

THAT:

- (a) the share capital of the Company be reduced by cancelling and extinguishing paid up share capital to the extent of £0.99999986 on each and every share of £1 and the nominal value of each and every share in the capital of the Company shall be reduced from £1 to £0.00000014 accordingly;
- (b) the share capital of the Company be reduced by means of cancelling the share premium account from £63,000,000 to £0;
- (c) that the proceeds from the share capital reduction be treated as creation of distributable reserves of the Company.

both in accordance with section 642 of the Companies Act 2006 and the Company's articles of association.


.....
Duly authorised for

BMW (UK) Holdings Limited (100% of the voting rights of the Ordinary shares)

Date: 27. March 2023

Notes

- 1 Please sign and date this document and return it to the Company using one of the following methods:

by hand:	delivering the signed copy to: Interpath Ltd, 10 Fleet Place, London EC4M 7RB For the attention of: John Frankland
by post:	returning the signed copy by post to: Interpath Ltd, 10 Fleet Place, London EC4M 7RB For the attention of: John Frankland
by e-mail:	by attaching a scanned copy of the signed document to an e-mail and sending it to john.frankland@interpathadvisory.com Please enter "Written resolution dated 17 March 2023" in the e-mail subject box.

If you do not agree with any of the resolutions, you do not need to do anything. You will be deemed not to agree if you do not reply.

- 2 Once you have indicated your agreement to a resolution, you may not revoke your agreement.
- 3 If insufficient agreement has been received to pass a resolution within 28 days of the Circulation Date, such resolution will lapse (**Lapse Date**¹). If, therefore, you agree to all or any of the resolutions, please ensure that your agreement reaches the Company on or before the Lapse Date.
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

¹ A proposed written resolution lapses if it is not passed before the end of the period specified for this purpose in the company's articles, or, if none is specified, the period of 28 days beginning with the Circulation Date.