

Company No: 03879023

The Companies Act 2006
PUBLIC LIMITED COMPANY
RESOLUTION
of
CAPITAL ONE (EUROPE) PLC

Passed 26 July 2022

AT a General Meeting of the Company, duly convened and held on 26 July 2022, the following resolutions were duly passed unanimously as ordinary resolutions.

ORDINARY RESOLUTIONS

1. **THAT**, subject to and in accordance with the Articles of Association of the Company or otherwise, the Directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company provided that:
 - 1.1 the maximum nominal value of such shares that may be allotted under this authority is £435,846,895; and
 - 1.2 this authority shall, unless it is (prior to its expiry) duly revoked or varied or is renewed, expire five years from the date of the passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which will or may require such shares to be allotted after such expiry;

and the authority granted by this resolution is in substitution for any authority to allot shares in the Company previously granted to the Directors which (to the extent that it remains in force and unexercised) is revoked.

DocuSigned by:

Robert Harding

.....5A1E2758708E414.....

Chair of the Meeting

Date: 26 July 2022