

Company No. 08412477

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS OF THE SOLE SHAREHOLDER**  
**of**  
**FORMULA E OPERATIONS LIMITED**  
**(the "Company")**

Circulation Date: 6 April 2023 (the "Circulation Date")

We, the undersigned, being the sole member of the Company who (at the date of circulation of these resolutions) would be entitled to vote on these resolutions, hereby agree pursuant to Chapter 2 of Part 13 of the Companies Act 2006 to the passing of the following resolutions which would otherwise be required to be passed as special resolutions (as applicable) (the "**Resolutions**") by way of written resolution:

**THAT:**

1. in accordance with section 21(1) of the Companies Act 2006, the Articles of Association of the Company be altered by the inclusion of the following new Article to be numbered 37.6:

*Notwithstanding anything contained in these Articles or otherwise, (i) any pre-emption rights on a transfer of shares conferred on existing members by these Articles or otherwise shall not apply to; and (ii) the directors shall not decline to register nor suspend registration of; any transfer of shares where such transfer is:*

- (a) in favour of any bank, financial institution, fund or any other institution to which such shares have been charged, mortgaged or pledged by way of security, whether as agent, collateral agent or security trustee for a group of banks or institutions or otherwise, or to any nominee or any transferee of such bank, financial institution, fund or other institution (a **Secured Institution**) or its nominee and no Secured Institution or its nominee shall be required to offer the shares which are or are to be the subject of any transfer aforesaid to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under these Articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not; and*
- (b) duly executed by any such Secured Institution (or any such nominee or nominees) to whom such shares shall (including any further shares in the Company acquired by reason of its holding of such shares) have*

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*been transferred as aforesaid, pursuant to the power of sale under such security; or*

*(c) duly executed by a receiver or manager appointed by a Secured Institution pursuant to any security document which creates any security interest over such shares; and*

*(d) delivered to the Company for registration by a Secured Institution or its nominee or a receiver or manager appointed by a Secured Institution,*

*and a certificate by any official of such Secured Institution or any such receiver that the shares are or are to be subject to such a security and that the transfer is executed in accordance with the provisions of this Article 37.6 shall be conclusive evidence of such facts.*

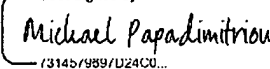
2. in accordance with section 21(1) of the Companies Act 2006, the Articles of Association of the Company be altered by the inclusion of the following new Article to be numbered 24.3:

*Any present or future lien on shares which the Company has or any other restrictions on or conditions applicable to the transfer of shares contained in these Articles or otherwise shall not apply in respect of any shares which have been charged by way of security to a Secured Institution or transferred in accordance with the provisions of Article 37.6.*

### **Agreement to Written Resolutions**

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

We, the undersigned, being the sole shareholder of the Company and the sole person entitled to vote on the Resolutions on the Circulation Date, irrevocably agree to the Resolutions.

DocuSigned by:  
  
.....  
For and on behalf of  
**FORMULA E HOLDINGS LIMITED**

Dated: 6th April 2023

## NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - **By hand:** delivering the signed copy to Natalie Webb at DLA Piper UK LLP, 160 Aldersgate Street, Barbican, London EC1A 4HT.
  - **By post:** returning the signed copy by post to Natalie Webb at DLA Piper UK LLP, 160 Aldersgate Street, Barbican, London EC1A 4HT.
  - **By e-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [natalie.webb@dlapiper.com](mailto:natalie.webb@dlapiper.com).

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, within 28 days of the circulation date of these Resolutions, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us as soon as possible.
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.