THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the contents of this document or the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000, as amended ("FSMA") immediately.

If you have either sold or transferred all of your ordinary shares in Aston Martin Lagonda Global Holdings plc, please send this document and any other documents, as soon as possible, either to the purchaser or transferee or to the person who arranged the sale or transfer so they can pass the documents to the person who now holds the shares.

Aston Martin Lagonda Global Holdings plc

Notice of General Meeting

Approval of Rule 9 Waiver

This document should be read as a whole. Your attention is drawn to the letter from the Senior Independent Director of Aston Martin Lagonda Global Holdings plc set out on pages 2 to 7 of this document, which contains the recommendation by the Independent Directors to vote in favour of the Waiver Resolution to be proposed at the General Meeting.

Goldman Sachs International ("**Goldman Sachs**") is acting exclusively for the Company and no one else in connection with the Waiver Resolution and neither Goldman Sachs nor any of its affiliates will be responsible to anyone other than the Company (whether or not a recipient of this document) for providing the protections afforded to clients of Goldman Sachs nor for providing advice in relation to the proposals described in this document or any other matter referred to in this document. Persons other than the Company are recommended to seek their own financial and other professional advice.

Apart from the responsibilities and liabilities, if any, which may be imposed on Goldman Sachs by FSMA or the regulatory regime established thereunder, neither Goldman Sachs nor any of its affiliates accepts any responsibility or liability whatsoever for the contents of this document, including its accuracy, completeness or verification, or for any other statement made or purported to be made by it or on its behalf, in connection with the Company or the Waiver Resolution. Nothing in this document is, or shall be relied upon as, a promise or representation in this respect, whether as to the past or future. Goldman Sachs, on behalf of itself and each of its affiliates, accordingly disclaims all and any responsibility or liability whether arising in tort, contract or otherwise (save as referred to above) which it might otherwise have in respect of this document or any such statement.

The notice of General Meeting of the Company, to be held electronically by audio webcast via the Lumi meeting platform at https://web.lumiagm.com/145-308-983 at 11a.m. or, if later, immediately after the conclusion of the Annual General Meeting being held at 10.30a.m. on 7 May 2025, is set out in Part 7 of this document. Shareholders will also find enclosed with this document a Proxy Form to use in connection with the General Meeting.

To be valid, the Proxy Form must be completed, signed and returned in accordance with the instructions printed thereon, as soon as possible and, in any event, so as to reach the Company's Registrar, Equiniti, as soon as possible and in any event, not later than 11a.m. on Friday 2 May 2025, being 48 working hours before the time appointed for holding the General Meeting. The Proxy Form can be delivered by post to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA. You may also appoint a proxy online, via Equiniti's website (www.shareview.co.uk), in CREST by completing and transmitting a CREST Proxy Instruction to Equiniti, or via the Proximity platform (for institutional investors), in each case by no later than 11a.m. on Friday 2 May 2025.

Completion and return of a Proxy Form will not preclude Shareholders from attending and voting at the General Meeting should they choose to do so. Further instructions relating to the Proxy Form are set out in the Notice of General Meeting.

17 April 2025

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Expected Timetable

Date of publication of Circular	17 April 2025
Latest Time and date for receipt of Proxy Forms for the General Meeting	11a.m. on 2 May 2025
General Meeting	11a.m. on 7 May 2025
Announcement of the result of the General Meeting	7 May 2025
Expected date of Admission	9 May 2025

Each of the times and dates in the above expected timetable may be extended without further notice. If any of the above times and/or dates change, the revised time(s) and/or date(s) will be notified to Shareholders by an announcement through a regulatory information service. All references to time are to London time unless otherwise stated.

Part 1

Letter from the Senior Independent Director

Aston Martin Lagonda Global holdings plc
Banbury Road, Gaydon
Warwick
CV35 0DB
United Kingdom

Telephone +44 (0) 1926 644 644
https://www.astonmartin.com

17 April 2025

Dear Shareholder,

Aston Martin Lagonda Global Holdings plc ("Aston Martin" or the "Company")

General Meeting

1. INTRODUCTION

On 31 March 2025, the Company announced a proposed capital raise (the "**Capital Raise Announcement**") comprising: (i) the proposed investment by the Yew Tree Consortium to raise gross proceeds for the Company in the aggregate of approximately £52,500,000, before expenses, through a non-pre-emptive placing of 75,000,000 new Ordinary Shares (the "**Placing Shares**") to the Yew Tree Consortium, representing approximately 8% of the Company's issued share capital (the "**Placing**"); and (ii) a proposed sale of the Company's existing shares and the shares issuable on exercise of its existing warrants in AMR GP Holdings Limited, the holding company of the Aston Martin Aramco Formula One™ Team (the "**AMR Sale**").

As noted in the Company's 2024 Full Year Results outlook statement published on 26 February 2025, we remain alert to industry wide risk factors that present an element of uncertainty that could impact our plans. These include, but are not limited to changes in custom duties, supply chain disruptions and wider macroeconomic and political instability. The tariffs recently announced by the US administration on the import of automobiles and certain automotive parts to the US pose significant challenges for the automotive sector. While the impact of additional US tariffs remains under review, initial analysis led the Company to make a slight revision to its FY 2025 volume guidance on 31 March 2025, now expecting modest growth compared with FY 2024 (previously mid-single digit % growth). The Group's key financial targets for the year, being positive EBIT for the full year and free cash flow generation in the second half, are unchanged.

In this context, the Yew Tree Consortium's proposed investment in the Company through the Placing, and Mr Stroll's commitment, in his capacity as the controller of the Aston Martin Aramco Formula One™ Team, to assist the Company in undertaking the AMR Sale, come at a most welcome time. The capital that can potentially be realised would help provide a crucial buffer on the Company's balance sheet against economic instability, allowing the Company to enhance its liquidity and continue to invest in its future product innovation and business transformation activities including through the continued development of alternatives to the internal combustion engine.

The Placing Price of 70 pence per Placing Share represents a c.7% premium to the closing middle market price per Ordinary Share on 28 March 2025.

The Yew Tree Consortium is currently considered to be interested, in aggregate, in 260,081,263 Ordinary Shares carrying voting rights in the Company, representing 27.78% of the total voting rights in the Company.[1] Should the Placing complete, on Admission, the Yew Tree Consortium would be interested in Ordinary Shares carrying 33.13% of the voting rights in the Company as at the date of Admission.

(1) Includes 1,000,000 Ordinary Shares held by Cyrus Jilla in his personal capacity, which are included in determining the Yew Tree Consortium's aggregate interests in Ordinary Shares carrying voting rights in the Company for the purposes of Rule 9 of the Code given Cyrus Jilla currently serves as the Omega Director, and is therefore treated as acting in concert with the Yew Tree Consortium for the purposes of Rule 9 of the Code.

Under Rule 9 of the Code, on Admission, the Yew Tree Consortium would normally be obliged to make a mandatory offer to all Shareholders to acquire all the Ordinary Shares not owned by a member of the Yew Tree Consortium. The Panel has agreed to waive this obligation subject to the approval (on a poll) of the Independent Shareholders of the Waiver Resolution. The waiver by the Panel has been, and Shareholder approval pursuant to the Waiver Resolution will be, sought in respect of the Yew Tree Consortium increasing its stake in the Company to up to 33.13% of the Company's issued Ordinary Share capital from time to time.

The Placing is conditional, inter alia, on the approval of the Waiver Resolution by the Independent Shareholders. Your attention is drawn to paragraph 1 of Part 2 of this document which contains further information on the Code and the proposed Rule 9 Waiver.

Conditional upon the Waiver Resolution being passed at the General Meeting it is expected that Admission will occur on 9 May 2025.

The Company has called the General Meeting in order to put to the Independent Shareholders the Waiver Resolution. If the Waiver Resolution is not approved, the Placing will not proceed and the Company will not receive any cash proceeds from the Placing. As a result, the Company would not receive the full benefit of a strengthened balance sheet, as explained in paragraph 2 below.

Information on the Placing more generally is set out in this Part 1 of this document.

The purpose of this document is to explain the background to the Placing, to confirm the Company's current trading statement contained in the Capital Raise Announcement, to provide the Directors' Confirmations in relation to the AML Statement, to provide Independent Shareholders with details of the Waiver Resolution, and to provide Independent Shareholders with the recommendation of the Independent Directors in relation to the Waiver Resolution, as well as the other matters set out in this document.

I would encourage Shareholders to submit their Proxy Forms on the Waiver Resolution as soon as possible. Further instructions on completion of Proxy Forms are set out on page 32 of this document. Completion and return of a Proxy Form will not preclude Shareholders from attending and voting electronically at the General Meeting should they choose to do so.

Your attention is drawn to:

1. Part 2 of this document which contains certain additional information relating to the Waiver Resolution;

2. Part 6 of this document which contains the definitions which apply throughout this document unless the context requires otherwise; and

3. the Notice of General Meeting set out in Part 7 of this document.

2. BACKGROUND TO, TERMS OF AND REASONS FOR THE PLACING, AND USE OF FUNDS

Since Lawrence Stroll led the Yew Tree Consortium's initial investment into the Company in April 2020, the Yew Tree Consortium has gone on to invest around £600m into the Aston Martin business through a series of capital raises.

The newly proposed investment from Lawrence Stroll and the Yew Tree Consortium underlines their conviction in our brand, and commitment to ensuring Aston Martin has the strongest possible platform for creating long-term value. We are committed to demonstrating that our strategy delivers long-term growth. By strengthening the balance sheet, the investment provides additional headroom to support Aston Martin's future product innovation and business transformation activities, which combined will accelerate our progress into being a sustainably profitable company.

In addition, and in connection with the Placing, Lawrence Stroll and the Company are also in ongoing discussions regarding the process for implementing the AMR Sale. The AMR Sale is not conditional upon the Placing and the Company may elect to proceed with the AMR Sale even if the Waiver Resolution is not passed and the Placing does not proceed.

The gross proceeds of the Placing (before fees and expenses) will be £52.5m and the AMR Sale is expected to realise a premium to the c.£74m combined book value of the shares and warrants. While the Company does not believe it has any immediate funding requirement, the Independent Directors believe that the proceeds to be received by the Company from the Placing and the AMR Sale will:

1. enhance the Company's overall liquidity and strengthen the Company's balance sheet, providing the Company with improved financial resilience;

2. enable the Company to maximise the potential of its fully reinvigorated core portfolio of class-leading next generation models; and

3. support its ongoing investment in future products to facilitate the Company's growth objectives.

As the Placing will be priced at a premium to the closing middle market price per Ordinary Share on 28 March 2025, the Independent Directors also believe that the Placing represents an effective way for the Company to raise additional capital to strengthen its balance sheet.

The Placing will be effected by way of a direct subscription by the relevant members of the Yew Tree Consortium in the Company using a Jersey cash box structure. The Placing is not underwritten and is conditional upon, inter alia, the Waiver Resolution being duly passed and Admission becoming effective.

The Placing Shares will, when issued, rank *pari passu* in all respects with each other and the existing Ordinary Shares, including the right to receive dividends and other distributions declared following Admission.

Yew Tree Overseas Limited ("Yew Tree"), Saint Alexander SARL and the Yew Tree Consortium Directors (together, the "**Standstill Parties**") have also agreed and undertaken with the Company pursuant to a standstill agreement, on and from the date of Admission, if Admission occurs, without the prior written consent of the Company, for a period of one year from Admission, that neither they (and, in the case of Yew Tree and Saint Alexander SARL, that none of their Connected Persons) will, directly or indirectly, and whether alone or acting in concert with any other person, announce or enter into any agreement or arrangement to, or otherwise undertake, any takeover offer for the Company (the "**Standstill**").

The Standstill shall not prevent any of the Standstill Parties, (or any of Yew Tree or Saint Alexander SARL's Connected Persons):

1. announcing an offer under the Code to acquire the Company, where such offer is recommended by the Directors that are independent of the Standstill Parties (such term excluding, for the avoidance of doubt, the director representatives of the Standstill Parties); or

2. accepting or agreeing to accept an offer under the Code to acquire the Company (whether such offer is recommended or not), either before or after its announcement, from any person not acting in concert with the Standstill Parties.

The Standstill shall cease to have effect on the earlier of:

1. one year from the date of Admission;

2. any person not acting in concert with the Standstill Parties announcing an offer under the Code to acquire the Company (whether such offer is recommended or not); and

3. release of the Standstill by the Company which, for the avoidance of doubt, may be effected by the Company at its sole discretion and with such conditions as the Company may reasonably determine.

For the purposes of the Standstill only, the term "Connected Persons" shall mean, in relation to Yew Tree and Saint Alexander SARL, each of their group undertakings and each of their, and their group undertakings', directors, officers and employees.

For the avoidance of doubt, no other YTC Member has agreed to, and is therefore subject to the provisions of, the Standstill.

3. CURRENT TRADING

As noted on 31 March 2025, ahead of Aston Martin's Q1 2025 results, to be announced on 30 April 2025, the Company confirmed that current Q1 2025 trading was in line with the guidance previously provided. For Q1 2025, the Company expects volumes to be broadly in line with the prior year period although, as guided, mix will be negatively impacted by fewer Special deliveries. Thereafter, performance is expected to progress, with a significantly stronger H2 2025 compared with H1 2025, primarily driven by Q4 2025.

The Company expects to deliver modest volume growth in FY 2025 with key financial targets for the year being positive EBIT for the full year and free cash flow generation in the second half.

4. COMPANY OVERVIEW

Aston Martin is an iconic, globally recognised brand, with a unique position transcending ultra-luxury and high performance. For more than a century, the brand has symbolised exclusivity, elegance, power, beauty, sophistication, innovation, performance and an exceptional standard of styling and design. Aston Martin fuses the latest technology, time honoured craftsmanship and beautiful styling to produce a range of critically acclaimed luxury models, including Vantage, DB12, Vanquish, DBX707 and its first hypercar, the Aston Martin Valkyrie. Aston Martin's vehicles sit primarily within the ultra-luxury performance sports car market segment, underpinned by award-winning design and engineering capabilities, world-class advanced technology, supported by its strategic relationships with key partners.

Aligned with its Racing. Green. sustainability strategy, Aston Martin is developing alternatives to the Internal Combustion Engine with a blended drivetrain approach between 2025 and 2030, including PHEV and BEV, with a clear plan to have a line-up of electrified sports cars and SUVs. Aston Martin's vision is to be the world's most desirable, ultra-luxury British brand, creating the most exquisitely addictive performance cars.

Based in Gaydon, England, Aston Martin Lagonda designs, creates, and exports cars which are sold in more than 50 countries around the world. Its sports cars are manufactured in Gaydon with its luxury DBX707 SUV range proudly manufactured in St Athan, Wales.

Lagonda was founded in 1899 and came together with Aston Martin in 1947 when both were purchased by the late Sir David Brown. The Company is listed on the London Stock Exchange as Aston Martin Lagonda Global Holdings plc.

5. RULE 9 WAIVER

Full details of the Rule 9 Waiver are set out in Part 2 of this document.

The Company applied to the Panel for a waiver of Rule 9 of the Code in order to allot and issue the Placing Shares without triggering an obligation for the Yew Tree Consortium or any member of the Yew Tree Consortium to make a mandatory offer to all of the Shareholders.

The Panel has agreed to waive the obligation on the Yew Tree Consortium or any member of the Yew Tree Consortium to make a mandatory offer that would otherwise arise as referred to above, subject to the passing by the Independent Shareholders of the Waiver Resolution on a poll.

Shareholders should note that the Company had announced on 31 March 2025 that a further waiver of Rule 9 of the Code to permit the Yew Tree Consortium to increase its stake in the Company to up to 35% of the Company's issued Ordinary Share capital through an additional, separate subscription for new Ordinary Shares in the future, being distinct from the Placing (the "**Additional Subscription**") would be sought. A waiver for the Additional Subscription is now not being sought and the Waiver Resolution is proposed in relation to the Placing only, and not any Additional Subscription.

6. GENERAL MEETING

The Notice of General Meeting is set out in Part 7 of this document.

Shareholders should be aware that if the Waiver Resolution is not passed, the Placing will not proceed. For the avoidance of doubt, the AMR Sale is not conditional upon the Placing and the Company may elect to proceed with the AMR Sale even if the Waiver Resolution is not passed and the Placing does not proceed.

Waiver Resolution

The Waiver Resolution is proposed as an ordinary resolution and, in order to comply with the Code, will be taken on a poll. If passed, the Waiver Resolution will allow the Yew Tree Consortium to increase its shareholding in the Company to up to 33.13% of the Company's issued ordinary share capital pursuant to the Placing without the Yew Tree Consortium or any member of the Yew Tree Consortium being required to make a mandatory offer under Rule 9 of the Takeover Code. For the Waiver Resolution to be passed, more than half of the votes of Independent Shareholders present and voting at the General Meeting in person or by proxy must be cast in favour of the Waiver Resolution.

7. ACTION TO BE TAKEN

To be entitled to attend electronically, speak and vote at the General Meeting (and for the purpose of determining the number of votes they may cast), Shareholders must be entered on the Company's register of members at 6.30 p.m. on Friday 2 May 2025, or in the case of an adjournment, at the close of business on the date which is two business days before the time of the adjourned meeting.

Shareholders will also find enclosed with this document a Proxy Form to use in connection with the General Meeting. To be valid, the Proxy Form must be completed, signed and returned in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the Company's Registrar, Equiniti, as soon as possible and in any event, not later than 11a.m. on Friday 2 May 2025, being 48 working hours before the time appointed for holding the General Meeting.

The Proxy Form can be delivered by post to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA. You may also appoint a proxy online, via Equiniti's website (www.shareview.co.uk), in CREST by completing and transmitting a CREST Proxy Instruction to Equiniti, or via the Proximity platform (for institutional investors), in each case by no later than 11a.m. on Friday 2 May 2025.

8. RECOMMENDATION

In the opinion of the Independent Directors, the Waiver Resolution is in the best interests of the Company and the Independent Shareholders and is likely to promote the success of the Company for the benefit of its members as a whole. The Yew Tree Consortium Directors and the Omega Director make no recommendation with regard to the Waiver Resolution as, in accordance with the provisions of the Code, the Yew Tree Consortium is considered to be interested in the outcome of the Waiver Resolution.

The Independent Directors, who have been so advised by Goldman Sachs, consider the waiver granted by the Panel of the obligation that would otherwise arise on any member of the Yew Tree Consortium to make a mandatory offer to Shareholders pursuant to Rule 9 of the Code as a result of the potential Placing to the Yew Tree Consortium and the potential increase of the Yew Tree Consortium's interests in Ordinary Shares carrying voting rights in the Company to up to 33.13% to be fair and reasonable and in the best interests of the Independent Shareholders and the Company as a whole. In providing its advice to the Independent Directors, Goldman Sachs has taken account of the Independent Directors' commercial assessments. Accordingly, the Independent Directors unanimously recommend that the Independent Shareholders vote in favour of the Waiver Resolution to be proposed at the General Meeting, as the Independent Directors intend to do in respect of their own beneficial holdings of Ordinary Shares, which amount to approximately 0.14% of the Company's issued share capital as at the Latest Practicable Date. For the avoidance of doubt, the Yew Tree Consortium is not able to vote in respect of the Waiver Resolution.

Yours faithfully,

Sir Nigel Boardman
Senior Independent Director

Part 2

The Takeover Code

1. TAKEOVER CODE

As an English company which has its shares admitted to: (i) listing on the Equity Shares (Commercial Companies) Category of the Official List of the Financial Conduct Authority and (ii) trading on the main market of the London Stock Exchange, the Company is subject to the Takeover Code (the "**Code**").

Under Rule 9 of the Code, any person who acquires an interest in shares which, taken together with shares in which that person or any person acting in concert with that person is interested, carry 30% or more of the voting rights of a company which is subject to the Code is normally required to make an offer to all the remaining shareholders to acquire their shares.

Similarly, when any person, together with persons acting in concert with that person, is interested in shares which in the aggregate carry not less than 30% of the voting rights of such a company but does not hold shares carrying more than 50% of the voting rights of the company, an offer will normally be required if such person or any person acting in concert with that person acquires a further interest in shares which increases the percentage of shares carrying voting rights in which that person is interested.

An offer under Rule 9 of the Code must be made in cash at the highest price paid by the person required to make the offer, or any person acting in concert with such person, for any interest in shares of the company during the 12 months prior to the announcement of the offer.

The Company is seeking the approval of the Independent Shareholders for the Waiver Resolution.

For the purposes of the Code, persons acting in concert comprise: (i) persons who, pursuant to an agreement or understanding (whether formal or informal), cooperate to obtain or consolidate control of a company; and (ii) persons who are presumed to be acting in concert pursuant to the presumptions in the definition of 'acting in concert' within the Takeover Code where such presumptions have not otherwise been rebutted.

Shareholders should note that, if the Waiver Resolution is approved at the General Meeting, any further increase in the Yew Tree Consortium's aggregate interest in Ordinary Shares carrying voting rights in the Company beyond 33.13% of the Company's total voting rights or an acquisition of further Ordinary Shares by any member of the Yew Tree Consortium, other than pursuant to the Placing, will be subject to the provisions of Rule 9 of the Code.

2. WAIVER RESOLUTION

The Yew Tree Consortium, being the concert parties for the purposes of this Circular, is currently interested in an aggregate of 260,081,263 Ordinary Shares carrying voting rights in the Company, representing 27.78% of the total voting rights in the Company.(2) The Yew Tree Consortium has agreed to subscribe for 75,000,000 Placing Shares, subject to passing of the Waiver Resolution at the General Meeting. As a result of the Placing, the Yew Tree Consortium's holding of Ordinary Shares carrying voting rights in the Company would increase to 33.13%.

Details of the Placing are set out in more detail in paragraphs 1 and 2 of Part 1 above.

Under Note 1 of the Notes on Dispensations from Rule 9 of the Code, the Panel may waive the requirement for a mandatory offer in accordance with Rule 9 of the Code to be made if, inter alia, the shareholders of the Company who are independent of the person(s) who would otherwise be required to make such a mandatory offer, and any person acting in concert with them, pass an ordinary resolution on a poll at a general meeting approving such a waiver. The Panel has agreed to waive the obligation on the Yew Tree Consortium under Rule 9 of the Code to make a mandatory offer in cash for the shares in the capital of the Company that would otherwise arise as a result of the Placing, subject to the approval, on a poll, by the Independent Shareholders of the Waiver Resolution.

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(2) Includes 1,000,000 Ordinary Shares held by Cyrus Jilla in his personal capacity, which are included in determining the Yew Tree Consortium's aggregate interests in Ordinary Shares carrying voting rights in the Company for the purposes of Rule 9 of the Code given Cyrus Jilla currently serves as the Omega Director, and is therefore treated as acting in concert with the Yew Tree Consortium for the purposes of Rule 9 of the Code.

The Yew Tree Consortium will procure that its members will not vote on the Waiver Resolution.

As set out above in this paragraph 2 following the Placing, the Yew Tree Consortium is expected to be interested in, in aggregate, shares carrying more than 30% of the voting rights of the Company but will not hold shares carrying more than 50% of the voting rights of the Company. Any increase in the Yew Tree Consortium's interest in shares, or the acquisition of any shares by any persons acting in concert with it, other than as permitted by the Waiver Resolution, will remain subject to the provisions of Rule 9 of the Code.

The Code requires the Independent Directors to obtain competent independent advice regarding the transaction which is the subject of the Rule 9 Waiver, the controlling position which it will create and the effect which that will have on the Shareholders generally. Goldman Sachs has provided advice to the Independent Directors as set out in the Recommendation set out in paragraph 8 of Part 1 of this Circular.

The Waiver Resolution is not expected to have any effect on the Company's interests, including employment.

3. RISKS ASSOCIATED WITH THE WAIVER RESOLUTION

In considering your voting decisions in relation to the Waiver Resolution, you are referred to the risks set out below. Only those risks relating to the Waiver Resolution which are considered material and currently known to the Company are set out below:

- The Independent Shareholders should note that, if the Waiver Resolution is approved and, as a result of the issuance of the Placing Shares, the Yew Tree Consortium's aggregate interest in Shares in the Company will be increased and the Yew Tree Consortium may be able to exercise greater control over the conduct of the Company than is currently already the case.
- The passing of the Waiver Resolution would not restrict the Yew Tree Consortium from making an offer for the entire issued share capital of the Company, subject, in respect of the Standstill Parties only, to the provisions of the Standstill.
- The Independent Shareholders should note that, even if the Waiver Resolution is approved, the Yew Tree Consortium will not be able to acquire additional interests in the voting rights of the Company other than in respect of the Placing without, subject to any future waiver granted by the Panel, being required to make a mandatory offer to all Shareholders to acquire all the Ordinary Shares not owned by a member of the Yew Tree Consortium at such time.
- The Independent Shareholders should note that, if the Waiver Resolution is approved, this does not provide any guarantee that in any future situation where Rule 9 of the Code becomes relevant to the Company, the Panel would be similarly willing to grant a waiver.
- In the event that the Waiver Resolution is not approved by the Independent Shareholders, the Placing will not proceed, the Placing Shares will not be issued and the Company will not receive any cash proceeds. Furthermore, the Company would not receive the benefits of the Placing which are explained in paragraph 2 of Part 1 above. Accordingly, the Board reiterates its recommendation that the Independent Shareholders should vote in favour of the Waiver Resolution.

Additional risks and uncertainties not currently known to the Company, or that the Company currently deems to be immaterial, may also have an adverse effect on the Company.

Part 3

Additional Information on the Company

1. RESPONSIBILITY

1.1 The Directors take responsibility for the information (including any expressions of opinion) contained in this document other than:

(a) the recommendation and associated opinion attributed to the Independent Directors (a group which excludes the Yew Tree Consortium Directors and the Omega Director as they are interested in the outcome of the Waiver Resolution) set out in the letter from the Senior Independent Director; and

(b) any information in the document relating to the Yew Tree Consortium.

1.2 The Independent Directors take responsibility for the recommendation and associated opinion attributed to them in the letter from the Senior Independent Director. To the best of the knowledge and belief of the Independent Directors (who have taken all reasonable care to ensure that this is the case), such information is in accordance with the facts and does not omit anything likely to affect the import of such information.

2. DETAILS OF THE COMPANY

2.1 The Company was incorporated and registered in England and Wales under the Act as a private company limited by shares and with the name Aston Martin Lagonda Global Holdings Limited on 27 July 2018 with registered number 11488166. On 7 September 2018, the Company was re-registered as a public limited company as Aston Martin Lagonda Global Holdings plc. The commercial name of the Company is "Aston Martin Lagonda" and its LEI number is 213800167WOVOK5ZC776. The Company is domiciled in England and Wales with its registered and head office at Banbury Road, Gaydon, Warwick CV35 0DB, United Kingdom.

2.2 As at the Latest Practicable Date, the issued share capital of the Company was 936,274,947 Ordinary Shares and there were no Ordinary Shares held in treasury. There are no restrictions on transfer of issued shares in the capital of the Company, and no such shares hold special rights regarding the control of the Company. All of the Ordinary Shares carry voting rights of one vote per Ordinary Share.

2.3 The Annual Report (which includes the 2024 Accounts) and the Half-Year Report can be found at https://www.astonmartin.com/en/corporate/investors/regulatory-news and have been incorporated into this document by reference. The Annual Report and the Half-Year Report set out detail on the nature of the Company's business and its financial and trading prospects.

3. INTERESTS AND DEALINGS

3.1 As at the close of business on the Latest Practicable Date, the following interests in 5% or more of the Ordinary Share capital of the Company had been notified to the Company:

	Number of Ordinary Shares	**% of the Company's issued Ordinary Share capital**
Yew Tree Consortium[1]	259,081,263	27.67%
The Public Investment Fund	140,504,260	15.01%
Li Shufu (Geely)	142,530,859	15.22%
Ernesto Bertarelli	139,811,974	14.93%
Yew Tree Overseas Limited	101,727,527	10.87%
Mercedes-Benz AG	76,320,195	8.15%

Notes:

(1) Includes 101,727,527 shares also disclosed by Yew Tree Overseas Limited and 139,811,974 shares also disclosed by Ernesto Bertarelli, but excludes 1,000,000 Ordinary Shares held by Cyrus Jilla in his personal capacity, which are included in determining the Yew Tree Consortium's aggregate interests in Ordinary Shares carrying voting rights in the Company for the purposes of Rule 9 of the Code given Cyrus Jilla currently serves as the Omega Director, and is therefore treated as acting in concert with the Yew Tree Consortium for the purposes of Rule 9 of the Code, but are not included in determining the Yew Tree Consortium's shareholding for major shareholder notification purposes

3.2 As at the close of business on the Latest Practicable Date, the interests of each Director and persons connected with them (all of which are beneficial unless otherwise stated) in the issued Ordinary Share capital of the Company as notified to the Company were as follows:

	Number of Ordinary Shares	% of the Company's issued Ordinary Share capital
Lawrence Stroll[(1)]	259,081,263	27.67%
Adrian Hallmark	0	0.00%
Doug Lafferty	370,990	0.04%
Ahmed Al-Subaey	704,312	0.08%
Sir Nigel Boardman	86,983	0.01%
Michael de Picciotto[(2)]	8,000,000	0.85%
Cyrus Jilla[(3)]	1,416,667	0.15%
Daniel Li	0	0.00%
Natalie Massenet	20,000	0.00%
Marigay McKee	0	0.00%
Franz Reiner	13,477	0.00%
Scott Robertson	0	0.00%
Anne Stevens	35,000	0.00%
Jean Tomlin OBE	0	0.00%
Vicky Jarman	35,000	0.00%

Notes:

(1) Includes direct and indirect interests

(2) The interests are those of a 'Person Closely Associated', Saint Alexander SARL who also holds warrants over 141,769 Ordinary Shares

(3) Includes an indirect interest in 416,667 Ordinary Shares that are directly held by Omega

3.3 Save as disclosed above, no Director has any interest in the Ordinary Share capital of the Company or any of its subsidiaries nor does any person connected with the Directors (within the meaning of section 252 of the Act) have any such interests, whether beneficial or non-beneficial.

3.4 There are no relevant securities of the Company which any member of the Yew Tree Consortium has borrowed or lent (excluding any borrowed relevant securities of the Company which have either been on lent or sold).

3.5 Neither the Company nor any Independent Director nor any person who is acting in concert with the Company has as at the Latest Practicable Date any interest in, right to subscribe in respect of or short position in relation to, any relevant securities of the Company or any relevant securities of any member of the Yew Tree Consortium.

3.6 There are no relevant securities of the Company or any relevant securities of any member of the Yew Tree Consortium which the Company, any Independent Director or any person who is acting in concert with the Company has borrowed or lent (excluding any borrowed relevant securities of the Company or of any member of the Yew Tree Consortium which have either been on lent or sold).

3.7 As at the close of business on the Latest Practicable Date, Goldman Sachs (including any person controlling, controlled by or under the same control as it) is not (other than as an exempt principal trader or an exempt fund manager) interested in nor has any rights to subscribe for and has no short positions in any relevant securities of the Company or any member of the Yew Tree Consortium.

4. DIRECTORS' SERVICE CONTRACTS AND LETTERS OF APPOINTMENT

4.1 The Directors and their functions are as follows:

Lawrence Stroll	Executive Chairman
Adrian Hallmark	Chief Executive Officer
Doug Lafferty	Chief Financial Officer
Sir Nigel Boardman	Senior Independent Director
Natalie Massenet	Independent Non-Executive Director
Marigay McKee	Independent Non-Executive Director
Anne Stevens	Independent Non-Executive Director
Jean Tomlin OBE	Independent Non-Executive Director
Vicky Jarman	Independent Non-Executive Director
Michael de Picciotto	Non-Executive Director
Franz Reiner	Non-Executive Director
Ahmed Al-Subaey	Non-Executive Director
Scott Robertson	Non-Executive Director
Daniel Li Donghui	Non-Executive Director
Cyrus Jilla	Non-Executive Director

4.2 The Executive Directors have service contracts with the Company. The Non-Executive Directors of the Company do not have service contracts and are appointed by letter of appointment. Further details on the Executive Directors' service contracts and the Non-Executive Directors' letters of appointment can be found below:

Name	Date Of Service Contract / Letter Of Appointment	Notice Period
Lawrence Stroll	20 April 2020	Terminable in accordance with the Yew Tree Relationship Agreement
Adrian Hallmark	21 March 2024	12 months
Doug Lafferty	13 January 2022	12 months
Sir Nigel Boardman	1 October 2022	3 months
Natalie Massenet	8 July 2021	3 months
Marigay McKee	8 July 2021	3 months
Anne Stevens	1 February 2021	3 months
Jean Tomlin OBE	27 October 2023	3 months
Michael de Picciotto	24 April 2020	3 months
Franz Reiner	8 July 2021	3 months
Ahmed Al-Subaey	1 November 2022	3 months
Scott Robertson	1 November 2022	3 months
Daniel Li Donghui	28 July 2023	3 months
Cyrus Jilla	27 October 2023	3 months
Vicky Jarman	1 March 2025	3 months

4.3 Particulars of each Director's remuneration (including salary and benefits) for the year ended 31 December 2024 can be found below other than Vicky Jarman who was not appointed as a Non-Executive Director until 1 March 2025.

Executive Directors

£000	Basic salary	Taxable benefits(2)	Annual bonus	LTIP	Pension	Other	Total
Lawrence Stroll(1)	1 (one)	—	—	—	—	—	1 (one)
Doug Lafferty	572	126	43	—	60	—	801
Adrian Hallmark(2)	333	52	600	—	35	—	1,021

Non-Executive Directors

£000	Fees	Taxable benefits	Annual bonus	LTIP	Pension	Other	Total
Sir Nigel Boardman	100	-	-	-	-	-	100
Natalie Massenet	71	-	-	-	-	-	71
Marigay McKee	76	-	-	-	-	-	76
Anne Stevens	111	-	-	-	-	-	111
Jean Tomlin OBE	76	-	-	-	-	-	76
Michael de Picciotto(3)	-	-	-	-	-	-	-
Franz Reiner	71	-	-	-	-	-	71
Ahmed Al-Subaey	65	-	-	-	-	-	65
Scott Robertson	71						71
Daniel Li Donghui	71						71
Cyrus Jilla(4)	-						-

Notes:

(1) Lawrence Stroll has elected to receive a nominal salary only, of £1 per annum, and receives no other elements of remuneration.

(2) 2024 remuneration for Adrian Hallmark relates to the period since joining, namely 1 September to 31 December 2024.

(3) Michael de Picciotto has elected to waive his Board fees.

(4) Cyrus Jilla has elected to waive his Board fees.

4.4 There are no commission or profit sharing arrangements between the Company and any of the Directors. On termination of any Director's service contract, the maximum amount payable by the Company will be determined by the relevant Director's service contract and the Company's remuneration policy in force at that time—as at the Latest Practicable Date such amount includes prorated amounts for salary and benefits, variable incentives and severance.

4.5 Save as disclosed above, there are no service contracts or letters of appointment in force between any Director or proposed director of the Company and the Company or any of its subsidiaries and no such contract has been entered into or amended in the last six months preceding the date of this document.

5. MATERIAL CONTRACTS

There are no contracts (not being entered into in the ordinary course of business) entered into by the Company or any of its subsidiaries within the two years immediately preceding the date of this document which are, or may be, material.

6. MIDDLE MARKET QUOTATIONS

The middle market quotations for the Ordinary Shares, as derived from the London Stock Exchange Daily Official List, at close on the first Business Day of each of the past six months and on the Latest Practicable Date were:

Date	Price per Ordinary Share (p)
01 April 2025	69.7
03 March 2025	82.85
03 February 2025	103.7
02 January 2025	107.7
02 December 2024	105
01 November 2024	116.3

7. NO SIGNIFICANT CHANGE

Save as disclosed in paragraph 3 of Part 1 of this Circular, there has been no material or significant change in the financial or trading position of the Company since 31 December 2024, being the date for which the Company's last audited accounts have been published.

8. RATINGS INFORMATION

The Company has been rated B- by Standard and Poor's with a negative outlook, B3 by Moody's with a stable outlook, and B- by Fitch with a negative outlook.

9. PERSONS ACTING IN CONCERT WITH THE COMPANY

In addition to the Directors (together with their close relatives and related trusts) and Goldman Sachs, there are no persons acting in concert with the Company.

10. RELATIONSHIPS BETWEEN THE YEW TREE CONSORTIUM, THE DIRECTORS, THE INDEPENDENT SHAREHOLDERS AND THE COMPANY

10.1 Save as set out below, there are no relationships (personal, financial or commercial), arrangements or understandings between the Yew Tree Consortium and any of the Directors (or their close relatives and related trusts).

(a) Lawrence Stroll was appointed as Executive Chairman of the Company on 20 April 2020 and is a shareholder representative of the YTC Members.

(b) Michael de Picciotto was appointed as a Non-Executive Director of the Company on 24 April 2020, as a shareholder representative of the YTC Members.

(c) Cyrus Jilla was appointed as a Non-Executive Director of the Company on 27 October 2023, as a shareholder representative of Omega Funds I Limited and BDI Invest L.P.

(d) Yew Tree is a "Person Closely Associated" with Lawrence Stroll.

(e) Saint Alexander SARL is a "Person Closely Associated" with Michael de Picciotto.

10.2 There are no relationships (personal, financial or commercial), arrangements or understandings between the Yew Tree Consortium and any of the Independent Shareholders, or any person who is, or is presumed to be, acting in concert with any such Independent Shareholder.

11. CONSENT

In connection with the Waiver Resolution and in order to comply with the requirements of the Code, Goldman Sachs has given and has not withdrawn its written consent to the issue of this document with the inclusion of its name and references to it in this document in the form and context in which they appear.

12. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available on the Company's website: https://www.astonmartin.com/en/corporate/investors/regulatory-news and a hard copy of each of the following documents (other than this document which has already been provided to you) is available on request from the Company Secretary at Aston Martin Lagonda Global Holdings plc, Banbury Road, Gaydon, Warwick, CV35 0DB (Tel: 44 (0) 1926 644 644):

(a) this document;

(b) the Articles of Association;

(c) the consent letter from Goldman Sachs referred to in paragraph 11 of Part 3 above;

(d) the Annual Report (including the 2024 Accounts); and

(e) the Half-Year Report.

13. DOCUMENTS INCORPORATED BY REFERENCE

Hard copies of the following documents incorporated by reference will not be sent to the Shareholders or persons with information rights or other persons to whom this document is being sent unless requested, but are available free of charge on request in writing or by telephone from the Company Secretary at Aston Martin Lagonda Global Holdings plc, Banbury Road, Gaydon, Warwick, CV35 0DB (Tel: 44 (0) 1926 644 644):

(f) the Annual Report (including the 2024 Accounts); and

(g) the Half-Year Report.

Part 4

DIRECTORS' CONFIRMATIONS

On 26 February 2025, the Company announced its full year results for the 12 months ended 31 December 2024. As part of that announcement, the following statement regarding the current trading and outlook for the full financial year to 31 December 2025 was made:

"***Guidance for FY 2025***:

*Material financial performance improvement in 2025 expected to deliver positive adjusted EBIT in FY 2025 and free cash flow in H2 2025", (the "**AML Statement**").*

The statement to deliver "*positive EBIT for the full year 2025 and free cash flow in H2 2025*" was repeated in: (i) the Capital Raise Announcement; and (ii) in paragraphs 1 and 3 of Part 1 of this Circular.

The requirements of Rule 28.1(c) of the Code apply in relation to the AML Statement.

Basis of preparation and Directors' confirmation

The Directors have considered the AML Statement and confirm that it remains valid, that it has been properly compiled on the basis of the assumptions set out below and that the basis of the accounting policies used is consistent with the accounting policies of the Company for the year ended 31 December 2024 and in accordance with International Financial Reporting Standards.

Assumptions

The AML Statement was prepared on the basis of the following assumptions, any of which could turn out to be incorrect and therefore affect the validity of the AML Statement:

Factors within the influence and control of the Directors

- There is no material change in the operational strategy of the Company from the date of this document.
- There is no material change to the Company's anticipated levels of wholesale units or the timing of new model launches, including for Specials.
- There will be no change in the Company's arrangements with its distribution and sales partners.
- There will be no change in the Company's costs and investments over and above those currently planned and anticipated.
- There will be no material change in the Company's relationships with its key suppliers and partners.
- AML's current accounting policies will be consistently applied until at least the of AML's current financial year ending on 31 December 2025.

Factors outside the Company's influence or control of the Directors

- There will be no material macroeconomic change in the principal markets and regions in which the Company operates.
- There will be no material adverse events that will have a significant impact on the Company's results.
- There will be no material change to vehicle recalls, warranty claims or Specials deposit refunds.
- There will be no material change in trade and tariff policies in the principal markets and regions in which the Company operates.
- There will be no material impact from the launch of new car models or products or services, which will have an impact on customer demand and acceptance and supply of the Company's vehicles which will have a significant impact on the Company's financial results.
- There will be no changes in interest rates, bases of taxation, regulatory environment or legislation that have a material impact on the Company, including in relation to operations or accounting policies.
- There will be no material changes in customer demand for the Company's vehicles or the competitive environment in which the Company operates, including for Specials.

- There will be no business interruptions or disruptions that materially affect the Company or its partners, including for example labour disputes.
- There will be no significant and sustained weakening or strengthening of sterling against the currencies of the major territories in which the Company operates.
- There will be no material litigation that will have a significant impact on the Company's financial results.

Other important factors and information are contained in the Annual Report (including the 2024 Accounts) (including the risks summarised in the section entitled "*Principal Risks and Uncertainties*").

Part 5

Additional Information on the Yew Tree Consortium

1. RESPONSIBILITY

The Yew Tree Consortium Directors take responsibility for any information (including any expression of opinion) in the document relating to the Yew Tree Consortium. To the best of the knowledge and belief of the Yew Tree Consortium Directors (who have taken all reasonable care to ensure that this is the case), such information is in accordance with the facts and does not omit anything likely to affect the import of such information.

2. INFORMATION ON THE YEW TREE CONSORTIUM

2.1 Lawrence Stroll joined the Company as Executive Chairman after leading the Yew Tree Consortium investment in the Company in April 2020. At that time, Lawrence Stroll and the YTC Members owned 76,000,000 ordinary shares in the Company, representing 24.99976% of the issued share capital of the Company.

2.2 Following the issue of shares by the Company pursuant to a rights issue on 20 April 2020, the YTC Members' indirect holding of voting rights decreased to 20.14%.

2.3 Pursuant to an irrevocable undertaking given by Yew Tree on 26 June 2020, Yew Tree agreed to subscribe for 24.99% of new ordinary shares to be issued by Company under a placing announced on 26 June 2020. Yew Tree agreed to transfer approximately 30% of the placing shares to other YTC Members, being Saint James Invest SA, J.C.B. Research, RRRR Investments LLC, FrancInvest Holding Corporation, Omega Funds I Limited and ErsteAM Ltd.

2.4 Pursuant to an irrevocable undertaking given by Yew Tree on 27 October 2020, Yew Tree agreed to subscribe for 40,000,000 new ordinary shares to be issued by the Company under a placing announced on 27 October 2020. Yew Tree agreed to transfer approximately 21.87% of the placing shares to other YTC Members, being Saint James Invest SA, J.C.B. Research, RRRR Investments LLC, FrancInvest Holding Corporation, John Idol, Omega Funds I Limited and ErsteAM Ltd.

2.5 Following the rights issue of ordinary shares by the Company on 28 September 2022, Lawrence Stroll indirectly controlled the voting rights of 128,103,375 ordinary shares of the Company, corresponding to 18.333034% of the Company's issued share capital. Yew Tree and other YTC Members, being Saint James Invest SA, J.C.B. Research, RRRR Investments LLC, FrancInvest Holding Corporation, John Idol, Omega Funds I Limited and ErsteAM Ltd, purchased 4,860,469 ordinary shares in the rump placing. As a result, Lawrence Stroll indirectly controlled the voting rights of 132,963,844 ordinary shares of the Company, and such shares amounted to 19.028622% of the Company's issued share capital.

2.6 On 28 September 2023, certain YTC Members agreed to purchase an additional 26 million ordinary shares in the Company. As a result of this purchase, the YTC Members held a total of 26.23% of the Company's issued ordinary share capital.

2.7 Saint James Invest SA transferred all ordinary shares held by it in the capital of the Company to Saint Alexander SARL on 19 June 2024, which became part of the Yew Tree Consortium in its place. Following this date, Saint James Invest SA ceased to hold any shares in the Company (and has since been liquidated), and Saint Alexander SARL has since participated in subsequent placings of shares in the capital of the Company to the Yew Tree Consortium.

2.8 Following the placing of ordinary shares by the Company on 26 November 2024, Yew Tree (on behalf of itself and certain other YTC Members) agreed to subscribe for 50,500,000 new ordinary shares. As a result, the YTC Members held 27.67% of the issued share capital of the Company.

2.9 On 27 February 2020, and as amended and restated from time to time, the Company and the YTC Members entered into a relationship agreement (the "**Relationship Agreement**") to regulate their relationship and ensure that the Company is capable of operating and making decisions for the benefit of Shareholders as a whole and independently of the Yew Tree Consortium at all times. As a result, the Yew Tree Consortium cannot influence the Company to carry out its own intentions or strategic plans for the Company, other than in its capacity as a Shareholder.

2.10 As at the close of business on the Latest Practicable Date, the interests (all of which are beneficial unless otherwise stated) of the Yew Tree Consortium in the Ordinary Share capital of the Company as notified to the Company was as follows:

	Number of Ordinary Shares	% of the Company's issued Ordinary Share capital
Yew Tree Consortium[(1)]	260,081,263	27.78%

Notes:

(1) Includes 1,000,000 Ordinary Shares held by Cyrus Jilla in his personal capacity, which are included in determining the Yew Tree Consortium's aggregate interests in Ordinary Shares carrying voting rights in the Company for the purposes of Rule 9 of the Code given Cyrus Jilla currently serves as the Omega Director, and is therefore treated as acting in concert with the Yew Tree Consortium for the purposes of Rule 9 of the Code

2.11 Yew Tree, Saint Alexander SARL, J.C.B Research, RRRR Investments LLC, John Idol, FrancInvest Holding Corporation, Omega Funds I Limited, ErsteAM Ltd and BDI Invest L.P., as members of the Yew Tree Consortium, and Cyrus Jilla, as the Omega Director, are currently presumed to be acting in concert as members of the Yew Tree Consortium, in each case, for the purposes of Rule 9 of the Code with respect to the Company.

2.12 The directors of the Company nominated to its board by the YTC Members are Lawrence Stroll and Michael de Picciotto.

2.13 The director of the Company nominated to its board by Omega Funds I Limited and BDI Invest L.P. is Cyrus Jilla.

3. MATERIAL CONTRACTS

Save as set out below, there are no contracts (not being entered into in the ordinary course of business) entered into by the Yew Tree Consortium in connection with its investment in the Company within the two years immediately preceding the date of this document which are, or may be, material.

Relationship Agreement dated 27 February 2020 (as amended and restated or supplemented from time to time)

3.1 The YTC Members have entered into the Relationship Agreement (as amended and restated or supplemented from time to time), as detailed in paragraph 2.9 of Part 5 of the Circular.

Relationship agreement side letter dated 1 November 2022 (as subsequently amended and restated)

3.2 Yew Tree, Lawrence Stroll, and Omega Funds I Limited entered into a side letter dated 1 November 2022 (as amended from time to time) ("**Original Relationship Agreement Side Letter**") that requires, prior to any proposed direct or indirect transfer of Company shares by Lawrence Stroll, Yew Tree or their permitted transferees to first offer such shares to Omega Funds I Limited, on and subject to the other terms of that agreement.

3.3 The Original Relationship Agreement Side Letter was amended pursuant to an amendment dated 31 July 2023 entered into by the parties thereto, pursuant to which BDI Invest L.P. adhered to the Original Relationship Agreement Side Letter and the rights from which Omega Funds I Limited benefitted therein were extended to BDI Invest L.P..

Concert party side letter dated 16 December 2022

3.4 The YTC Members (other than BDI Invest L.P.) entered into an agreement dated 16 December 2022 pursuant to which they agreed not to deal with any further shares in the capital of the Company which would result in the YTC Members holding more than 30% of the voting rights of the Company, or which would otherwise result in the YTC Members being required (pursuant to Rule 9 of the Code) to make a mandatory offer to all remaining shareholders of the Company to acquire their shares.

3.5 BDI Invest L.P. adhered to this side letter pursuant to a letter of adherence dated 31 July 2023.

3.6 For the purposes of the Placing, each YTC Member has consented to the acquisition of Ordinary Shares by the Yew Tree Consortium in connection with the Placing, notwithstanding the restriction contained in the concert party side letter.

Geely International (Hong Kong) Limited agreement dated 18 May 2023

3.7 Yew Tree, Saint James Invest SA, ErsteAM Ltd, J.C.B. Research, RRRR Investments LLC, FrancInvest Holding Corporation, John Idol, and Omega Funds I Limited (the "**Investors**") entered into an undertaking dated 18 May 2023 with Geely International (Hong Kong) Limited ("**Geely**"), which requires that, if either Yew Tree or Geely decides to sell any interest in Ordinary Shares it holds to a third party (excluding affiliates or, in the case of Yew Tree, other Investors), it must first offer such shares to the other party, on and subject to the other terms of the agreement.

Omega Funds I Limited and BDI Invest L.P., appointment rights agreement dated 16 April 2024 (as amended and restated from time to time)

3.8 The Company, Omega Funds I Limited, and BDI Invest L.P., entered into an appointment rights agreement dated 16 April 2024 (the "**ARA**"), pursuant to which Omega Funds I Limited and BDI Invest L.P., were granted the right to nominate for appointment a non-executive director to the board of the Company (for so long as Omega Funds I Limited and BDI Invest L.P., have in aggregate 10% or more of the voting rights in the Company). The ARA was amended and restated on 28 February 2025, wherein Omega Funds I Limited and BDI Invest L.P., were additionally granted the right to appoint their representative director to the nomination committee of the Company, an observer to the board of the Company and an observer to the remuneration committee of the Company, in accordance with the terms thereof.

Saint Alexander SARL voting undertaking dated 30 March 2025

3.9 Saint Alexander SARL and Lawrence Stroll entered into a voting undertaking on 30 March 2025 pursuant to which Saint Alexander SARL undertook to Lawrence Stroll to exercise all voting rights attaching to shares in the Company that it directly or indirectly holds in accordance with Lawrence Stroll's written instructions, provided such instructions are lawful until the earlier of (i) 31 March 2027; (ii) the date on which Lawrence Stroll directly or indirectly ceases to hold shares in the Company; and (iii) the date on which Lawrence Stroll ceases to be chairman of the Company.

Omega Funds I Limited and BDI Invest L.P. voting undertaking letters

3.10 Omega Funds I Limited and BDI Invest L.P. had each previously undertaken to Lawrence Stroll to exercise all voting rights attaching to shares in the Company that it directly or indirectly holds in accordance with Lawrence Stroll's written instructions, provided such instructions are lawful, until the earlier of (i) 31 March 2025; (ii) the date on which Lawrence Stroll directly or indirectly ceases to hold shares in the Company; and (iii) the date on which Lawrence Stroll ceases to be chairman of the Company (the "**Voting Undertakings**"), pursuant to (i) a letter from Omega Funds I Limited to Lawrence Stroll dated 14 April 2020, and (ii) a letter from BDI Invest L.P. to Lawrence Stroll dated 25 July 2023. The Voting Undertakings were further amended and supplemented by a letter from Yew Tree and Lawrence Stroll to Omega Funds I Limited and BDI Invest L.P. dated 25 July 2023 (the "**Amended Voting Undertakings**").

3.11 Pursuant to the Amended Voting Undertakings, Yew Tree and Lawrence Stroll agreed to not (and procured to ensure their affiliates shall not) provide any instructions pursuant to the Voting Undertakings in respect of the exercise by Omega Funds I Limited, BDI Invest L.P., or their affiliates, of voting rights in connection with any offer in respect of the Company under Rule 2.7 of the Code (whether by way of a takeover offer or a scheme of arrangement).

3.12 Omega Funds I Limited, BDI Invest L.P., Yew Tree and Lawrence Stroll agreed to extend the Amended Voting Undertakings on 16 April 2025, pursuant to which (i) Omega Funds I Limited and BDI Invest L.P. agreed to extend the Amended Voting Undertakings to 31 March 2027, subject to earlier termination by notice in accordance with the terms thereof, and (ii) Yew Tree and Lawrence Stroll undertook to use best efforts to support and complete the separation of Omega Funds I Limited and/or BDI Invest L.P. from the YTC Members so as to satisfy the Panel that they are no longer concert parties, following termination of the Voting Undertakings.

Mandatory takeover offer letter dated 31 March 2025

3.13 Yew Tree and Lawrence Stroll entered into an undertaking with Omega Funds I Limited and BDI Invest L.P. dated 31 March 2025 pursuant to which they agreed and undertook to Omega Funds I Limited and

BDI Invest L.P. not to acquire any securities or voting rights of the Company (or any such interests) which would result in the YTC Members holding 35% (or such lower threshold approved by the Panel and the Independent Shareholders of the Company in connection with the Placing) or more of the Company's voting rights, or which would trigger an obligation on the YTC Members to make a mandatory offer under Rule 9 of the Code.

Co-investment deed dated 16 April 2025

3.14 Yew Tree and Lawrence Stroll entered into an undertaking with Omega Funds I Limited dated 16 April 2025 pursuant to which, *inter alia,* Omega Funds I Limited (and its respective affiliates) shall have a pro-rata right to co-invest in any subscription, purchase or tender of shares in the Company by Yew Tree, Lawrence Stroll or any other YTC Member, and a pro-rata right to participate in any loans or any form of credit to the Company by Yew Tree, Lawrence Stroll or any other YTC Member.

Placing agreement dated 17 April 2025

3.15 The Company, Yew Tree and Barclays Bank PLC entered into a placing agreement in connection with the Placing which set out customary terms and conditions pursuant to which the Company will issue the Placing Shares to Yew Tree and Yew Tree will acquire the Placing Shares. The agreement also sets out the conditions of the Placing, how the Placing will take effect and be settled, the representations, warranties and undertakings given by the Company in connection with the Placing, and the termination rights of the parties.

Standstill agreement dated 17 April 2025

3.16 The Standstill Parties have entered into the standstill agreement, as detailed in paragraph 2 of Part 1 of the Circular.

4. INTENTIONS OF THE YEW TREE CONSORTIUM

4.1 The Yew Tree Consortium has no intention that, following the increase in its shareholding in the Company as a result of the Placing, the business of the Company should be run in any way differently from the manner in which it is run at present.

4.2 In particular, the Yew Tree Consortium remains fully supportive of the Company's management and has itself no intention to:

(a) make any change to the future business of the Company or its subsidiaries including the Company's and its subsidiaries' research and development functions;

(b) make any change to the continued employment of the employees and management of the Company or any of its subsidiaries, including any material change in the conditions of employment or in the balance of the skills and functions of the employees and management of the Company or any of its subsidiaries;

(c) any change to its strategic plans for the Company and the locations of the Company's places of business including the location of the Company's headquarters and headquarters functions;

(d) make any change to employer contributions into the Company's pension scheme(s) (including with regard to current arrangements for the funding of any scheme deficit), the accrual of benefits for existing members, and the admission of new members;

(e) redeploy the fixed assets of the Company; or

(f) make any change to any existing trading facilities for the relevant securities of the Company.

4.3 If the Waiver Resolution is passed at the General Meeting, the Yew Tree Consortium will not be restricted from making an offer for the Company, except, in relation to the Standstill Parties only, by virtue of the restrictions in the Standstill.

4.4 The Waiver Resolution is not expected to have any effect on the Company's interests, including employment.

5. INTERESTS AND DEALINGS

5.1 As at the close of business on the Latest Practicable Date, the interests of the Yew Tree Consortium, and those persons acting in concert, in the Ordinary Shares of the Company were as follows:

	Number of Ordinary Shares	% of the Company's issued Ordinary Share capital
Yew Tree Overseas Limited	101,727,527	10.87%
John Idol	2,828,483	0.3%
Saint Alexander SARL	8,000,000	0.85%
J.C.B. Research	843,187	0.09%
RRRR Investments LLC	1,018,248	0.11%
FrancInvest Holding Corporation	1,457,669	0.16%
Omega Funds I Limited	86,928,413	9.28%
ErsteAM Ltd	3,394,175	0.36%
BDI Invest L.P.	52,883,561	5.65%
Cyrus Jilla(1)	1,416,667	0.15%

Note:

(1) Includes an indirect interest in 416,667 Ordinary Shares that are directly held by Omega

5.2 The Company has no interests in, rights to subscribe for, or short positions in, the issued share capital of, or other equity interests in, any member of the Yew Tree Consortium.

5.3 As at the close of business on the Latest Practicable Date and save as disclosed in this document, neither the Yew Tree Consortium Directors, nor the Omega Director, nor the members of the Yew Tree Consortium or any members of their immediate families, any related trust, nor any connected persons (within the meaning of section 252 of the Act), nor any person acting in concert with such persons, owns or controls, or has borrowed or lent, or is interested in, or has any right to subscribe for, or any arrangement concerning, directly or indirectly, any relevant shares or securities of the Company, or has any short position (whether conditional or absolute and whether in the money or otherwise), including a short position under a derivative, any agreement to sell or any delivery obligation in respect of any right to require any person to purchase or take delivery of, any such relevant shares or securities of the Company.

5.4 Save as set out below, as at the close of business on the Latest Practicable Date and save as disclosed in this document, none of the members of the Yew Tree Consortium nor any members of their immediate families, any related trust, nor any connected persons (within the meaning of section 252 of the Act), nor any person acting in concert with such persons, nor any member of their immediate families or related trusts (so far as the Directors are aware having made due enquiry) have dealt in relevant securities of the Company during the 12 months prior to the Latest Practicable Date.

Personal dealing	Date	Number of shares acquired	Price per share
Yew Tree Overseas Limited	29 November 2024	21,269,222	100 pence
Saint Alexander SARL	29 November 2024	1,714,340	100 pence
J.C.B. Research	29 November 2024	164,353	100 pence
FrancInvest Holding Corporation	29 November 2024	100,000	100 pence
Omega Funds I Limited	29 November 2024	16,944,046	100 pence
BDI Invest L.P.	29 November 2024	10,308,039	100 pence
Cyrus Jilla	29 November 2024	1,000,000	100 pence

5.5 Save as disclosed in this Part 5, no member of the Yew Tree Consortium has dealt in relevant securities of the Company during the 12 months prior to the Latest Practicable Date;

5.6 The Yew Tree Consortium has not entered into any agreement, arrangement or understanding with any of the Independent Directors which has any connection with or dependence upon the Waiver Resolution. In addition, save as disclosed above, there is no agreement, arrangement or understanding having any connection with or dependence upon the Waiver Resolution between the Yew Tree Consortium and any person interested or recently interested in shares in the Company, or any other recent director of the Company.

5.7 No agreement, arrangement or understanding exists whereby the legal and/or beneficial ownership of any of the Placing Shares to be issued directly or indirectly to the Yew Tree Consortium pursuant to the Placing, will be transferred to any other person as a result of the Placing or otherwise;

5.8 The Yew Tree Consortium has not entered into any form of incentivisation arrangements with members of the Company's management who are interested in Ordinary Shares and no such incentivisation arrangements are proposed to be entered into.

6. RATINGS INFORMATION

6.1 The Yew Tree Consortium has not been rated by the rating agencies.

7. SOURCE OF FUNDS

7.1 The Yew Tree Consortium's participation in the Placing will be funded from existing cash resources.

Part 6

Definitions

The following definitions apply throughout this document, unless the context otherwise requires:

“2024 Accounts”	the audited consolidated accounts of the Company for the financial year ended 31 December 2024;
“**Act**”	the Companies Act 2006;
“**Additional Subscription**”	has the meaning given in paragraph 5 of Part 1 of this Circular;
“**Admission**”	means the admission of the Placing Shares to listing on the equity shares (commercial companies) category of the Official List of the FCA and to trading on the main market for listed securities of the London Stock Exchange;
“**AML Statement**”	has the meaning given in Part 4 of this Circular;
“**Annual Report**”	the annual report and accounts of the Company for the financial year ended 31 December 2024;
“**Articles of Association**”	the articles of association of the Company in force as at the date of this document;
“**Business Day**”	any day (other than a Saturday or Sunday or public holiday) on which banks are generally open for business in London;
“**Capital Raise Announcement**”	has the meaning given in paragraph 1 of Part 1 of this Circular;
“**Circular**”	this document;
“**Code**”	the City Code on Takeovers and Mergers;
“**Company**”	Aston Martin Lagonda Global Holdings plc;
“**CREST**”	the system for the paperless settlement of trades in securities operated by Euroclear UK & International Limited in accordance with the CREST Regulations;
“**CREST Regulations**”	the Uncertificated Securities Regulations 2001 (SI 2001 No. 3755), as amended;
“**Directors**”	the directors of the Company;
“**Directors’ Confirmations**”	has the meaning given in Part 4 of this Circular;
“**Equiniti” or “Registrar**”	Equiniti Limited, the registrar of the Company;
“**Executive Directors**”	Lawrence Stroll, Adrian Hallmark and Doug Lafferty;
“**FCA**”	the UK Financial Conduct Authority;
“**FSMA**”	Financial Services and Markets Act 2000, as amended;
“**General Meeting**”	the general meeting of the Company to be held electronically by audio webcast via the Lumi meeting platform at https://web.lumiagm.com/145-308-983 at 11a.m. on Wednesday 7 May 2025;
“**Goldman Sachs**”	Goldman Sachs International;
“**Half-Year Report**”	the half-yearly financial report and accounts of the Company for the six-month period ended 30 June 2024;
“**Independent Directors**”	the Directors other than the Yew Tree Consortium Directors and the Omega Director;
“**Independent Shareholders**”	Shareholders other than Shareholders who are members of the Yew Tree Consortium;

"**Latest Practicable Date**"	the close of business on Wednesday 16 April 2025, being the latest practicable date prior to the publication of this Circular;
"**London Stock Exchange**"	London Stock Exchange plc;
"**LTIP**"	the Company's long-term incentive plan;
"**Non-Executive Directors**"	the Directors other than the Executive Directors;
"**Notice of General Meeting**"	the notice convening the General Meeting set out in Part 7 of this document;
"**Official List**"	the Official List of the FCA;
"**Omega Director**"	Cyrus Jilla;
"**Ordinary Shares**"	ordinary shares of £0.10 each in the capital of the Company;
"**Panel**"	the Panel on Takeovers and Mergers;
"**Placing**"	the non-pre-emptive placing of the Placing Shares by the Company to the Yew Tree Consortium;
"**Placing Price**"	70 pence per Placing Share;
"**Placing Shares**"	the 75,000,000 new Ordinary Shares to be issued pursuant to the Placing;
"**Proxy Form**"	the form enclosed with this document for use by Shareholders in connection with the General Meeting;
"**Relationship Agreement**"	the relationship agreement between the Company and the YTC Members relating to the Company dated 27 February 2020, as amended, restated and supplemented from time to time;
"**Rule 9 Waiver**"	the waiver granted by the Panel, subject to approval of the Independent Shareholders, of the obligation on the Yew Tree Consortium to make a mandatory offer to Shareholders for the Ordinary Shares not owned by a member of the Yew Tree Consortium upon completion of the issue of the Placing which would otherwise arise under Rule 9 of the Code;
"**Senior Independent Director**"	Sir Nigel Boardman;
"**Shareholders**"	holders of Ordinary Shares;
"**Standstill**"	has the meaning given in paragraph 2 of Part 1 of this Circular;
"**Standstill Parties**"	Yew Tree and Saint Alexander SARL;
"**Waiver Resolution**"	the ordinary resolution to be proposed at the General Meeting in the form set out in the Notice of General Meeting;
"**Yew Tree**"	Yew Tree Overseas Limited
"**Yew Tree Consortium**"	the YTC Members, and each of their respective concert parties;
"**Yew Tree Consortium Directors**"	Lawrence Stroll and Michael de Picciotto;
"**YTC Members**"	Yew Tree, Saint Alexander SARL, J.C.B. Research, RRRR Investments LLC, John Idol, FrancInvest Holding Corporation, Omega Funds I Limited, ErsteAM Ltd, and BDI Invest L.P. collectively;
"**£**"	pounds sterling, the lawful currency from time to time of the United Kingdom of Great Britain and Northern Ireland;
"**€**"	euro, the lawful currency from time to time of the participating member states of the European Monetary Union; and
"**$**"	United States dollars, the lawful currency from time to time of the United States of America.

Part 7

Notice of General Meeting

Notice is hereby given that a general meeting (the "**General Meeting**") of Aston Martin Lagonda Global Holdings plc (the "**Company**") will be held electronically by audio webcast via the Lumi meeting platform at https://web.lumiagm.com/145-308-983 at 11a.m. or, if later, immediately after the conclusion of the Annual General Meeting being held at 10.30a.m. on Wednesday 7 May 2025 for the following purposes.

The sole resolution is proposed as an ordinary resolution.

WAIVER RESOLUTION

THAT, the waiver granted by the Panel of the obligation that would otherwise arise on the Yew Tree Consortium (or any member of the Yew Tree Consortium), both individually and collectively, to make an offer to the Independent Shareholders pursuant to Rule 9 of the Code, as a result of an increase in the percentage of shares of the Company carrying voting rights in which the Yew Tree Consortium would be interested in to 33.13%, resulting from the subscription for 75,000,000 new Ordinary Shares of the Company by the Yew Tree Consortium pursuant to the proposed Placing, be and is hereby approved.

In order to comply with the Code, the Waiver Resolution will be taken on a poll to be passed by more than 50% of votes cast by the Independent Shareholders present and voting at the General Meeting in person or by proxy. Members of the Yew Tree Consortium will not be entitled to, and will not, vote on the Waiver Resolution.

Save where the context requires otherwise, the definitions contained in this Notice of General Meeting shall have the same meanings as in the Circular.

By order of the Board

Liz Miles
Company Secretary
17 April 2025

Aston Martin Lagonda Global Holdings plc
Registered Number: 11488166
Registered office: Banbury Road Gaydon, Warwick CV35 0DB, United Kingdom
Registered in England and Wales

Part 8

Explanatory Notes to Notice of General Meeting

1. ATTENDING AND VOTING

1.1 To be entitled to attend electronically, speak and vote at the General Meeting (and for the purpose of determining the number of votes they may cast), Shareholders must be entered on the Company's register of members at 6.30 p.m. on Friday 2 May 2025 (or in the case of an adjournment, at 6.30 p.m. on the date which is two business days before the time of the adjourned meeting). Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend electronically, speak and vote at the General Meeting.

1.2 To attend and participate in the meeting electronically, please refer to the notes below and the user guide on pages 31-32.

1.3 All resolutions at the General Meeting will be decided by poll. The Directors believe a poll is more representative of Shareholders' voting intentions because Shareholders' votes are counted according to the number of shares held and all votes tendered are taken into account.

2. SHAREHOLDERS' RIGHT TO ASK QUESTIONS

Any Shareholder attending the General Meeting the right to ask questions. The Senior Independent Director will ensure that any question relating to the business being dealt with at the General Meeting receives a response, but in accordance with section 319A of the Act, no response need be given if: (i) to do so would interfere unduly with the preparation for the General Meeting or involve the disclosure of confidential information; (ii) the answer has already been given on the Company's website, www.astonmartin.com/corporate, in the form of an answer to a question; or (iii) the Senior Independent Director determines that it is undesirable in the interests of the Company or the good order of the General Meeting that the question be answered. The Senior Independent Director may determine the order in which questions raised by Shareholders are taken, having due regard for Shareholders present at the General Meeting.

3. APPOINTMENT OF PROXIES

3.1 Any Shareholder is entitled to appoint a proxy to exercise all or any of their rights to attend electronically and to speak and vote on their behalf at the General Meeting.

3.2 A Shareholder may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that Shareholder. A proxy need not be a Shareholder of the Company. A Proxy Form which may be used to make such appointment and give proxy instructions accompanies this Notice of General Meeting. If you do not have a Proxy Form and believe that you should have one, or if you require additional forms, please contact Equiniti on +44(0)333 207 5973. Lines are open 8.30am to 5.30pm, Monday to Friday (excluding public holidays in England and Wales).

3.3 Appointing a proxy will not prevent a Shareholder from attending and voting electronically at the General Meeting. Alternatively, a hard copy Proxy Form may be completed. Please return the completed proxy form in the pre-paid envelope provided or to Equiniti, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA. To lodge a proxy online, please visit www.shareview.co.uk and follow the instructions provided. To be valid, the Proxy Form or other instrument appointing a proxy must be received by the Company's Registrar, Equiniti, by no later than 11a.m. on Friday 2 May 2025.

3.4 When appointed as proxy, the Senior Independent Director of the General Meeting will cast Shareholder votes as directed by the relevant Shareholder(s). If no voting indication is given, a proxy (and when appointed as proxy, the Senior Independent Director of the General Meeting) may vote as he or she thinks fit on the resolutions or on any other business (including amendments to resolutions) which may come before the meeting. Please note that a "vote withheld" (as it appears on the Proxy Form or voting instruction form) is not a vote in law and will not be counted in the calculation of the proportion of votes 'for' or 'against' a resolution.

4. COMPLETION OF A PROXY FORM

4.1 A Proxy Form which may be used to make such appointment and to give proxy instructions accompanies this Notice of General Meeting. If you do not have a Proxy Form and believe that you should have one, or if you require additional forms, please contact Equiniti on +44 (0)333 207 5973. Lines are open from 8.30am to 5.30pm, Monday to Friday (excluding public holidays in England and Wales).

4.2 Please send completed hard copy proxy forms to Equiniti, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA. To lodge a proxy online, please visit www.shareview.co.uk and follow the instructions provided. To be valid, the Proxy Form or other instrument appointing a proxy must be received by the Company's Registrar, Equiniti, by no later than 11a.m. on Friday 2 May 2025.

4.3 In the case of a member which is a company, a Proxy Form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

4.4 Any power of attorney or any other authority under which the Proxy Form is signed (or a duly certified copy of such power or authority) must be included with the Proxy Form.

4.5 In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

4.6 If more than one valid proxy appointment is submitted, the appointment received last before the latest time for the receipt of proxies will take precedence.

5. APPOINTMENT OF PROXIES THROUGH CREST

5.1 CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

5.2 In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications, and must contain the information required for such instruction, as described in the CREST manual (available via www.euroclear.com). The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by Equiniti (ID RA19) by 11a.m. on Friday 2 May 2025. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST application host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

5.3 CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider, to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting system providers are referred, in particular, to those sections of the CREST manual concerning practical limitations of the CREST system and timings. The CREST manual can be reviewed at www.euroclear.com.

5.4 The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

6. APPOINTMENT OF PROXIES THROUGH PROXYMITY

If you are an institutional investor, you may be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by 11a.m. on Friday 2 May 2025 in order to be considered valid. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them, and they will govern the electronic appointment of your proxy.

7. NOMINATED PERSONS

7.1 Any person to whom this Notice of General Meeting is sent who is a person nominated under section 146 of the Act to enjoy information rights (a "**Nominated Person**") may, pursuant to an agreement between him/her and the Shareholder by whom he or she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the General Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, they may, pursuant to any such agreement, have a right to give instructions to the Shareholder as to the exercise of voting rights.

7.2 The statement of the rights of the Shareholders in relation to the appointment of proxies in paragraphs 3.1 to 3.4 above does not apply to Nominated Persons. The rights described in these paragraphs can only be exercised by the Shareholders.

7.3 If you have been nominated to receive general Shareholder communications directly from the Company, it is important to remember that your main contact in terms of your investment remains the registered Shareholder or custodian or broker who administers the investment on your behalf. Therefore, any changes or queries relating to your personal details and holding (including any administration) must continue to be directed to your existing contact at your investment manager or custodian. The Company cannot guarantee to deal with matters that are directed to it in error. The only exception to this is where the Company, in exercising one of its powers under the Act, writes to you directly for a response.

8. CORPORATE REPRESENTATIVES

Any Shareholder may appoint one or more corporate representative(s) who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares.

9. SHAREHOLDERS' RIGHTS

9.1 Shareholders should note that, on a request made by Shareholders pursuant to section 527 of the Act, the Company may be required to publish on a website a statement setting out any matter relating to:

(a) the audit of the Company's accounts (including the Auditors' report and the conduct of the audit) that are to be laid before the General Meeting; or

(b) any circumstance connected with the Auditors ceasing to hold office since the previous meeting at which annual reports and accounts were laid in accordance with section 437 of the Act.

9.2 The Company may not require the Shareholders requesting any such website publication to pay its expenses in complying with sections 527 or 528 (requirements as to website availability) of the Act. Where the Company is required to place a statement on a website pursuant to section 527 of the Act, it must forward the statement to the Auditors not later than the time when it makes the statement available on the website. The business which may be dealt with at the General Meeting for the relevant financial year includes any statement that the Company has been required pursuant to section 527 of the Act to publish on a website.

10. ISSUED SHARE CAPITAL AND TOTAL VOTING RIGHTS

As of Wednesday 16 April 2025 (being the latest practicable date prior to the publication of this Notice of General Meeting) the Company's issued share capital (excluding treasury shares) consists of 936,274,947 Ordinary Shares, carrying one vote each. The Company has no treasury shares and therefore, the total voting rights in the Company as at Wednesday 16 April 2025 are 936,274,947.

11. DOCUMENTS AVAILABLE FOR INSPECTION

11.1 The service contracts and letters of appointment for all Directors are available for inspection during normal business hours at Aston Martin Lagonda, Banbury Road, Gaydon, Warwick CV35 0DB and until the conclusion of the General Meeting.

11.2 So that appropriate arrangements can be made for Shareholders wanting to inspect documents, we request that Shareholders contact the Company Secretary by email at company.secretary@astonmartin.com in advance of any visit to ensure that access can be arranged.

12. ELECTRONIC COMMUNICATION

12.1 Shareholders may at any time choose to receive all Shareholder documentation in electronic form via the internet, rather than through the post in paper format. Shareholders who decide to register for this option will receive an email each time a statutory document is published on the internet.

12.2 Shareholders who wish to receive documentation in electronic form should contact the Company's Registrar, Equiniti, or visit www. shareview.co.uk and register for the electronic communications service. Any electronic address provided either in this Notice of General Meeting or any related documents (including the Proxy Form) may not be used to communicate with the Company for any purposes other than those expressly stated.

12.3 A copy of this Notice of General Meeting, and other information required by s311A of the Act can be found at www.astonmartin.com/corporate.

Part 9

Online Meeting Guide

1. ACCESSING THE MEETING VIRTUALLY

Visit https://web.lumiagm.com/145-308-983 on your smartphone, tablet or computer.

You will then be required to enter your:

- Shareholder Reference Number (SRN).
- PIN—(the first two and the last two digits of your SRN).

Your SRN will be printed on the front of your Proxy Form or Voting Instruction Form.

Access will be available one hour prior to the start of the meeting. If you experience any difficulties, please contact Equiniti by emailing hybrid.help@equiniti.com stating your full name and postcode.

You will need the latest version of Chrome, Safari, Edge or Firefox. Please ensure your browser is compatible. An active internet connection is required at all times to participate in the meeting.

2. HOME PAGE AND BROADCAST

Once logged in, you will see the home page which contains instructions for using the platform.

At the commencement of the meeting, the live broadcast of the proceedings will be available on the right-hand side of your device.

Click play on the broadcast, ensure that your device is unmuted and the volume is turned up.

3. VOTING

Once the Senior Independent Director has formally opened voting, the list of resolutions will automatically appear on your screen. Select the option that corresponds with how you wish to vote.

Once you have selected your vote, the option will change colour and a confirmation message will appear to indicate your vote has been cast and received, there is no submit button.

To vote on all resolutions displayed select the "vote all" option at the top of the screen.

To change your vote, reselect your choice. To cancel your vote, select the "cancel" button. You will be able to do this at any time whilst the poll remains open and before the Senior Independent Director announces its closure.

4. QUESTIONS

Written questions can be submitted by selecting the messaging icon from the navigation bar and typing your question into the 'Ask a question' box. Click the arrow icon to submit the question.

Copies of questions you have submitted can be viewed by selecting 'My Messages'.

5. VIRTUAL MICROPHONE

If you would like to ask your question verbally, press the 'Request to speak' button at the bottom of the broadcast window. If you are watching the broadcast in full screen mode, this button is found at the top of the window.

Follow the on-screen instructions to join the queue.

6. DOCUMENTS

Meeting documentation can be found within the documents tab in the navigation bar.

Documents can be read within the platform or downloaded to your device in pdf format.

7. APPOINTED PROXIES AND CORPORATE REPRESENTATIVES

If you plan to participate in the meeting as a proxy or corporate representative, please contact our registrar Equiniti by emailing hybrid.help@equiniti.com. Your unique SRN and PIN, which is required to access the meeting, will be provided once a valid proxy appointment or letter of representation has been received.

To avoid delay accessing the meeting, contact should be made at least 24 hours prior to the meeting date and time.

Mailboxes are monitored 9.00am to 5.00pm Monday to Friday (excluding public holidays in England & Wales).