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IMPORTANT: You must read the following disclaimer before continuing. This electronic transmission applies to the attached document and you are therefore advised to read this disclaimer carefully before reading, accessing or making any other use of the attached supplementary prospectus (the **Second Supplementary Prospectus**) relating to Aston Martin Lagonda Global Holdings plc (the **Company**) dated 30 March 2020 received by means of electronic communication. In accessing or making any other use of the attached document, you agree to be bound by the following terms and conditions, including any modifications to them from time to time, each time you receive any information from us as a result of such access.

You acknowledge that this electronic transmission and the delivery of the attached document is confidential and intended for you only and you agree you will not forward, reproduce, copy, download or publish this electronic transmission or the attached document to any other person. The Second Supplementary Prospectus has been prepared solely in connection with the proposed placing of ordinary shares (the **Placing Shares**) in the Company to the Yew Tree Consortium (the **Placing**) and the rights issue (the **Rights Issue** which taken together with the Placing shall comprise the **Capital Raise**) of ordinary shares (the **New Shares**) of the Company and the proposed admission of the Placing Shares and the New Shares (nil paid and fully paid) to the premium listing segment of the Official List of the UK Financial Conduct Authority (the **FCA**) and to trading on the London Stock Exchange plc's main market for listed securities (**Admission**).

The Second Supplementary Prospectus comprises a supplementary prospectus relating to the Company prepared in accordance with the Prospectus Regulation Rules of the FCA made under section 73A of the FSMA. The Second Supplementary Prospectus has been approved by the FCA (as competent authority under Regulation (EU) 2017/1129) (the **Prospectus Regulation**) in accordance with section 87G of the FSMA. The FCA only approves this document as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation, and such approval should not be considered as an endorsement of the issuer that is, or the quality of the securities that are, the subject of this document. Investors should make their own assessment as to the suitability of investing in the New Shares.

The Second Supplementary Prospectus has been filed with the FCA in accordance with the Prospectus Regulation Rules and will be made available to the public in accordance with Prospectus Regulation Rule 3.2 by the same being made available, free of charge, at www.astonmartinlagonda.com/investors and at the Company's registered office at Banbury Road, Gaydon, Warwick CV35 0DB, United Kingdom.

The Second Supplementary Prospectus is supplementary to, and must be read in conjunction with, the combined prospectus and circular published by the Company on 27 February 2020 in relation to the proposed Capital Raise (the **Original Prospectus**), as supplemented by the supplementary combined prospectus and circular dated 13 March 2020 (the **First Supplementary Prospectus**). Save as disclosed in this document, since the publication of the First Supplementary Prospectus, there have been no significant new factors or material mistakes or inaccuracies relating to information contained in the Original Prospectus or the First Supplementary Prospectus.

THIS ELECTRONIC TRANSMISSION AND THE ATTACHED DOCUMENT MAY ONLY BE DISTRIBUTED, OUTSIDE THE UNITED STATES, IN "OFFSHORE TRANSACTIONS" IN ACCORDANCE WITH RULE 904 OF REGULATION S UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE **SECURITIES ACT**) OR, WITHIN THE UNITED STATES, TO CERTAIN PERSONS REASONABLY BELIEVED TO BE QUALIFIED INSTITUTIONAL BUYERS (**QIBs**) AS DEFINED IN RULE 144A UNDER THE SECURITIES ACT (**RULE 144A**) OR TO OTHER PERSONS, IN OFFERINGS EXEMPT FROM OR IN A TRANSACTION NOT SUBJECT TO THE REGISTRATION REQUIREMENTS UNDER THE SECURITIES ACT, AND, IN EACH CASE, IN COMPLIANCE WITH ANY APPLICABLE SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES. ANY FORWARDING, DISTRIBUTION OR REPRODUCTION OF THE ATTACHED DOCUMENT IN WHOLE OR IN PART IS UNAUTHORISED. FAILURE TO COMPLY WITH THIS NOTICE MAY RESULT IN A VIOLATION OF THE SECURITIES ACT OR THE APPLICABLE LAWS OF OTHER JURISDICTIONS. NOTHING IN THIS ELECTRONIC TRANSMISSION AND THE ATTACHED DOCUMENT CONSTITUTES AN OFFER OF SECURITIES FOR SALE IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO.

THE NIL PAID RIGHTS, THE FULLY PAID RIGHTS, THE NEW SHARES, THE PROVISIONAL ALLOTMENT LETTERS AND THE PLACING SHARES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE SECURITIES ACT OR UNDER ANY SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES AND MAY NOT BE OFFERED, SOLD, PLEDGED, TAKEN UP, EXERCISED, RESOLD, RENOUNCED, TRANSFERRED OR DELIVERED, DIRECTLY OR INDIRECTLY, EXCEPT (1) WITHIN THE UNITED STATES TO A PERSON THAT THE HOLDER AND ANY PERSON ACTING ON ITS BEHALF REASONABLY BELIEVES IS A QIB IN ACCORDANCE WITH RULE 144A, OR TO OTHER PERSONS PURSUANT TO AN APPLICABLE EXEMPTION FROM OR IN A TRANSACTION NOT SUBJECT TO THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT, OR (2) OUTSIDE THE UNITED STATES, IN AN OFFSHORE TRANSACTION IN RELIANCE ON REGULATION S UNDER THE SECURITIES ACT, IN EACH CASE IN COMPLIANCE WITH ANY APPLICABLE SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES. THERE WILL BE NO PUBLIC OFFER OF THE NIL PAID RIGHTS, THE FULLY PAID RIGHTS, THE NEW SHARES OR THE PLACING SHARES IN THE UNITED STATES. SUBJECT TO CERTAIN LIMITED EXCEPTIONS, PROVISIONAL ALLOTMENT LETTERS HAVE NOT BEEN, AND WILL NOT BE, SENT TO, AND NIL PAID RIGHTS HAVE NOT BEEN AND WILL NOT BE CREDITED TO THE CREST ACCOUNT OF, ANY QUALIFYING SHAREHOLDER WITH A REGISTERED ADDRESS IN OR THAT IS LOCATED IN THE UNITED STATES.

The distribution of this document, the Original Prospectus, the First Supplementary Prospectus or the Provisional Allotment Letters and the transfer of Nil Paid Rights, Fully Paid Rights, New Shares or Placing Shares into jurisdictions other than the United Kingdom may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with any such restrictions may constitute a violation of the securities laws or regulations of such jurisdictions. In particular, subject to certain exceptions, this document, the Original Prospectus, the First Supplementary Prospectus, the enclosures and any other such documents should not be distributed, forwarded to or transmitted in, and the Provisional Allotment Letters, the Nil Paid Rights, the Fully Paid Rights, the New Shares and the Placing Shares may not be transferred or sold to, or renounced or delivered in or into the United States, Australia, Canada, Japan, the People's Republic of China and the Republic of South Africa or any other jurisdictions where the extension and availability of the Capital Raise would breach any applicable law. No offer of New Shares is being made by virtue of this document of the Provisional Allotment Letters into the United States, Australia, Canada, Japan, the People's Republic of China and the Republic of South Africa.

This electronic transmission and the attached document, and the Capital Raise when made, are only addressed to and directed at persons in member states of the European Economic Area, other than the United Kingdom, who are "qualified investors" within the meaning of Article 2(e) of the Prospectus Regulation (*Qualified Investors*). This electronic transmission and the attached document must not be acted on or relied on in any member state of the European Economic Area other than the United Kingdom, by persons who are not Qualified Investors. Any investment or investment activity to which this document relates is available only, in any member state of the European Economic Area other than the United Kingdom, to Qualified Investors, and will be engaged in only with such persons.

The making or acceptance of the proposed offer of Nil Paid Rights, Fully Paid Rights and New Shares to persons who have registered addresses outside the United Kingdom, or who are resident in, or citizens of, countries other than the United Kingdom may be affected by the laws of the relevant jurisdiction. Those persons should consult their professional advisers as to whether they require any governmental or other consents or need to observe any other formalities to enable them to participate in the Capital Raise.

It is also the responsibility of any person (including, without limitation, custodians, nominees and trustees) outside the United Kingdom wishing to take up rights under or otherwise participate in the Rights Issue to satisfy himself, herself or itself as to the full observance of the laws of any relevant territory in connection therewith, including the obtaining of any governmental or other consents which may be required, the compliance with other necessary formalities and the payment of any issue, transfer or other taxes due in such territories.

Confirmation of Your Representation: This electronic transmission and the attached document is delivered to you on the basis that you are deemed to have represented to the Company and Morgan Stanley & Co. International plc, J.P. Morgan Securities plc (which conducts its UK

investment banking activities under the marketing name J.P. Morgan Cazenove) and Deutsche Bank AG, London Branch (together, the **Banks**) that (i) you are (a), if located within the United States, a QIB, in accordance with Rule 144A under the Securities Act, acquiring such securities for its own account or for the account of another QIB, or are a person who the Company has otherwise specifically permitted to access the attached document or (b), if located outside the United States, acquiring such securities in "offshore transactions", in accordance with Rule 904 of Regulation S under the Securities Act; (ii) if you are in the United Kingdom, you are a relevant person and/or a relevant person who is acting on behalf of relevant persons in the United Kingdom and/or Qualified Investors to the extent you are acting on behalf of persons or entities in the EEA other than the United Kingdom; (iii) if you are in any member state of the European Economic Area other than the United Kingdom, you are a Qualified Investor and/or a Qualified Investor acting on behalf of Qualified Investors to the extent you are acting on behalf of persons or entities in the EEA other than the United Kingdom; (iv) you are an institutional investor that is eligible to receive this document and you consent to delivery by electronic transmission and (v) you are not located in Australia, Canada, Japan, the People's Republic of China and the Republic of South Africa.

You are reminded that you have received this electronic transmission and the attached document on the basis that you are a person into whose possession this document may be lawfully delivered in accordance with the laws of the jurisdiction in which you are located and you may not nor are you authorised to deliver this document, electronically or otherwise, to any other person. This document has been made available to you in an electronic form. You are reminded that documents transmitted via this medium may be altered or changed during the process of electronic transmission and consequently neither the Company, the Banks nor any of their respective affiliates, directors, officers, employees or agents accepts any liability or responsibility whatsoever in respect of any difference between the document distributed to you in electronic format and the hard copy version. By accessing the attached document, you consent to receiving it in electronic form. Apart from the responsibilities and liabilities, if any, which may be imposed on the Banks by the FSMA or the regulatory regime established thereunder, or under the regulatory regime of any jurisdiction where exclusion of liability under the relevant regulatory regime would be illegal, void or unenforceable, none of the Banks, nor any of their respective affiliates, directors, officers, employees or advisers accepts any responsibility or liability whatsoever for the contents of the attached document, including its accuracy, completeness or verification and makes no representation or warranty, express or implied, as to the contents of this document or for any statement made or purported to be made by it, or on its behalf, in connection with the Company or the Nil Paid Rights, the Fully Paid Rights, the New Shares or the Placing Shares. The Banks and each of their respective affiliates, each accordingly disclaims to the fullest extent permitted by law all and any liability whether arising in tort, contract or otherwise which they might otherwise have in respect of such document or any such statement. No representation or warranty express or implied, is made by any of the Banks or any of their respective affiliates as to the accuracy, completeness or sufficiency of the information set out in the attached document.

Restriction: Nothing in this electronic transmission constitutes, and may not be used in connection with, an offer of securities for sale to persons other than the specified categories of institutional buyers described above and to whom it is directed and access has been limited so that it shall not constitute a general solicitation. If you have gained access to this transmission contrary to the foregoing restrictions, you will be unable to purchase any of the securities described therein.

The Banks are acting exclusively for the Company and are acting for no one else in connection with the Capital Raise. They will not regard any other person (whether or not a recipient of this document) as their client in relation to the Capital Raise and will not be responsible to anyone other than the Company for providing the protections afforded to their respective clients nor for giving advice in relation to the Capital Raise or any transaction or arrangement referred to in this document, the Original Prospectus or the First Supplementary Prospectus.

You are responsible for protecting against viruses and other destructive items. Your receipt of this document via electronic transmission is at your own risk and it is your responsibility to take precautions to ensure that it is free from viruses and other items of a destructive nature.

THIS DOCUMENT AND ANY ACCOMPANYING DOCUMENTS ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION. If you are in any doubt as to what action you should take, you are recommended to seek immediately your own financial advice from your stockbroker, bank manager, solicitor, accountant, fund manager or other appropriate independent financial adviser, who is authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.

This document comprises a supplementary prospectus relating to Aston Martin Lagonda Global Holdings plc prepared in accordance with the Prospectus Regulation Rules of the FCA made under section 73A of the FSMA (the **Second Supplementary Prospectus**). This document has been approved by the FCA (as competent authority under Regulation (EU) 2017/1129) in accordance with section 87G of the FSMA. The FCA only approves this document as meeting the standards of completeness, comprehensibility and consistency imposed by Regulation (EU) 2017/1129, and such approval should not be considered as an endorsement of the issuer that is, or the quality of the securities that are, the subject of this document. Investors should make their own assessment as to the suitability of investing in the Shares.

This document has been filed with the FCA in accordance with the Prospectus Regulation Rules and will be made available to the public in accordance with Prospectus Regulation Rule 3.2 by the same being made available, free of charge, at www.astonmartinlagonda.com/investors and at the Company's registered office at Banbury Road, Gaydon, Warwick CV35 0DB, United Kingdom.

This Second Supplementary Prospectus is supplementary to, and must be read in conjunction with, the prospectus published by the Company on 27 February 2020 in relation to its applications for admission to the premium listing segment of the Official List maintained by the FCA and traded on the main market for listed securities of London Stock Exchange plc (the **Original Prospectus**) as supplemented by the supplementary prospectus published by the Company on 13 March 2020 (the **First Supplementary Prospectus**). Save as disclosed in this document, since the publication of the First Supplementary Prospectus, there have been no significant new factors or material mistakes or inaccuracies relating to information contained in the First Supplementary Prospectus.

If you sell or have sold or have otherwise transferred all of your Shares (other than ex-rights) held in certificated form before 8.00 a.m. (London time) on 1 April 2020 (the **Ex-Rights Date**) please send this document, the Original Prospectus and the First Supplementary Prospectus together with any Provisional Allotment Letter, if and when received, at once to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee except that such documents should not be sent to any jurisdiction where to do so might constitute a violation of local securities laws or regulations, including but not limited to the United States or Australia, Canada, Japan, the People's Republic of China and the Republic of South Africa (the **Excluded Territories**). If you sell or have sold or have otherwise transferred all or some of your Existing Shares (other than ex-rights) held in uncertificated form before the Ex-Rights Date, a claim transaction will automatically be generated by Euroclear which, on settlement, will transfer the appropriate number of Nil Paid Rights to the purchaser or transferee. If you sell or have sold or otherwise transferred only part of your holding of Existing Shares (other than ex-rights) held in certificated form before the Ex-Rights Date, you should refer to the instruction regarding split applications in Part III – Terms and Conditions of the Rights Issue of the Original Prospectus and in the Provisional Allotment Letter.

The directors of the Company (the **Directors**), whose names appear on page 47 of the Original Prospectus, Lawrence Stroll (the **Proposed Director**) and the Company accept responsibility for the information contained in this document. To the best of the knowledge of the Directors, the Proposed Director and the Company, the information contained in this document is in accordance with the facts and this document contains no omission likely to affect its import.

The distribution of this document, the Original Prospectus, the First Supplementary Prospectus, the Provisional Allotment Letter and the transfer of Nil Paid Rights, Fully Paid Rights and New Shares into jurisdictions other than the United Kingdom may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with any such restrictions may constitute a violation of the securities laws or regulations of such jurisdictions. In particular, subject to certain exceptions, this document, the Original Prospectus, the First Supplementary Prospectus, the enclosures and the Provisional Allotment Letter and any other such documents should not be distributed, forwarded to or transmitted in or into the United States, any of the Excluded Territories or any other jurisdictions where the extension and availability of the Rights Issue would breach any applicable law.



ASTON MARTIN

Aston Martin Lagonda Global Holdings plc

(incorporated in England and Wales under the Companies Act 2006 with registered number 11488166)

Second Supplementary Prospectus

**Proposed Placing of 76,000,000 Placing Shares at 225 pence per
Placing Share to the Yew Tree Consortium**

**Proposed 4 for 1 Rights Issue of 1,216,011,560 New Shares at 30
pence per New Share**

Sponsor, Joint Global Co-ordinator and Joint Bookrunner

Morgan Stanley

Joint Global Co-ordinators and Joint Bookrunners

Deutsche Bank

J.P. Morgan Cazenove

The Shares are listed on the premium listing segment of the Official List maintained by the FCA and traded on the main market for listed securities of London Stock Exchange plc (the **London Stock Exchange**). Application will be made to the FCA and to the London Stock Exchange for the New Shares and the Placing Shares to be admitted to the premium listing segment of the Official List of the FCA and to trading on the main market for listed securities of the London Stock Exchange. It is expected that Admission of the New Shares (nil paid) will become effective and that dealings on the London Stock Exchange in the New Shares (nil paid) will commence at 8.00 a.m. on 1 April 2020 and that Admission of the Placing Shares will become effective and that dealings on the London Stock Exchange in the Placing Shares will commence at 8.00 a.m. on 31 March 2020.

Investors should read this Second Supplementary Prospectus, the First Supplementary Prospectus and the Original Prospectus as a whole (including all information incorporated therein and herein by reference). Your attention is drawn to the letter of recommendation from the Chair which is set out in Part I of the Original Prospectus (and as supplemented in the First Supplementary Prospectus). Your attention is also drawn to the section headed “Risk Factors” at the beginning of the Original Prospectus (and as supplemented in the First Supplementary Prospectus) which sets out certain risks and other factors that should be considered by Shareholders when deciding on what action to take in relation to the Rights Issue and the Placing (together, the *Capital Raise*), and by others when deciding whether or not to purchase Nil Paid Rights, Fully Paid Rights or New Shares.

Each of Morgan Stanley & Co. International plc (**Morgan Stanley**) and J.P. Morgan Securities plc (which conducts its UK investment banking activities under the marketing name J.P. Morgan Cazenove) (**J.P. Morgan Cazenove**) is authorised in the United Kingdom by the Prudential Regulation Authority (**PRA**) and regulated in the United Kingdom by the FCA and the PRA. Deutsche Bank AG, London Branch (**Deutsche Bank**, together with Morgan Stanley and J.P. Morgan Cazenove, the **Underwriters**), which is authorised under German Banking Law (competent authority: European Central Bank) and, in the United Kingdom, by the PRA, is subject to supervision by the European Central Bank and by BaFin, Germany’s Federal Financial Supervisory Authority, and is subject to limited regulation in the United Kingdom by the PRA and the FCA. The Underwriters are acting exclusively for the Company and are acting for no one else in connection with the Capital Raise and will not regard any other person as a client in relation to the Capital Raise and will not be responsible to anyone other than the Company for providing the protections afforded to their respective clients, nor for providing advice in connection with the Capital Raise or any other matter, transaction or arrangement referred to in this document, the First Supplementary Prospectus or the Original Prospectus. The Underwriters have given and not withdrawn their consent to the issue of this document with the inclusion of the references to their respective names in the form and context in which they are included.

Apart from the responsibilities and liabilities, if any, which may be imposed on the Underwriters by the FSMA or the regulatory regime established thereunder, or under the regulatory regime of any jurisdiction where exclusion of liability under the relevant regulatory regime would be illegal, void or unenforceable, none of the Underwriters, nor any of their respective affiliates, directors, officers, employees or advisers, accepts any responsibility whatsoever for, or makes any representation or warranty, express or implied, as to 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, the Nil Paid Rights, the Fully Paid Rights, the New Shares, the Placing Shares, the Rights Issue or the Placing. The Underwriters and their respective affiliates, directors, officers, employees and advisers accordingly disclaim to the fullest extent permitted by law any and all liability whatsoever, whether arising in tort, contract or otherwise, which they might otherwise have in respect of this document or any such statement.

The contents of this Second Supplementary Prospectus are not to be construed as legal, business or tax advice. Each prospective investor should consult their own legal, financial or tax adviser in connection with the purchase of the New Shares. In making an investment decision, each investor must rely on their own examination, analysis and enquiry of the Company and the terms of the Capital Raise, including the merits and risks involved.

The investors also acknowledge that: (i) they have not relied on the Underwriters or any person affiliated with the Underwriters in connection with any investigation of the accuracy of any information contained in this document, the First Supplementary Prospectus or the Original Prospectus or their investment decision; and (ii) they have relied only on the information contained in this document, the First Supplementary Prospectus and the Original Prospectus and that no person has been authorised to give any information or to make any representation concerning the Company or its subsidiaries or the Nil Paid Rights, the Fully Paid Rights, the New Shares or the Placing Shares (other than as contained in this document, the First Supplementary Prospectus or the Original Prospectus) and, if given or made, any such other information or representation should not be relied upon as having been authorised by the Company or the Underwriters.

It is expected that Provisional Allotment Letters will be dispatched to Qualifying Non-CREST Shareholders and Forms of Instruction will be dispatched to AML Nominee Service Shareholders (other than, subject to certain exceptions, those with registered addresses in the United States or the Excluded Territories) on 31 March 2020, and that Qualifying CREST Shareholders (other than, subject to certain exceptions, those with registered addresses in the United States or the Excluded Territories) will receive a credit to their appropriate stock accounts in CREST in respect of the Nil Paid Rights to which they are entitled on 1 April 2020. The Nil Paid Rights so credited are expected to be enabled for settlement by Euroclear as soon as practicable after Admission of the New Shares (nil paid).

In connection with the Rights Issue, the Underwriters and any of their respective affiliates may, in accordance with applicable legal and regulatory provisions, take up a portion of the Nil Paid Rights, the Fully Paid Rights and the New Shares in the Rights Issue as a principal position and in that capacity may retain, purchase, sell, offer to sell or otherwise deal for their own account in securities of the Company and related or other securities and instruments (including Nil Paid Rights, Fully Paid Rights and New Shares) and may offer or sell such securities otherwise than in connection with the Rights Issue, provided that the Underwriters and their respective affiliates may not engage in short selling for the purpose of hedging their commitments under the Underwriting Agreement (subject to certain exceptions contained in the Underwriting Agreement). Accordingly, references in this document, the First Supplementary Prospectus and the Original Prospectus to Nil Paid Rights, Fully Paid Rights and New Shares being offered or placed should be read as including any offering or placement of Nil Paid Rights, Fully Paid Rights and New Shares to any of the Underwriters or any of their respective affiliates acting in such capacity. In addition, certain of the Underwriters or their affiliates may enter into financing arrangements (including margin loans) with investors in connection with which such Underwriters (or their affiliates) may from time to time acquire, hold or dispose of Nil Paid Rights, Fully Paid Rights and New Shares. Except as required by applicable law or regulation, the Underwriters do not propose to make any public disclosure in relation to such transactions. **The latest time and date for acceptance and payment in full for the New Shares by holders of the Nil Paid Rights is expected to be 11.00 a.m. on 17 April 2020. The procedures for delivery of the Nil Paid Rights, acceptance and payment are set out in Part III of the Original Prospectus and (other than, subject to certain exceptions, those with registered addresses in the United States or the Excluded Territories), for Qualifying Non-CREST Shareholders also in the Provisional Allotment Letter and, for Qualifying AML Nominee Service Shareholders also in the Form of Instruction. Qualifying CREST Shareholders should refer to paragraph 2.5 of Part III of the Original Prospectus.**

The Underwriters may arrange for the offer of New Shares in the United States not taken up in the Rights Issue only to persons reasonably believed to be "qualified institutional buyers" (*QIBs*) within the meaning of Rule 144A under the United States Securities Act of 1933, as amended (the *Securities Act*) (*Rule 144A*) in reliance on an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. The New Shares, the Nil Paid Rights and the Fully Paid Rights offered outside the United States are being offered in reliance on Regulation S under the Securities Act (*Regulation S*). **Prospective investors are hereby notified that sellers of the Nil Paid Rights, the Fully Paid Rights or the New Shares may be relying on the exemption from registration provisions under Section 5 of the Securities Act, provided by Rule 144A thereunder.**

In addition, until 40 days after the commencement of the Rights Issue, an offer, sale or transfer of the Nil Paid Rights, the Fully Paid Rights, the Provisional Allotment Letters, the New Shares or the Placing Shares within the United States by a dealer (whether or not participating in the Rights Issue) may violate the registration requirements of the Securities Act.

All Shareholders and any person (including, without limitation, a nominee or trustee) who has a contractual or legal obligation to forward this document, the First Supplementary Prospectus, the Original Prospectus or any Provisional Allotment Letter, if and when received, or other document to a jurisdiction outside the United Kingdom should read the information set out in paragraph 2.5 of Part III of the Original Prospectus.

Notice to Overseas Shareholders

Neither this document, the First Supplementary Prospectus nor the Original Prospectus constitute an offer of Nil Paid Rights, Fully Paid Rights, New Shares or Placing Shares to any person with a registered address, or who is located, in the United States or the Excluded Territories or in any other jurisdiction in which such an offer or solicitation is unlawful. The Nil Paid Rights, the Fully Paid Rights, the New Shares, the Placing Shares and the Provisional Allotment Letters have not been and will not be registered or qualified for distribution to the public under the relevant laws of any state, province or territory of the United States or any Excluded Territory and may not be offered, sold, taken up, exercised, resold, renounced, transferred or delivered, directly or indirectly, within the United States or any Excluded Territory or in any other jurisdictions where the extension and availability of the Rights Issue would breach any applicable law, except pursuant to an applicable exemption. See "Notice to Investors in the United States of America" in the section titled "*Important Information*" of the Original Prospectus.

The Nil Paid Rights, the Fully Paid Rights and the New Shares have not been and will not be registered under the Securities Act or under any securities laws of any state or other jurisdiction of the United States and may not be offered, sold, taken up, exercised, resold, renounced, transferred or delivered, directly or indirectly, within the United States except pursuant to an applicable exemption from or in a transaction not subject to the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States. There will be no public offer of the Nil Paid Rights, the Fully Paid Rights, the New Shares or the Placing Shares in the United States.

The Nil Paid Rights, the Fully Paid Rights, the New Shares, the Placing Shares and the Provisional Allotment Letters have not been approved or disapproved by the United States Securities and Exchange Commission, any state's securities commission in the United States or any US regulatory authority, nor have any of the foregoing authorities passed upon or endorsed the merits of the offering of the Nil Paid Rights, the Fully Paid Rights, the New Shares or the Placing Shares or the accuracy or adequacy of this document, the First Supplementary Prospectus or the Original Prospectus. Any representation to the contrary is a criminal offence.

The Nil Paid Rights, the Fully Paid Rights, the Provisional Allotment Letters, the New Shares and the Placing Shares have not been and will not be registered or qualified for distribution to the public under the securities laws of any Excluded Territory and may not be offered, sold, taken up, exercised, resold, renounced, transferred or delivered, directly or indirectly, within any Excluded Territory or in any other jurisdictions where the extension and availability of the Rights Issue would breach any applicable law, except pursuant to an applicable exemption from, and in compliance with, any applicable securities laws. There will be no public offer in any of the Excluded Territories or in any other jurisdictions where the extension and availability of the Rights Issue would breach any applicable law.

The Nil Paid Rights, Fully Paid Rights and New Shares may not be offered or sold in Hong Kong, by means of any document, other than (i) to "professional investors" as defined in the Securities and Futures Ordinance (Cap.571, Laws of Hong Kong) of Hong Kong (the **SFO**) and any rules made under the SFO; or (ii) in other circumstances which do not constitute an offer to the public within the meaning of the Companies (Winding up and Miscellaneous Provisions) Ordinance (Cap.32, Laws of Hong Kong) of Hong Kong (the **C(WUMPO)**) or an invitation to induce an offer

by the public to subscribe for or purchase any shares and which do not result in this document, the First Supplementary Prospectus, the Original Prospectus or the Provisional Allotment Letter being a "prospectus" as defined in the C(WUMP)O. No advertisement, invitation or document relating to the Nil Paid Rights, Fully Paid Rights, New Shares, the Provisional Allotment Letters, the Original Prospectus, the First Supplementary Prospectus or this document may be issued or may be in the possession of any person for the purpose of issue, whether in Hong Kong or elsewhere, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the C(WUMP)O and the SFO) other than with respect to the Nil Paid Rights, Fully Paid Rights and New Shares which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" as defined in the SFO and any rules made under the SFO or in other circumstances which do not constitute an offer or invitation to the public within the meaning of the C(WUMP)O. The contents of this document, the First Supplementary Prospectus, the Original Prospectus and the Provisional Allotment Letter have not been reviewed by any regulatory authority in Hong Kong. You are advised to exercise caution in relation to the offer. If you are in any doubt about any of the contents of this document, the First Supplementary Prospectus, the Original Prospectus or the Provisional Allotment Letter, you should obtain independent professional advice.

This document, the First Supplementary Prospectus and the Original Prospectus are being communicated in or from Switzerland to a small number of selected Shareholders only. Each copy of this document, the First Supplementary Prospectus, the Original Prospectus and/or the Provisional Allotment Letters is addressed to a specifically named recipient and may not be copied, reproduced, distributed or passed on to others without the Company's prior written consent. The Nil Paid Rights, the Fully Paid Rights and the New Shares may not be publicly offered, sold or advertised, directly or indirectly, in or from Switzerland and will not be listed on the SIX Swiss Exchange (**SIX**) or on any other stock exchange or regulated trading facility in Switzerland. This document, the First Supplementary Prospectus and the Original Prospectus has been prepared without regard to the disclosure standards for issuance prospectuses under art. 652a or art. 1156 of the Swiss Code of Obligations or the disclosure standards for listing prospectuses under art. 27 ff. of the SIX Listing Rules or the listing rules of any other stock exchange or regulated trading facility in Switzerland. Neither this document, the First Supplementary Prospectus nor the Original Prospectus nor any other offering or marketing material relating to the Nil Paid Rights, the Fully Paid Rights and the New Shares or the offering may be publicly distributed or otherwise made publicly available in Switzerland. Neither this document, the First Supplementary Prospectus, the Original Prospectus nor any other offering or marketing material relating to the Capital Raise, the Company, the Nil Paid Rights, the Fully Paid Rights and the New Shares have been or will be filed with or approved by any Swiss regulatory authority. In particular, such documents will not be filed with, and the offer of Nil Paid Rights, the Fully Paid Rights and the New Shares will not be supervised by, the Swiss Financial Market Supervisory Authority FINMA.

Notice to all investors

Any reproduction or distribution of this document, in whole or in part, and any disclosure of its contents or use of any information contained in this document for any purpose other than considering an investment in the Nil Paid Rights, the Fully Paid Rights or the New Shares is prohibited. By accepting delivery of this document, each offeree of the Nil Paid Rights, the Fully Paid Rights and/or the New Shares agrees to the foregoing.

The distribution of this document, the First Supplementary Prospectus, the Original Prospectus and/or the Provisional Allotment Letters and/or the transfer of the Nil Paid Rights, the Fully Paid Rights and/or the New Shares into jurisdictions other than the United Kingdom may be restricted by law. Persons into whose possession these documents come should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. In particular, such documents should not be distributed, forwarded to or transmitted in or into the United States, any of the Excluded Territories or in any other jurisdictions where the extension and availability of the Rights Issue would breach any applicable law. The Nil Paid Rights, the Fully Paid Rights, the New Shares and the Provisional Allotment Letters are not transferable, except in accordance with, and the

distribution of this document, the First Supplementary Prospectus and the Original Prospectus is subject to, the restrictions set out in paragraph 2.5 of Part III of the Original Prospectus. No action has been taken by the Company or by the Underwriters that would permit an offer of the New Shares or rights thereto or possession or distribution of this document, the First Supplementary Prospectus, the Original Prospectus or any other offering or publicity material or the Provisional Allotment Letters, the Nil Paid Rights, or the Fully Paid Rights in any jurisdiction where action for that purpose is required, other than in the United Kingdom.

No person has been authorised to give any information or make any representations other than those contained in this document and, if given or made, such information or representations must not be relied upon as having been authorised by the Company or by the Underwriters. Neither the delivery of this document nor any subscription or sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the Group since the date of this document or that the information in this document is correct as at any time subsequent to its date.

Unless explicitly incorporated by reference herein, the contents of the websites of the Group do not form part of this document. Except where the context otherwise requires, terms defined in the Original Prospectus and the First Supplementary Prospectus have the same meaning when used in this Second Supplementary Prospectus. See Part X – Definitions and Glossary of the Original Prospectus.

WHERE TO FIND HELP

Part II of the Original Prospectus answers some of the questions most often asked by shareholders about rights issues. If you have further questions, please call the Shareholder Helpline at Equiniti on 0333 207 6530 (+44 121 415 0915 if calling from outside the United Kingdom). Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. The helpline is open between 8:30 a.m. – 5.30 p.m., Monday to Friday excluding public holidays in England and Wales. Please note that Equiniti cannot provide any financial, legal or tax advice and calls may be recorded and monitored for security and training purposes. Please note that, for legal reasons, the Shareholder Helpline is only able to provide information contained in this document, the First Supplementary Prospectus or the Original Prospectus and information relating to the Company's register of members and is unable to give advice on the merits of the Capital Raise.

This Second Supplementary Prospectus is dated 30 March 2020.

Part I

Working Capital Statement

Background

COVID-19 has created very significant challenges for companies given its widespread adverse global economic, social and operational impact, the effects of which are continuing to unfold. The risks associated with COVID-19 were disclosed, in each case as they were known at the time, in the Original Prospectus published on 27 February 2020, and emphasised further in the First Supplementary Prospectus published on 13 March 2020 as the outbreak developed globally, prompting the renegotiation of the terms of the transaction.

Ahead of admission of the Nil Paid Rights to listing and trading, the Directors, having requested that their reporting accountant provide a bring down comfort letter concerning the Directors' working capital statement made in the Original Prospectus, have concluded that such letter could give doubt as to the continued basis for the working capital statement. This doubt is driven by the increased and unquantifiable uncertainty in the current unprecedented environment impacting the ability of the Company to consider an accurately modelled reasonable worst case downside and to conclude that there is very little risk that the working capital statement is subsequently called into question.

The updated statement in relation to working capital set out below constitutes a significant new factor for the purposes of the Prospectus Regulation Rules, requiring the publication of this Second Supplementary Prospectus.

Background to regulatory approach to working capital disclosure

The requirement of the FCA's Prospectus Regulation Rules is for the Company to make a statement that there is sufficient working capital for its present requirements or, if not, how it proposes to provide for the additional working capital needed.

There is guidance in relation to working capital from the European Securities and Markets Authority (ESMA) that sits alongside the Prospectus Regulation Rules. The guidance makes it clear that an issuer has a binary choice – namely that, if it cannot make a 'clean' working capital statement, then it has to make a 'qualified' working capital statement. There is no middle ground.

Accordingly, the working capital disclosure set out below has been included in this Second Supplementary Prospectus in consequence of the ESMA guidance.

Working capital

Taking into account the proceeds of the Capital Raise, the Company is of the opinion that the Group does not have sufficient working capital to meet its requirements for 12 months following the publication of the Original Prospectus. This is due to the increased impact, since the Company published the First Supplementary Prospectus on 13 March 2020, of COVID-19 and the ongoing and unquantifiable uncertainty it has created and continues to create.

Directors' perspectives

As at the date of this Second Supplementary Prospectus, for the reasons set out below the Directors remain confident of the Company's ability to trade through the current period, subject to the uncertainties related to COVID-19 and, notwithstanding the requirement to update the original unqualified working capital statement as above, remain confident as to the sufficiency of the Group's working capital for at least the next 12 months.

As part of the Capital Raise process and in light of the developing COVID-19 situation, the Company has run multiple stress tests on the Company's business plan, with the increased size of capital raise and other funding providing additional safeguards to the Company in the short and medium term.

Capital expenditure and discretionary operating costs remain under control and the Company is confident in its ability to adjust these items according to need.

Furthermore, the Company plans to take various mitigating actions available that were not, due to the then prevailing circumstances, considered for the purposes of the working capital exercise conducted prior to publication of the Original Prospectus, and which will, in the opinion of the Directors, provide additional liquidity headroom.

1. The Company has access to additional funding facilities in the aggregate amount of approximately £150 million and include:
 - a. confirmation of continuing support in respect of the £36.7 million in back to back loan arrangements,
 - b. £40 million in inventory repurchase arrangements (which continue on a rolling basis of up to 180 days per tranche), and
 - c. a signed mandate letter in respect of up to \$100 million in further inventory financing (which is expected to be available from early May).
2. Among other mitigating actions already disclosed, the Company retains the option until 8 July 2020 to draw up to \$100 million of the Delayed Draw Notes issued on 8 October 2019 (as described in the Prospectus) and is in the process of refinancing its current Wholesale Finance Facility.
3. The Company remains in discussion with the UK government in relation to the potential support packages available to businesses to trade through the pandemic.
4. Alongside this, the Company continues to review all future funding and refinancing options.

The current order book for Aston Martin vehicles remains significant. Despite the recent enforced closure of the production facilities, the Company has an established supply chain and continues to work with its suppliers and business partners to be ready to deliver production to meet demand as soon as it is able to reopen its production facilities.

In light of, and subject to, the mitigating actions set out above, the Directors remain confident that the Group will have sufficient working capital for at least the next 12 months.

Part II

Expected Timetable for the Rights Issue and the Placing^{(1) (2)}

30 March General Meeting	10.00 a.m. on 30 March 2020
Issue of the Placing Shares	30 March 2020
Record Date for entitlements under the Rights Issue	close of business on 30 March 2020
Listing and Admission of the Placing Shares	8.00 a.m. on 31 March 2020
Despatch of Provisional Allotment Letters (to Qualifying Non-CREST Shareholders only) and Forms of Instruction (to Qualifying AML Nominee Service Shareholders only) ⁽³⁾	31 March 2020
Admission of, and dealings commence in, Nil Paid Rights on the London Stock Exchange	8.00 a.m. on 1 April 2020
Existing Shares marked ex-Rights (the Ex-Rights Date) by the London Stock Exchange	8.00 a.m. on 1 April 2020
Nil Paid Rights and Fully Paid Rights enabled in CREST (for Qualifying CREST Shareholders only) ⁽³⁾	as soon as practicable after 8.00 a.m. on 1 April 2020
CREST stock accounts credited with Nil Paid Rights (for Qualifying CREST Shareholders only) ⁽³⁾	as soon as practicable after 8.00 a.m. on 1 April 2020
Latest time for receipt of instructions under Special Dealing Service in respect of Cashless Take-up or disposal of Nil Paid Rights	5.00 p.m. on 8 April 2020
Recommended latest time for requesting withdrawal of Nil Paid Rights or Fully Paid Rights from CREST (i.e. if your Nil Paid Rights or Fully Paid Rights are in CREST and you wish to convert them into certificated form)	4.30 p.m. on 9 April 2020
Dealings carried out in relation to the Cashless Take-up or disposal of Nil Paid Rights under the Special Dealing Service	9 April 2020
Latest time and date for depositing renounced Provisional Allotment Letters, nil paid or fully paid, into CREST or for dematerialising Nil Paid Rights into a CREST stock account	3.00 p.m. on 14 April 2020
Latest time and date for splitting Provisional Allotment Letters, nil or fully paid	3.00 p.m. on 15 April 2020
Despatch of cheques in relation to net proceeds of disposal of Nil Paid Rights under the Special Dealing Service	15 April 2020
Latest time and date for acceptance and payment in full and registration of renounced Provisional Allotment Letters for Non-CREST Shareholders	11.00 a.m. on 17 April 2020
Expected date of announcement of results of the Rights Issue through a Regulatory Information Service	20 April 2020
Admission of, and dealings commence in, the New Shares, fully paid, on the London Stock Exchange	8.00 a.m. on 20 April 2020
New Shares credited to CREST stock accounts (for Qualifying CREST Shareholders only) ⁽³⁾	as soon as practicable after 8.00 a.m. on 20 April 2020

Despatch of definitive share certificates for New Shares in certificated form (to Qualifying Non-CREST Shareholders only)⁽³⁾ and Premium Payments (if applicable) of Nil Paid Rights not taken up

by no later than 4 May 2020

Despatch of Nominee Statements (to Qualifying AML Nominee Service Shareholders only)⁽³⁾

August 2020

Notes:

- (1) The times and dates set out in the expected timetable of principal events above and mentioned throughout this document, by announcement through a Regulatory Information Services, and in the Provisional Allotment Letter may be adjusted by the Company, in which event details of the new dates will be notified to the FCA and to the London Stock Exchange and, where appropriate, to Shareholders.
- (2) References to times in this document are to London time unless otherwise indicated.
- (3) Subject to certain restrictions relating to Overseas Shareholders. See paragraph 2.5 of Part III of the Original Prospectus.

Part III

Important Information

General

The Company will update the information provided in this Second Supplementary Prospectus, the First Supplementary Prospectus and the Original Prospectus by means of a supplement if a significant new factor that may affect the evaluation by prospective investors of the offer occurs after the publication of this document or if this document contains any material mistake or substantial inaccuracy. This document and any further supplements will be subject to approval by the FCA (as competent authority under Regulation (EU) 2017/1129) and will be made public in accordance with the Prospectus Regulation Rules. If a further supplement to this document is published prior to Admission of the New Shares, investors shall have the right to withdraw their applications for New Shares made prior to the publication of the further supplement. Such withdrawal must be made within the time limits and in the manner set out in any such further supplement (which shall not be shorter than two clear Business Days after publication of the supplement).

Cautionary note regarding forward-looking statements

This Second Supplementary Prospectus, the First Supplementary Prospectus and the Original Prospectus include certain forward-looking statements, forecasts, estimates, projections and opinions (**Forward-looking Statements**). When used in this document, the words "anticipate", "believe", "estimate", "forecast", "expect", "intend", "plan", "project", "may", "will" or "should" or, in each case, their negative or other variations or similar expressions, as they relate to the Group, its management or third parties, identify Forward-looking Statements. Forward-looking Statements include statements regarding the Group's business strategy, objectives, financial condition, results of operations and market data, as well as any other statements that are not historical facts. These statements reflect beliefs of the Directors (including based on their expectations arising from pursuit of the Group's strategy), as well as assumptions made by the Directors and information currently available to the Company.

Although the Company believes that these beliefs and assumptions are reasonable, by their nature, Forward-looking Statements involve known and unknown risks, uncertainties, assumptions and other factors because they relate to events and depend on circumstances that will occur in the future whether or not outside the control of the Company. These factors, risks, uncertainties and assumptions could cause actual outcomes and results to be materially different from those projected. Past performance cannot be relied upon as a guide to future performance and should not be taken as a representation that trends or activities underlying past performance will continue in the future. No representation is made or will be made that any Forward-looking Statements will be achieved or will prove to be correct. These factors, risks, assumptions and uncertainties expressly qualify all subsequent oral and written Forward-looking Statements attributable to the Group or persons acting on its behalf.

None of the Company, the Directors or the Underwriters assume any obligation to update any Forward-looking Statement and disclaims any obligation to update its view of any risks or uncertainties described in this Second Supplementary Prospectus, the First Supplementary Prospectus or the Original Prospectus or to publicly announce the result of any revisions to the Forward-looking Statements made in this document, except as required by law (including, for the avoidance of doubt, the Prospectus Regulation Rules, the Listing Rules and Disclosure Guidance and Transparency Rules).

In addition, this Second Supplementary Prospectus, the First Supplementary Prospectus and the Original Prospectus contain information concerning the Group's industry and its market and business segments generally, which is forward-looking in nature and is based on a variety of assumptions regarding the ways in which the industry, and the Group's market and business segments, will develop. These assumptions are based on information currently available to the Company. If any one or more of these assumptions turn out to be incorrect, actual market results may differ from those predicted. While the Company does not know what effect any such

differences may have on the Group's business, if there are such differences, they could have a material adverse effect on the Group's future results of operations and financial condition.

Rounding

Certain numerical figures included in this Second Supplementary Prospectus, the First Supplementary Prospectus and the Original Prospectus have been rounded. Therefore, discrepancies in tables between totals and the sums of the amounts listed may occur due to such rounding. Percentages in tables have been rounded and accordingly may not add up to 100 per cent.

Currency information

Unless otherwise indicated, references in this Second Supplementary Prospectus, the First Supplementary Prospectus and the Original Prospectus to "pound sterling", "GBP" or "£" are to the lawful currency of the United Kingdom and references to "US dollars", "dollars", "US\$" or "\$" are to the lawful currency of the United States of America.

No profit forecast or estimate

No statement in this Second Supplementary Prospectus, the First Supplementary Prospectus and the Original Prospectus is intended as a profit forecast or estimate and no statement in this document should be interpreted to mean that earnings per share for the current or future financial years would necessarily match or exceed the historical published earnings per share.

Notice to investors in the United States of America

Subject to certain exceptions, neither this Second Supplementary Prospectus, the First Supplementary Prospectus, the Original Prospectus nor the Provisional Allotment Letter constitutes, or will constitute, or forms part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or acquire, New Shares, Placing Shares, Nil Paid Rights and/or Fully Paid Rights to any Shareholder with a registered address in, or who is resident of, the United States. If you are in the United States, you may not exercise your Nil Paid Rights or Fully Paid Rights and/or acquire any New Shares offered hereby. Notwithstanding the foregoing, the Company reserves the right to offer and deliver the Nil Paid Rights to, and the Fully Paid Rights and the New Shares may be offered to and acquired by, a limited number of Shareholders in the United States reasonably believed to be QIBs, within the meaning of Rule 144A, or to other persons in offerings exempt from or in a transaction not subject to, the registration requirements under the Securities Act. The Nil Paid Rights, the Fully Paid Rights and the New Shares being offered outside the United States are being offered in reliance on Regulation S. If you are a QIB located in the United States, in order to exercise your Nil Paid Rights or Fully Paid Rights and/or acquire any New Shares upon exercise thereof, you must sign and deliver an investor letter.

If you sign such an investor letter, you will be, amongst other things: representing that you and any account for which you are acquiring the New Shares, the Nil Paid Rights or the Fully Paid Rights are a QIB; and agreeing not to reoffer, sell, pledge or otherwise transfer the New Shares, the Nil Paid Rights, the Fully Paid Rights or the Provisional Allotment Letters, except: in an offshore transaction in accordance with Rule 904 of Regulation S under the Securities Act (which, for the avoidance of doubt, includes a sale over the London Stock Exchange), and neither the seller nor any person acting on its behalf knows that the transaction has been pre-arranged with a buyer in the United States; to a QIB in a transaction in accordance with Rule 144A; with respect to the New Shares only, pursuant to Rule 144 under the Securities Act (if available); or in another transaction pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, and, in each case, in compliance with any applicable securities laws of any state or other jurisdiction of the United States.

No representation has been, or will be, made by the Company or the Underwriters as to the availability of Rule 144 under the Securities Act or any other exemption under the Securities Act or any applicable securities laws of any state or other jurisdiction of the United States for the reoffer, pledge or transfer of the New Shares.

Any envelope containing a Provisional Allotment Letter and post-marked from the United States will not be valid unless it contains a duly executed investor letter in the appropriate form as described above, any Provisional Allotment Letter in which the exercising holder requests New Shares to be issued in registered form and gives an address in the United States will not be valid unless it contains a duly executed investor letter.

The payment paid in respect of Provisional Allotment Letters that do not meet the foregoing criteria will be returned without interest.

Any person in the United States who obtains a copy of this Second Supplementary Prospectus, the First Supplementary Prospectus or the Original Prospectus and who is not a QIB will be unable to purchase or acquire Nil Paid Rights, Fully Paid Rights, New Shares and is required to disregard this Second Supplementary Prospectus, the First Supplementary Prospectus and/or the Original Prospectus.

Overseas territories

Shareholders who have registered addresses in or who are resident in, or who are citizens of, all countries other than the United Kingdom should refer to paragraph 2.5 of Part III of the Original Prospectus.

Notice to all Shareholders

Any reproduction or distribution of this Second Supplementary Prospectus, the First Supplementary Prospectus, the Original Prospectus, the Provisional Allotment Letters or the Forms of Instruction, in whole or in part, and any disclosure of its contents or use of any information contained in this Second Supplementary Prospectus, the First Supplementary Prospectus or the Original Prospectus for any purpose other than considering an investment in the Nil Paid Rights, the Fully Paid Rights or the New Shares is prohibited. By accepting delivery of this Second Supplementary Prospectus, the First Supplementary Prospectus, the Original Prospectus and, where applicable, the Provisional Allotment Letters or the Forms of Instruction, each offeree of the Nil Paid Rights, the Fully Paid Rights and the New Shares agrees to the foregoing.

The distribution of this Second Supplementary Prospectus, the First Supplementary Prospectus, the Original Prospectus and any accompanying documents into jurisdictions other than the United Kingdom may be restricted by law. Persons into whose possession these documents come should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. For further information on the Excluded Territories, please see Part III of the Original Prospectus.

No action has been taken by the Company or by the Underwriters that would permit an offer of the Nil Paid Rights, the Fully Paid Rights or the New Shares or possession or distribution of this Second Supplementary Prospectus, the First Supplementary Prospectus, the Original Prospectus, the Provisional Allotment Letters or any other offering or publicity material in any of the Excluded Territories or in any other jurisdictions where the extension and availability of the Rights Issue would breach any applicable law.

Available information

If, at any time, the Company is neither subject to Section 13 or Section 15(d) of the Exchange Act, nor exempt from reporting pursuant to Rule 12g3-2(b) thereunder, the Company will furnish, upon request, to any holder or beneficial holder of Shares, or any prospective purchaser designated by any such holder or beneficial owner, the information required to be delivered pursuant to Rule 144A(d)(4) under the Securities Act. In such cases, the Company will also furnish to each such owner all notices of general Shareholders' meetings and other reports and communications that the Group generally makes available to Shareholders.

Enforcement of civil liabilities

The ability of an Overseas Shareholder to bring an action against the Company may be limited under law. The Company is a public limited company incorporated in England and Wales. The rights of holders of Shares are governed by English law and by the Company's memorandum and articles of association. These rights differ from the rights of shareholders in typical US corporations and some other non-UK corporations.

An Overseas Shareholder may not be able to enforce a judgment against some or all of the Directors and executive officers. The majority of the Directors and executive officers are residents of the United Kingdom. Consequently, it may not be possible for an Overseas Shareholder to effect service of process upon the Directors and executive officers within that Shareholder's country of residence or to enforce against the Directors and executive officers judgments of courts of that Shareholder's country of residence based on civil liabilities under that country's securities laws. There can be no assurance that an Overseas Shareholder will be able to enforce any judgments in civil and commercial matters or any judgments under the securities laws of countries other than the United Kingdom against the Directors or executive officers who are residents of the United Kingdom or countries other than those in which judgment is made. In addition, English or other courts may not impose civil liability on the Directors or executive officers in any original action based solely on the foreign securities laws brought against the Company or the Directors in a court of competent jurisdiction in England or other countries.

Part IV
Additional Information

1. Responsibility

The Company and the Directors and Proposed Director, whose names and principal functions appear on page 47 of the Original Prospectus, accept responsibility for the information contained in this Second Supplementary Prospectus. To the best of the knowledge of the Company, the Directors and the Proposed Director, the information contained in this Second Supplementary Prospectus is in accordance with the facts and contains no omission likely to affect its import.

2. Working Capital

Paragraph 23 of Part IX of the Original Prospectus should be replaced by Part I of this Second Supplementary Prospectus.

3. Consents

The Company has received the following written consents, which are available for inspection at the times and locations set out in paragraph 28 of Part IX of the Original Prospectus in connection with the publication of this Second Supplementary Prospectus:

- (A) Each of the Underwriters has given and not withdrawn their consent to the inclusion in this Second Supplementary Prospectus of their name in the form and in the context in which they appear.

4. Documents available for inspection

In addition to the documents set out in paragraph 28 of Part IX of the Original Prospectus and paragraph 4 of Part VII of the First Supplementary Prospectus, copies of the following documents may be inspected on the Group's website at www.astonmartinlagonda.com/investors for a period of 12 months following Admission of the New Shares:

- (a) the consent letters referred to in paragraph 3 above; and
- (b) this Second Supplementary Prospectus.

For the purposes of Rule 3.2 of the Prospectus Regulation Rules, this document will be published in printed form and available free of charge, during normal business hours on any weekday (Saturdays, Sundays and public holidays excepted) for a period of 12 months following Admission of the New Shares at Banbury Road, Gaydon, Warwick CV35 0DB, United Kingdom.

5. Definitions

Capitalised terms contained in this Second Supplementary Prospectus and not otherwise defined herein shall have the meanings given to such terms in the Original Prospectus as supplemented by the First Supplementary Prospectus.

Dated: 30 March 2020

