Driver UK Master S.A. Société Anonyme

AUDITED ANNUAL ACCOUNTS FOR THE FINANCIAL PERIOD FROM 1 JULY 2024 TO 31 DECEMBER 2024

Registered office: 22-24 Boulevard Royal L-2449 Luxembourg

RCS Luxembourg: B 162.723

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DIRECTOR'S REPORT

The Board of Directors of Driver UK Master S.A. (the "Company") herewith submits its report for the period ended 31 December 2024.

General

The Company is a Securitisation company within the meaning of the Law of March 22, 2004 on Securitisation, hereafter the "Securitisation Law", and has as its corporate purpose the Securitisation of receivables (hereafter "the Receivables" or "Permitted Assets"). The Company is organised under the laws of Luxembourg as a "Société Anonyme" for an unlimited period.

The Company may, in accordance with the terms of the Securitisation Law, and in particular its article 5, create one or more compartments. Each compartment shall, unless otherwise provided for in the resolution of the Board of Directors creating such compartment, correspond to a distinct part of the assets and liabilities in respect of the corresponding funding.

Summary of activities

Compartment 2:

On 25 October 2013, the Company created a new Compartment called Driver UK Master S.A. - Compartment 2 ("**C2**"). On 20 November 2013, Driver UK Master S.A. - Compartment 1 sold its right, title and interest in the Receivables to Private VCL S.A. - Compartment 2013-1 ("VCL 2013-1") valued at GBP 2,204,907,727. On the same date, Driver UK Master S.A. - Compartment 2 purchased back the Receivables for the same amount. Additional Volkswagen Financial Services (UK) Limited ("VWFS") receivables have also been transferred at the same time.

On 27 November 2023, C2 was cleaned-up.

Compartment 3:

On 24 February 2016, the Company created a compartment named Compartment 3 ("C3"). Compartment 3 has purchased receivables arising from the financing of the purchase of motor vehicles by customers by way of hire purchase, personal contract plans or lease purchase originated by Volkswagen Financial Services (UK) Limited ("VWFS"). The Receivables include receivables originated by VWFS and their Ancillary Rights with respect to all remedies for enforcing the same (the "Receivables").

The purchase of the Receivables has been financed by the issuance of Class A Notes, Class B Notes and a Subordinated Loan.

On 25 September 2024, C3 entered into a Repurchase Agreement with the Originator of the Permitted Assets for the clean-up transaction. Pursuant to the Repurchase Agreement, the remaining balance of the Permitted Assets was repurchased and the Notes and Subordinated Loan fully repaid.

Portfolio of Receivables

During the financial period, the Receivables principal held by C3 was increased by GBP 52,594,728.20 (30 June 2024: GBP 348,995,413.46) by way of reinvestment of funds collected (Top Up). The Receivables principal was also decreased (i) by payments collected from VWFS in the amount of GBP 52,495,997.35 (30 June 2024: GBP 303,747,548.14), (ii) by Defaulted Receivables in the amount GBP 387,076.93 (30 June 2024: GBP 939,949.34) and (iii) by the repurchase of Ineligible Receivables in the amount of GBP 1,007,300.65 (30 June 2024: GBP 25,399,470.32).

On 25 September 2024, C3 sold the remaining balance of the Permitted Assets for an amount of GBP 589,891,242.92 pursuant to the clean-up transaction.

Floating Rate Asset Backed Registered Notes (hereafter the "Class A Notes" or "Class B Notes" and collectively the "Notes")

On 25 September 2024, C3 redeemed the remaining balance of Class A Notes and Class B Notes principal for an amount of GBP 401,000,000.00 and GBP 55,000,000 respectively pursuant to the clean-up transaction.

Subordinated Loan

During the financial year, C3 has not been granted an additional loan (30 June 2024: GBP Nil) and has made redemption payments for a total amount of GBP 5,232,834.22 (30 June 2024: GBP 9,933,731.97) on the Subordinated Loan principal.

On 25 September 2024, C3 repaid the remaining balance of the Subordinated Loan principal for an amount of GBP 37,545,768.70 pursuant to the clean-up transaction.

DIRECTOR'S REPORT (CONTINUED)

Summary of activities (continued)

Compartment 6:

On 27 March 2023, the Company has created a compartment named Compartment 6 ("C6"). C6 has purchased receivables arising from the financing of the purchase of motor vehicles by customers by way of hire purchase, personal contract plans or lease purchase originated by Volkswagen Financial Services (UK) Limited ("VWFS"). The Receivables include receivables originated by VWFS and their Ancillary Rights with respect to all remedies for enforcing the same (the "Receivables").

The purchase of the Receivables has been financed by the issuance of Class A Notes, Class B Notes, Senior Schuldschein Loan, Junior Schuldschein Loan and a Subordinated Loan.

Portfolio of Receivables

During the financial period, the Receivables principal held by C6 was increased by GBP 918,497,376.76 (30 June 2024: GBP 455,219,180.78) by way of reinvestment of funds collected (Top Up) and by GBP 240,410,958.91 (30 June 2024: GBP 3,294,959,357.76) by way of additional issuances of Notes (Tap Up). The Receivables principal was also decreased (i) by payments collected from VWFS in the amount of GBP 823,626,780.60 (30 June 2024: GBP 871,828,768.98), (ii) by Defaulted Receivables in the amount of GBP 1,054,991.79 (30 June 2024: GBP 512,449.98) and (iii) by repurchase of Ineligible Receivables in the amount of GBP 20,056,380.49 (30 June 2024: GBP 58,637,349.62).

Floating Rate Asset Backed Registered Notes (hereafter the "Class A Notes" or "Class B Notes" and collectively the "Notes")

During the financial period, C6 has issued additional Class A Notes for a total of GBP 0.00 (30 June 2024: GBP 1,194,300,000.00), Class B Notes for a total of GBP 10,000,000.00 (30 June 2024: GBP 132,200,000.00), Senior Schuldschein Loan for a total of GBP 175,500,000.00 (30 June 2024: GBP 1,236,817,579.88), Junior Schuldschein Loan for a total of GBP 14,500,000.00 (30 June 2024: GBP 236,800,000.00) and had GBP 0.00 (30 June 2024: GBP 391,610,079.80) redemption of Class A Notes, GBP 0.00 (30 June 2024: GBP 57,047,238.16) redemption of Class B Notes, GBP 0.00 (30 June 2024: GBP 1,817,579.88) redemption of Senior Schuldschein Loan.

As at 31 December 2024, the balance of the Permitted Assets held by C6 amounts to GBP 4,100,819,973.67 (30 June 20243,786,649,790.88).

Subordinated Loan

During the financial period, C6 has been granted an amount of GBP 34,953,630.14 (30 June 2024: GBP 497,643,452.06) and has not repaid a total amount of GBP 0.00 (30 June 2024: GBP 90,080,060.35) on the Subordinated Loan principal.

Compartment 7:

On 27 November 2023, the Company has created a compartment named Compartment 7 ("C7"). C7 has purchased receivables arising from the financing of the purchase of motor vehicles by customers by way of hire purchase, personal contract plans or lease purchase originated by Volkswagen Financial Services (UK) Limited ("VWFS"). The Receivables include receivables originated by VWFS and their Ancillary Rights with respect to all remedies for enforcing the same (the "Receivables").

The purchase of the Receivables has been financed by the issuance of Class A Notes, Class B Notes, Senior Schuldschein Loan, Junior Schuldschein Loan and a Subordinated Loan.

Portfolio of Receivables

During the financial period, the Receivables principal held by C7 was increased by GBP 1,047,667,090.49 (30 June 2024: GBP 6,275,815,630.53) by way of reinvestment of funds collected (Top Up) and by GBP 565,744,921.00 (30 June 2024: GBP 0.00) by way of additional issuances of Notes (Tap Up). The Receivables principal was also decreased (i) by payments collected from VWFS in the amount of GBP 1,169,516,500.92 (30 June 2024: GBP 1,259,269,885.84), (ii) by Defaulted Receivables in the amount of GBP 1,069,467.53 (30 June 2024: GBP 504,101.74) and (iii) by repurchase of Ineligible Receivables in the amount of GBP 26,546,158.71 (30 June 2024: GBP 56,735,245.70).

As at 31 December 2024, the balance of the Permitted Assets held by C7 amounts to GBP 5,375,586,281.58 (30 June 20244,959,306,397.25).

Floating Rate Asset Backed Registered Notes (hereafter the "Class A Notes" or "Class B Notes" and collectively the "Notes")

During the financial period, C7 has issued additional Class A Notes for a total of GBP 532,900,000.00 (30 June 2024: GBP 3,054,000,000.00), Class B Notes for a total of GBP 55,000,000.00 (30 June 2024: GBP 305,900,000.00), Senior Schuldschein Loan for a total of GBP 20,000,000.00 (30 June 2024: GBP 600,000,000.00), Junior Schuldschein Loan for a total of GBP 29,200,000.00 (30 June 2024: GBP 250,800,000.00) and had GBP 151,900,000.00 (30 June 2024: GBP 0.00) redemption of Class A Notes, GBP 23,100,000.00 (30 June 2024: GBP 0.00) redemption of Class B Notes, GBP 123,707,529.97 (30 June 2024: GBP 114,756,702.88) redemption of Schuldschein Loan, GBP 40,909,197.56 (30 June 2024: GBP 0.00) redemption of Junior Schuldschein Loan.

Subordinated Loan

During the financial period, C7 has been granted an amount of GBP 91,526,664.79 (30 June 2024: GBP 635,120,529.50) and has repaid a total amount of GBP 61,077,161.70 (30 June 2024: GBP 0.00) on the Subordinated Loan principal.

DIRECTOR'S REPORT (CONTINUED)

Summary of activities (continued)

Notes and Subordinated Loan

As at 31 December 2024, the balance of the Notes and Subordinated Loan are as follows:

Instrument	CCY	Compartment	Outstanding	Initial maturity
Class A Notes	GBP	C6	1,361,500,000.00	May-2032
Class B Notes	GBP	C6	142,200,000.00	May-2032
Senior Schuldschein Loan	GBP	C6	1,548,400,000.00	May-2032
Junior Schuldschein Loan	GBP	C6	305,600,000.00	May-2032
Subordinated Loan	GBP	C6	572,677,309.12	May-2032
Class A Notes	GBP	C7	3,435,000,000.00	Nov-2032
Class B Notes	GBP	C7	337,800,000.00	Nov-2032
Senior Schuldschein Loan	GBP	C7	381,535,767.15	Nov-2032
Junior Schuldschein Loan	GBP	C7	239,090,802.44	Nov-2032
Subordinated Loan	GBP	C7	665,570,032.59	Nov-2032

All series of Notes are listed on the Luxembourg Stock Exchange. Class B Notes rank junior to Class A Notes.

The Notes are substantially backed by all of the assets of the Company consisting primarily of the Company's right, title and interest in the Permitted Assets and in the title ownership of the leased vehicles which have been transferred to the Company.

The Subordinated Loan was granted to the Company by VWFS for the purpose of credit enhancement and they rank junior to the Notes with respect to payment of interest and principal.

The Company has entered into swap agreements for each class of Notes to hedge the interest rate risk deriving from the scheduled periodic payments payable by the Lessees of the vehicles to the Company and the floating rate interest payments owed by the company under the Notes.

Both the Notes, the Schuldschein loans and the Subordinated Loan are limited recourse obligations of the Company, whereby the Company pays only those amounts which are actually available to it, being essentially the amounts received from the Lease Receivables and the amounts received or paid under the interest rate swap agreements less costs.

Voting rights

Each issued share holds one vote in a Meeting of Shareholders. No special voting rights exist, nor does the sole Shareholder have any special right of control.

Acquisition of own shares

The Company may, to the extent and under the terms permitted by law, purchase its own shares. During the financial period ended 31 December 2024 the Company has not purchased any of its own shares.

Research and development activities

The Company was neither involved nor participated in any kind of research or development activities in the period ended 31 December 2024.

Branches and participations of the Company

The Company does not have any branches or participations.

Board of Directors

The Company is managed by a Board of Directors comprising of at least three members. The Directors, whether shareholders or not, are appointed for a period not exceeding six years by the sole Shareholder, who may at any time remove them.

The Board of Directors is vested with the powers to perform all acts of administration and disposition in compliance with the corporate objects of the Company. The Company will be bound in any circumstances by the joint signatures of two members of the Board of Directors unless special decisions have been reached concerning the authorised signature in case of delegation of powers or proxies.

As at 31 December 2024, the Board of Directors is composed of Mrs. Zamyra Cammans, Mrs. Meenakshi Mussai-Ramassur and Mrs Hélène Grine-Siciliano.

DIRECTOR'S REPORT (CONTINUED)

Corporate Governance - Internal control and risk management procedures

The Board of Directors duly notes that, based on Article 52 of the law of 23 July 2016 concerning the audit profession (the "Audit Law"), the Company is classified as a public-interest entity and is required to establish an audit committee.

However, the Company's sole business is to act as issuer of asset-backed securities as defined in point (5) of Article 2 of Commission regulation (EC) N° 809/2004. Therefore, it is exempted from the audit committee obligation based on Article 52 (5) c).

The Company has concluded that the establishment of a dedicated audit committee or an administrative or supervisory body entrusted to carry out the function of an audit committee is not appropriate for the nature and extent of the Company's business which consists merely of an interest in assets to which the limited recourse Notes issued are linked. Furthermore, the Company operates in a strictly defined regulatory environment (e.g. Securitisation Law, CSSF supervision, listing on EU-regulated market) and is subject to respective governance mechanisms.

Internal control and risk management procedures

The Board of Directors is responsible for managing the Company and carefully managing the Company's system of internal control and risk management. Its members are jointly accountable for the management of the Company and ensure that the statutory and legal requirements and obligations of the Company are met and complied with.

The Board of Directors has the overall responsibility for the Company's system of internal control and for achieving its effectiveness. This system of internal control is designed to manage, rather than eliminate, risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss. The Company operates a management structure with clear delegated authority levels and clear functional reporting lines and accountability. All relevant decisions are subject to appropriate authorisation procedures. The Board of Directors monitors financial and operational performance and compliance controls on a continuing basis and identifies and responds to business risks as they arise.

Related business risks

Credit risk:

The Company may be exposed to a credit risk with third parties with whom it trades and may also bear the risk of settlement default.

Counterparty risk:

Some of the assets and derivatives will expose the Company to the risk of Counterparty default.

Interest rate risk:

The Receivables bear interest at fixed rates while the Notes and the Subordinated Loan will bear interest at floating rates based on compounded daily SONIA. The Company will hedge afore-described interest rate risk related to the Notes and will use payments made by the swap counterparties to make payments on the Notes on each Payment date. The Subordinated Loan is not covered by such swap transactions. The Board of Directors considers however that the Excess spread of the Structure would cover any movements in compounded daily SONIA.

The liquidity risk, market risk, currency risk and the price risk are not defined as the Directors of the Company believe that these risks are not applicable for the Company or are not deemed as principal risks to the Company as a whole.

Subsequent events

On 29 April 2025, the Company liquidated the compartments C2 and C3.

On 6 June 2025, Meenakshi Mussai-Ramassur resigned from her position of Director and was replaced by Lorenzo Santone.

No other event has occurred subsequent to the year-end which would have a material impact on the annual accounts as at 31 December 2024.

Luxembourg, 26 June 2025

Mrs. Zamyra Cammans

Director

Mrs. Hélène Grine-Siciliano

Director

Mr. Lerenzo Santone

Director



Ernst & Young Société anonyme

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Autorisations d'établissement : 00117514/13, 00117514/14, 00117514/15, 00117514/17, 00117514/18, 00117514/19

Independent auditor's report

To the Board of Directors of Driver UK Master S.A. 22-24, Boulevard Royal L-2449 Luxembourg

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Driver UK Master S.A. (the "Company"), which comprise the balance sheet as at 31 December 2024, and the profit and loss account for the period from 1 July 2024 to 31 December 2024, and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and of the results of its operations for the period from 1 July 2024 to 31 December 2024 in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial statements.

Basis for opinion

We conducted our audit in accordance with EU Regulation N° 537/2014, the Law of 23 July 2016 on the audit profession (the "Law of 23 July 2016") and with International Standards on Auditing ("ISAs") as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" ("CSSF"). Our responsibilities under the EU Regulation N°537/2014, the Law of 23 July 2016 and ISAs as adopted for Luxembourg by the CSSF are further described in the "Responsibilities of the "réviseur d'entreprises agréé" for the audit of the financial statements" section of our report. We are also independent of the Company in accordance with the International Code of Ethics for Professional Accountants, including International Independence Standards, issued by the International Ethics Standards Board for Accountants ("IESBA Code") as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the financial statements, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of the audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Existence & Valuation of lease and loan receivables

Risk identified

The purpose of the Company is purchasing portfolios of car lease receivables (the "Receivables") of customers from Volkswagen Financial Services (UK) Ltd (the "Originator" and "Asset Servicer") against the issuance of listed notes. The Receivables are presented in the balance sheet caption "Investments held as fixed assets". They are purchased from the Originator at a discounted value and are amortized over the term of the underlying lease contract. The selection process of the Receivables is conducted by the Asset Servicer. Hence, controls and processes implemented by the Asset Servicer are critical to ensure that Receivables balances exist and are accurate. The Receivables as at 31 December 2024 amounted to GBP 9,476,406,255 representing 95% of the total balance sheet and related disclosures are included in Notes 2.2.1 and 3 to the financial statements. Considering the materiality of the amount involved and the judgment required in assessing the recoverability, we identified existence and valuation of lease and loan receivables as key audit matter.

Our audit response

Our audit procedures over the Investments held as fixed assets included, among others:

- Obtaining the legal documentation in order to confirm the existence of a servicer agreement between the Company, the Originator and Asset Servicer;
- Obtaining a confirmation as at 31 December 2024 of the Receivables from the Originator;
- Understanding and evaluating controls and processes implemented at the Asset Servicer, including among others the IT system and controls in relation to receivables management;
- Performing a sample test on Receivables by obtaining supporting lease and loan contracts reconciling them to the Originator source system;
- Obtaining all monthly reports from the Asset Servicer in charge of collecting, monitoring and reporting on the Receivables and performing reconciliations to the Asset Servicer IT system, to the accounting records of the Company, and to external bank statements on a sample basis;
- Recalculating, on a sample basis the amortization of loan and lease receivables to verify outstanding principal and calculated interest income;
- Reconciling reported defaults by the Asset Servicer to the accounting records of the Company;
- Assessing the adequacy of the Company's disclosures in respect of the Investments held as fixed assets in Notes 2.2.1 and 3 to the financial statements.



Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the management report but does not include the financial statements and our report of the "réviseur d'entreprises agréé" thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report this fact. We have nothing to report in this regard.

Responsibilities of the Board of Directors for the financial statements

The Board of Directors is responsible for the preparation and fair presentation of these financial statements in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial statements, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Responsibilities of the "réviseur d'entreprises agréé" for the audit of the financial statements

The objectives of our audit are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the "réviseur d'entreprises agréé" that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with EU Regulation N°537/2014, the Law of 23 July 2016 and with the ISAs as adopted for Luxembourg by the CSSF will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



As part of an audit in accordance with EU Regulation N° 537/2014, the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to
 fraud or error, design and perform audit procedures responsive to those risks, and obtain audit
 evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting
 a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may
 involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal
 control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures
 that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the
 effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report of the "réviseur d'entreprises agréé" to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of report of the "réviseur d'entreprises agréé". However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the
 disclosures, and whether the financial statements represent the underlying transactions and events in
 a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and communicate to them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our report unless law or regulation precludes public disclosure about the matter.



Report on other legal and regulatory requirements

We have been appointed as "réviseur d'entreprises agréé" by the Board of Directors on 27 January 2021 and the duration of our uninterrupted engagement, including previous renewals and reappointments, is five years.

The management report is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

The corporate governance statement, included in the management report, is the responsibility of the Board of Directors. The information required by article 68ter paragraph (1) letters c) and d) of the law of 19 December 2002 on the commercial and companies register and on the accounting records and annual accounts of undertakings, as amended, is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

We confirm that the prohibited non-audit services referred to in EU Regulation N°537/2014 were not provided and that we remained independent of the Company in conducting the audit.

Ernst & Young Société anonyme Cabinet de révision agréé

Alexander Kastendeuch

Luxembourg, 26 June 2025

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BALANCE SHEET

Financial year from $_{01}$ $\underline{01/07/2024}$ to $_{02}$ $\underline{31/12/2024}$ (in $_{03}$ \underline{GBP})

Driver UK Master S.A. 22-24, Boulevard Royal L-2449 Luxembourg

ASSETS

				Re	ference(s)	Current year	Previous year	
A.	Su	bscr	ibed capital unpaid	1101	101		102	_
	I.	Su	bscribed capital not called	1103	103		104	
	II.		bscribed capital called but paid	1105	105		106	-
В.	Fo	rma	tion expenses	1107	107		108	
c.	Fix		assets	1109	109	9.476.406.255,25	9.359.616.874,74	<u>.</u>
	I.	Int	angible assets	1111	111		112	
		1.	Costs of development	1113	113		114	-
		2.	Concessions, patents, licences, trade marks and similar rights and assets, if they were	1115	115		116	_
			a) acquired for valuable consideration and need not be shown under C.I.3	1117	117		118	-
			b) created by the undertaking itself	1119	119		120	-
		3.	Goodwill, to the extent that it was acquired for valuable consideration	1121	121		122	_
		4.	Payments on account and intangible assets under development	1122	123		124	
	II.	Tai	ngible assets				124	
			Land and buildings				126	
			•				128	
		۷.	Plant and machinery	1129	129		130	

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				Reference(s)		Current year		Previous year
		Other fixtures and fittings, tools and equipment	1131		131		132	
		Payments on account and tangible assets in the course of construction	1133		133		134	
III.	Fina	ancial assets				9.476.406.255,25		9.359.616.874,74
		Shares in affiliated undertakings				J. 1.7 G. 1.3 G. 1.2 G.		2,002,010,010,1,7.1
		Loans to affiliated undertakings						
		Participating interests						
	4.	Loans to undertakings with which the undertaking is linked by virtue of participating interests						
		Investments held as fixed	1145		143			
		assets Other loans		3		9.476.406.255,25		9.359.616.874,74
	0.	Other loans	1147		147		148	
		t assets	1151		151	481.558.340,00	152	533.978.184,69
l.	Sto		1153		153		154	
		Raw materials and consumables	1155		155		156	
	2.	Work in progress	1157		157		158	
		Finished goods and goods for resale	1159		159		160	
	4.	Payments on account	1161		161		162	
II.	Del	otors	1163		163	358.144.858,15	164	408.606.446,27
	1.	Trade debtors	1165		165		166	
		a) becoming due and payable within one year	1167		167		168	
		b) becoming due and payable after more than one year	1169		169		170	
		Amounts owed by affiliated undertakings	1171		171	358.144.858,15	172	407.702.344,49
		 a) becoming due and payable within one year 	1173	4	173	358.144.858,15	174	407.702.344,49
		 b) becoming due and payable after more than one year 	1175		175		176	
		Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests	1177		177		178	
		a) becoming due and payable						
		within one year b) becoming due and payable						
	4	after more than one year						004 101 70
		Other debtors	1183		183		184	904.101,78
		becoming due and payable within one year	1185		185		186	904.101,78
		b) becoming due and payable after more than one year	1187		187		188	

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		Reference(s)		Current year		Previous year
III.	Investments	1189	189		190 _	
	1. Shares in affiliated undertakings	1191	191		192 _	
	2. Own shares	1209	209		210 _	
	3. Other investments	1195	195		196 _	
IV.	Cash at bank and in hand	1197	197	123.413.481,85	198 _	125.371.738,42
E. Pre	epayments	1199	199		200 _	5.977,50
	TOTAL (ASSETS)	201	9.957.964.595,25	202	9.893.601.036,93

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CAPITAL, RESERVES AND LIABILITIES

	Reference(s)		Current year		Previous year
A. Capital and reserves	1301	301	30.450,00	302	30.300,00
I. Subscribed capital	1303 6		29.000,00		29.000,00
II. Share premium account	1305	305		306	
III. Revaluation reserve	1307	307		308	
IV. Reserves	1309	309	65,00		46,50
1. Legal reserve	1311 7	311	65,00	312	46,50
2. Reserve for own shares	1313				
Reserves provided for by the articles of association	1315	315			
Other reserves, including the fair value reserve	1429	429		430	
a) other available reserves	1431			432	
b) other non available reserves	1433	433		434	
V. Profit or loss brought forward	1319		1.235,00		883,50
VI. Profit or loss for the financial year	1321		150,00		370,00
VII. Interim dividends	1323		·		· · ·
VIII. Capital investment subsidies	1325	325		326	
B. Provisions	1331	331	42.731,63	332	61.747,18
 Provisions for pensions and similar obligations 	1333	333		334	
2. Provisions for taxation	1335	335		336	
3. Other provisions	13378	337	42.731,63	338	61.747,18
C. Creditors	1435	435	9.957.891.413,62	436	9.893.508.989,75
1. Debenture loans	1437	437	7.757.031.731,88	438	7.717.169.096,51
a) Convertible loans	1439	439		440	
i) becoming due and payable within one year	1441	441		442	
ii) becoming due and payable after more than one year	1443	443		444	
b) Non convertible loans	1445 9	445	7.757.031.731,88	446	7.717.169.096,51
i) becoming due and payable within one year	1447	447			7.525.799,39
ii) becoming due and payable after more than one year	1449	449			7.709.643.297,12
Amounts owed to credit institutions	1355		,		·
a) becoming due and payable within one year	1357				
b) becoming due and payable after more than one year	1359				

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			Reference(s)		Current year		Previous year
3.	of orde	ents received on account ers in so far as they are own separately as tions from stocks	1361	261		262	
		becoming due and payable within one year	1363				
	b)	becoming due and payable after more than one year	1365	. 365		366	
4.	Trade	creditors	1367	367		368	
	a)	becoming due and payable within one year	1369	369		370	
	b)	becoming due and payable after more than one year	1371	371		372	
5.	Bills of	exchange payable	1373	373		374	
	a)	becoming due and payable within one year	1375	375		376	
	b)	becoming due and payable after more than one year	1377	377		378	
6.		nts owed to affiliated takings	137910	379	2.199.025.018,23	380	2.176.263.322,89
	a)	becoming due and payable within one year	1381	. 381	33.801.758,43	382	61.826.560,85
	b)	becoming due and payable after more than one year	1383	383	2.165.223.259,80	384	2.114.436.762,04
7.	with w	nts owed to undertakings which the undertaking is by virtue of participating					
			1385	385		386	
		becoming due and payable within one year	1387	387		388	
	b)	becoming due and payable after more than one year	1389	300		300	
8.	Other	creditors	1451		1.834.663,51		76.570,35
	a)	Tax authorities	1393		27.105,75		54.419,81
	b)	Social security authorities	1395		· ·		· · ·
	c)	Other creditors	139711	· <u></u>	1.807.557,76		22.150,54
		i) becoming due and payable within one year	1399	. 399	1.807.557,76	400	22.150,54
		ii) becoming due and payable after more than one year	1401			402	
		·					
D. Deferi	red inco	ome	1403	403		404	
TOTA	AL (CAP	ITAL, RESERVES AND LIAB	SILITIES)	405	9.957.964.595,25	406	9.893.601.036,93

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eCDF entry date:

PROFIT AND LOSS ACCOUNT

Financial year from $_{01}$ 01/07/2024 to $_{02}$ 31/12/2024 (in $_{03}$ GBP)

Driver UK Master S.A. 22-24, Boulevard Royal L-2449 Luxembourg

		Reference(s)	Current year	Previous year
1.	Net turnover	1701	701	702
2.	Variation in stocks of finished goods and in work in progress	1703	703	704
3.	Work performed by the undertaking for its own purposes and capitalised	1705	705	706
4.	Other operating income	171312	127.882.687,10	651.480.653,58
5.	Raw materials and consumables and other external expenses a) Raw materials and consumables b) Other external expenses	1671 1601 1603 13	671 -178.809.027,78 601 -178.809.027,78	672 <u>-696.898.751,80</u> 602 <u>-696.898.751,80</u> 604 <u>-696.898.751,80</u>
6.	Staff costs	1605	605	606
	a) Wages and salaries	1607	607	608
	b) Social security costs	1609	609	610
	i) relating to pensions	1653	653	654
	ii) other social security costs	1655	655	656
	c) Other staff costs	1613	613	614
7.	Value adjustments	1657	657	658
	 a) in respect of formation expenses and of tangible and intangible fixed assets 	1659	659	660
	b) in respect of current assets	1661	661	662
8.	Other operating expenses	162114	-118.103.333,81	-166.283.131,17

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			Reference(s)		Current year		Previous year
9. Income from	n participating interests	1715		715		716 _	
a) derived	from affiliated undertakings	1717		717		718 _	
b) other in interests	come from participating s	1719		719		⁷²⁰ _	
	n other investments and ng part of the fixed assets	1721		721	468.744.317,42	722	702.121.898,51
a) derived	from affiliated undertakings						
b) other in	come not included under a)		15		468.744.317,42		702.121.898,51
11. Other intere	est receivable and similar	1727		727	24.728.327,95	728 _	63.078.399,45
a) derived	from affiliated undertakings					_	
b) other in	terest and similar income	1731	16	731	24.728.327,95	732	63.078.399,45
12. Share of pro undertaking the equity n	gs accounted for under	1663		663		664 _	
	tments in respect of sets and of investments ent assets	1665	<u>17</u>	665	-2.511.536,25	666 _	-7.321.937,27
14. Interest pay	able and similar expenses	1627	18	627	-321.931.284,63	628	-546.173.090,72
a) concern	ing affiliated undertakings	1629		629	-94.963.963,43	630 _	-153.522.702,98
b) other in	terest and similar expenses	1631		631	-226.967.321,20	632 _	-392.650.387,74
15. Tax on prof	it or loss	1635		635		636 _	
16. Profit or los	s after taxation	1667		667	150,00	668 _	4.040,58
17. Other taxes 1 to 16	not shown under items	1637	19	637		638 _	-3.670,58
18. Profit or los	s for the financial year	1669		669	150,00	670 _	370,00

NOTES TO THE ANNUAL ACCOUNTS

Note 1 - General information

The Company is a Luxembourg public limited liability company incorporated in Luxembourg on 29 July 2011 and is organised under the laws of Luxembourg as a "Société Anonyme" having its corporate office at 22-24, boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg. The Company is registered at the Registre de Commerce et des Sociétés of Luxembourg City under number B 162.723.

The accounting year of the Company begins on July 1st and terminates on June 30th.

As per notarial deed dated 21 October 2024, the end of the financial year of the Company was amended from 30 June to 31 December. Therefore, the following financial year will start on 1 July 2024 and will end on 31 December 2024 which causes a limited comparability between the figures as of 30 June 2024 and 31 December 2024.

The purpose of the Company is the Securitisation, within the meaning of the Luxembourg Law of 22 March 2004 on Securitisations (hereinafter the "Securitisation Law"), of Receivables (the "Permitted Assets"). The Company may enter into any agreement and perform any action necessary or useful for the purposes of securitising Permitted Assets, including, without limitation, disposing of its assets in accordance with the relevant agreements.

The Company may only carry out the above activities if and to the extent that they are compatible with the Securitisation Law.

In accordance with the Securitisation Law, the Board of Directors is entitled to create one or more compartment(s), each corresponding to a separate part of the Company's estate.

Substantially all the assets and liabilities of the Company are included in the consolidated accounts of Volkswagen AG, being the ultimate parent of Volkswagen Financial Services (UK) Limited, a company incorporated in the United Kingdom. Volkswagen AG is the largest body of undertakings to include the balances of the Company and its registered office is located at Berliner Ring 2, 38440 Wolfsburg, (HRB Nr. 100484) and the consolidated accounts are available at the same address. In addition, substantially all the assets and liabilities of the Company are included in the financial statements of Volkswagen Financial Services (UK) Limited, forming the smallest body of undertakings of which the Company forms a part.

The registered office of Volkswagen Financial Services (UK) Limited is located at Brunswick Court, Yeomans Drive, Blakelands, Milton Keynes, MK14 5LR, United Kingdom (registration number 02835230) and the consolidated accounts are available at the same address.

Capitalised terms not defined within these audited annual accounts are defined in the transaction documentation of each compartment of the Company.

Note 2 - Summary of significant accounting policies

2.1 Basis of preparation

The annual accounts have been prepared in accordance with Luxembourg legal and regulatory requirements under the historical cost convention. Accounting policies and valuation rules are, besides the ones laid down by the amended law of 19 December 2002, determined and applied by the Board of Directors.

The preparation of annual accounts required the use of certain critical accounting estimates. It also requires the Board of Directors to exercise its judgement in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the annual accounts in the period in which the assumptions changed. The Board of Directors believes that the underlying assumptions are appropriate and that the annual accounts therefore present the financial position and results fairly.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities in the next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

2.2 Significant accounting policies

The main valuation rules applied by the Company are the following:

2.2.1 Financial assets

Permitted Assets included in financial assets are recorded at their discounted nominal value. In case of a durable depreciation in value according to the opinion of the Board of Directors, value adjustments are made in respect of financial assets, so that they are valued at the lower figure to be attributed to them at the balance sheet date. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 2 - Summary of significant accounting policies (continued)

2.2.1 Financial assets (continued)

Value adjustments are defined by the company as: (a) Receivables in arrears for 6 months and does not have a stock balance (i.e. the related motor vehicle has not been returned or recovered); (b) Receivables in arrears for 3 months and the vehicle is sold or abandoned or once 180 days have passed since the contract was terminated; and (c) Lease contract was voluntary terminated by the Obligor and the vehicle is sold or the vehicle remains in stock for more than 91 days from the date on which such vehicle was returned.

2.2.2 Debtors

Debtors are recorded at their nominal value. They are subject to value adjustments where their recoverability is either uncertain or compromised. These value adjustments are not continued if the reason for which the value adjustments were made has ceased to apply.

2.2.3 Derivative financial instruments

The Company may enter into derivative financial instruments such as swaps in order to reduce its exposure coming from the floating rate of the Notes against the fixed rate of the Permitted Assets. In case of hedging of an asset or liability which is not recorded at fair value, unrealised gains or losses are deferred until the realised gains or losses on the hedged item are realised. As the derivatives are only used for hedging items (notes) which are recorded at cost, no provision or impact in P&L is recorded in case there is a negative fair value of the derivatives. The interests linked to derivatives instruments are recorded on an accrual basis at the closing date. Commitments relating to swap transactions are recorded in the off-balance sheet accounts (see note 23).

2.2.4 Foreign currency translation

The Company maintains its books and records in GBP. Transactions expressed in currencies other than GBP are translated into GBP at the exchange rate effective at the time of the transaction. Cash at bank, short-term debtors and creditors are translated on the basis of the exchange rates effective at balance sheet date. The unrealised exchange gains and losses are thus recorded in the profit and loss account. Other assets and liabilities are translated separately at the lower and the higher of the respective value converted at the historical exchange rate or the value determined on the basis of the exchange rates effective at balance sheet date. The unrealised exchange losses are thus recorded in the profit and loss account. Realised exchange gains and losses are recorded in the profit and loss account at the moment of realisation.

Where there is an economic link between an asset and a liability, they are valued in total according to the method described above, while the net unrealised losses are recorded in the profit and loss account and the net unrealised gains are not recorded.

2.2.5 Provisions

Provisions are intended to cover charges which at the balance sheet date are either likely to incurred or certain to be incurred but uncertain as to their amount or the date on which they will arise.

2.2.6 Notes issued

The Notes issued are stated at par value less any repayments made to their principal.

2.2.7 Creditors

Where the amount repayable on account is greater than the amount received, the difference may be accounted for in the profit and loss account when the debt is issued.

2.2.8 Interest receivable and payable

Interest receivable and payable are recorded on an accrual basis.

2.2.9 Equalisation provision / Overcollateralisation charges

Losses during the year as a result from sales, defaults, lower market values or cost may cause a partial reduction on the assets. Such shortfalls will be borne by the holders of the Subordinated Loans in inverse order of the priority of payments when there is no Overcollateralisation liability.

Consequently, a decrease in value will be made and deducted from the amount repayable on the Subordinated Loans / Overcollateralisation liability and booked in the profit and loss account as "Other operating income".

Similarly, in case of profit made during the year, the Equalisation provision/ Overcollateralisation charges booked in the profit and loss as "Other operating expenses" will accordingly increase the Subordinated Loans / Overcollateralisation liability.

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 3 - Financial assets	31/12/2024	30/06/2024
Permitted Assets	GBP	GBP
Opening balance	9,359,616,874.74	7,744,458,017.82
Acquisitions for the year	2,824,915,075.36	11,438,796,534.14
Reimbursement during the year	(2,045,639,278.87)	(3,401,195,955.62)
Disposal for the year	(612,365,039.88)	(6,169,671,513.91)
Write-offs for the year due to defaulted receivables	(2,511,536.25)	(7,321,937.27)
Sale of ineligible receivables	(47,609,839.85)	(245,448,270.42)
Closing balance	9,476,406,255.25	9,359,616,874.74

Acquisition of the Permitted Assets was financed by the issue of Floating Rate Notes, Schuldschein and through receipt of a Subordinated Loan (see also notes 9 and 10).

Note 4 - Amounts owed by affiliated undertakings

	31/12/2024	30/06/2024
Becoming due and payable within one year	GBP	GBP
Receivable from VWFS	358,144,858.15	407,702,344.49

This amount stands for collections of lease receivables for the monthly period of December 2024 which are due in January 2025.

Note 5 - Cash at bank and in hand	31/12/2024	30/06/2024
Cash at bank	GBP	GBP
Current Account (*) Distribution Account Accumulation Account Cash Collateral Account	29,995.72 123,504.43 - 123,259,981.70	32,953.40 194,615.67 816,576.10 124,327,593.25
Total	123,413,481.85	125,371,738.42

^(*) The current account belongs to the general compartment; the other accounts belong to Compartments 2, 3, 5, 6 and 7.

Note 6 - Subscribed capital

As at 31 December 2024, the subscribed capital amounts to GBP 29,000 and is divided into 2,900 shares fully paid-up with a par value of GBP 10 each. The authorised capital amounts to GBP 29,000.

Note 7 - Legal reserve

Luxembourg companies are required to allocate to a legal reserve a minimum of 5% of the annual net income, until this reserve equals 10% of the subscribed share capital. This reserve may not be distributed.

Note 8 - Provisions Other provisions	31/12/2024	30/06/2024
Other provisions	GBP	GBP
Audit fees Tax advisory fees	42,177.72 553.91	60,939.36 807.82
Total	42,731.63	61,747.18

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 9 - Non convertible loans	31/12/2024	30/06/2024
	GBP	GBP
- becoming due and payable within one year		
Interest on Class A Notes	3,581,513.71	4,561,390.34
Interest on Class B Notes	411,015.45	532,008.75
Interest on Schuldschein Loan	1,912,633.13	2,432,400.30
Class A Notes	-	-
Class B Notes	-	-
Total becoming due and payable within one year	5,905,162.29	7,525,799.39
- becoming due and payable after more than one year		
Class A Notes	4,796,500,000.00	4,816,500,000.00
Class B Notes	480,000,000.00	493,100,000.00
Senior Schuldschein Loan	1,929,935,767.15	1,858,143,297.12
Junior Schuldschein Loan	544,690,802.44	541,900,000.00
Becoming due and payable after more than one year	7,751,126,569.59	7,709,643,297.12
	=======================================	
Total non convertible loans	7,757,031,731.88	7,717,169,096.51

The Notes and Schuldschein are backed by substantially all of the assets of the Company consisting primarily of the Company's right, title and interest in the Receivables. All Notes are listed on the Luxembourg Stock Exchange. Class B Notes rank junior to Class A Notes.

Note 10 - Amounts owed to affiliated undertakings	31/12/2024	30/06/2024
- becoming due and payable within one year	GBP	GBP
Interest Compensation Ledger Servicer fees Collateral RV ledger Interest on Subordinated Loan	16,567,100.95 8,293,945.25 10,000.00 8,923,245.00	20,849,133.76 7,958,550.96 10,000.00 32,996,408.90
Other amounts payable to affiliated undertakings	7,467.23	12,467.23
Total becoming due and payable within one year	33,801,758.43	61,826,560.85
- becoming due and payable after more than one year Subordinated Loan Overcollateralisation payable	1,238,247,341.71 926,975,918.09	1,215,622,811.40 898,813,950.64
Total becoming due and payable after more than one year	2,165,223,259.80	2,114,436,762.04
Total amounts owed to affiliated undertakings	2,199,025,018.23	2,176,263,322.89

The overcollateralisation payable represents (i) an excess of the permitted assets' nominal value over the nominal value of the Notes, the equalisation provision and year-end payable towards VWFS.

The Interest Compensation Ledger represents a period-end payable towards VWFS with respect to the excess of cash available to compensate interest shortfalls implied by early settled lease contracts.

Other amounts payable to affiliated undertakings represents buffer to be paid to VWFS.

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 11 - Other creditors	31/12/2024	30/06/2024
	GBP	GBP
Net interest on swaps Other creditors	1,779,865.91 27,691.85	- 22,150.54
Total	1,807,557.76	22,150.54
Note 12 - Other operating income	31/12/2024	30/06/2024
	GBP	GBP
Overcollateralisation income (see also note 2.2.9).	127,882,687.10	651,480,653.58
Note 13 - Other external expenses	31/12/2024	30/06/2024
	GBP	GBP
Final success fee Servicer fees Rating agency/listing fees Maintenance fees Audit fees Bank charges Non deductible VAT Trustee services Tax advisory fees Other general expenses	129,475,122.68 49,170,323.15 71,234.34 35,222.87 42,408.71 1,802.44 8,456.92 4,591.95 (253.91) 118.63	611,841,574.90 84,583,316.44 261,264.64 63,925.07 63,633.12 35,341.94 28,195.83 20,591.42 786.63 121.81
Total	178,809,027.78	696,898,751.80

Servicer fees are equal to 1% per annum of the Discounted Receivables Balance on each payment date.

Final success fee is the remaining balance available in the waterfall paid to the originator.

Note 14 - Other operating expenses	31/12/2024	30/06/2024
- -	GBP	GBP
Overcollateralisation charges (see also note 2.2.9).	118,103,333.81	166,283,131.17
Note 15 - Income from other investments and loans forming part of the fixed assets	31/12/2024	30/06/2024
b) other income not included under a)	GBP	GBP
Interest income from Permitted Assets Interest Compensation Order of Priority Amount	468,274,022.31 470,295.11	806,344,645.96 (104,222,747.45)
Total	468,744,317.42	702,121,898.51

Interest income is received on a monthly basis from the Permitted Assets.

The Interest Compensation Order of Priority Amount represents on a monthly basis the utilisation of the Interest Compensation Amount to compensate interest shortfalls implied by early settled lease contracts. On a monthly basis, if the Interest Compensation Amount is insufficient to satisfy the Interest Compensation Order of Priority Amount, the shortfall shall be drawed from the Interest Compensation Ledger.

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 16 - Other interest receivable and similar income	31/12/2024	30/06/2024
Other interest and similar income	GBP	GBP
Interest income on swaps Interest income on bank accounts Foreign exchange gains Other income	22,141,781.55 2,585,195.30 1,351.10	58,116,545.35 4,960,447.29 1,406.81
Total	24,728,327.95	63,078,399.45
Note 17 - Value adjustments in respect of financial assets and of investment held as current assets	31/12/2024	30/06/2024
	GBP	GBP
Defaulted receivables	2,511,536.25	7,321,937.27
Note 18 - Interest payable and similar expenses	31/12/2024	30/06/2024
Concerning affiliated undertakings	GBP	GBP
Interest payable on Subordinated Loan Interest Compensation Amount	50,423,537.30 44,540,426.13	77,397,079.79 76,125,623.19
Total	94,963,963.43	153,522,702.98

The Interest Compensation Amount represents on a monthly basis the amount available to the Company to compensate interest shortfalls implied by early settled lease contracts. On a monthly basis, if the Interest Compensation Amount is greater than the Interest Compensation Order of Priority Amount, the excess shall be credited to the Interest Compensation Ledger.

	31/12/2024	30/06/2024
Other interest payable and similar expenses	GBP	GBP
Interest charges on Class A Notes	136,347,960.18	270,423,176.19
Interest charges on Class B Notes	16,274,868.88	35,914,682.14
Interest charges on Schuldschein Loan	72,564,360.10	86,308,973.29
Interest expenses on swaps	1,779,865.91	-
Foreign exchange losses	266.13	3,556.12
Total	226,967,321.20	392,650,387.74

Note 19 - Taxes

The Company is subject to all taxes applicable to commercial companies in Luxembourg incorporated under the Securitisation Law.

The Company is part of a group that falls within the scope of the Global Anti-Base Erosion Model Rules "Pillar Two rules" released by the Organization for Economic Co-operation and Development ("OECD") that aim to ensure that large multinationals with a global revenue exceeding €750 million pay a minimum corporate tax rate of 15%. Luxembourg adopted the law n°8292 "Pillar Two law" on 20 December 2023, transposing the EU Directive 2022/2523, as further amended. The Pillar Two law is in force for financial years beginning on or after

The Pillar Two law includes an Income Inclusion Rule (IIR), effective from 31 December 2023, a Qualified Domestic Minimum Top-up Tax (QDMTT), effective from 31 December 2023, and an Undertaxed Profits Rule (UTPR), effective from 31 December 2024.

The Board of Directors has assessed the potential exposure for the Company to these taxes and has concluded that for the financial year 1 January 2024 – 31 December 2024 the Company should fall under definition of a "securitization entity" as stipulated in the Article 2, 51° of Pillar Two Law and any QDMTT in respect of the income of the Company should be allocated to other Luxembourg constituent entities.

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 20 - Staff

The Company did not employ any staff during the year under review.

Note 21 - Emoluments granted to the Members of the Board of Directors

No emoluments have been granted to any member of the Board of Directors, nor have any obligations arisen or been entered into by the Company in respect of retirement pensions for former members of the Board of Directors.

Note 22 - Loans or advances granted to the Members of the Board of Directors

No loans or advances have been granted to any member of the Board of Directors.

Note 23 - Off balance sheet commitments

The Company has entered into swap agreements with various banks to hedge the Company's interest rate risk derived from floating interest rate on the Notes issued (see also note 9). Settlement of the swaps is performed on the 25th day of each month. The swaps have termination dates in 2032 for C6 and C7.

The swaps can be details as follows:

	Currency	Nominal amount	Fair value
C6 - Class A Notes swap - ING	GBP	1,361,500,000.00	825,166.79
C6 - Senior Schuldschein Loan swap - ING	GBP	1,548,400,000.00	938,441.66
C7 - Class A Notes swap - ING	GBP	3,435,000,000.00	4,612,599.76
C7 - Senior Schuldschein Loan swap - ING	GBP	270,000,000.00	362,562.40
C7 - Senior Schuldschein Loan swap - Credit Agricole	GBP	350,000,000.00	377,071.00
		6,964,900,000.00	7,115,841.61
C6 - Class B Notes swap - ING	GBP	142,200,000.00	106,481.37
C6 - Junior Schuldschein Loan swap - ING	GBP	305,600,000.00	228,837.60
C7 - Class B Notes swap - ING	GBP	337,800,000.00	499,692.93
C7 - Junior Schuldschein Loan swap - ING	GBP	133,200,000.00	197,037.03
C7 - Junior Schuldschein Loan swap - Credit Agricole	GBP	146,800,000.00	307,795.00
		1,065,600,000.00	1,339,843.93

The interest rate received for each swap consists of compounded daily SONIA plus a margin.

During the financial period, the net interest realised on swaps amounted to an income of GBP 20,361,915.64 (income of GBP 58,116,545.35 as at 30 June 2024).

Note 24 - Audit and non-audit services

Fees that were recognized as other external expenses for services provided during the financial year to the Company by Ernst & Young S.A. as Réviseur d'Entreprises agréé and as authorised Cabinet de révision agréé were as follows:

	31/12/2024	30/06/2024
Amount excluding VAT	GBP	GBP
Audit fees Other assurance services Tax advisory services Non-audit services	36,246.76 - - -	54,387.28 - - -
Total	36,246.76	54,387.28

Driver UK Master S.A.

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 25 - Balance sheet per compartment

		Notes	Compartr		Compart	ment 3	Compar	tment 4	Compar	tment 5
Provisions Pro			31/12/2024	30/06/2024	31/12/2024	30/06/2024	31/12/2024	30/06/2024	31/12/2024	30/06/2024
Financial sasset Financial s	ASSETS									
Total fixed assets	A. Fixed assets									
Current assets	Financial assets	3								
Decision	Investments held as fixed assets		-	-	-	613,660,686.61	-	-	-	-
Debtors	Total fixed assets	_	-	-	-	613,660,687	-	-	-	-
Debtors	B. Command assets									
Anomatic owner by affiliated undertakings										
Provisions										
Cash a bank and in hand 5	- becoming due and payable within one year	4	-	-	-	29,604,620.65	-	-	-	-
Total current assets		_	<u>-</u>		-	<u>-</u>	-	-	-	<u>-</u>
C	Cash at bank and in hand	5	53,971.10	77,171.31	62,703.69	8,516,022.68	-	-	-	70,739.15
Notes	Total current assets	_	53,971.10	80,394.71	62,703.69	38,120,643.33	-	-	-	70,739.15
Notes Compartment Compar	C. Prepayments		-	-	-	5,977.50	-	-	-	-
Notes Compartment Compar	Total (Assets)	_	53 971 10	80 394 71	62 703 69	651 787 307 <i>44</i>				70 739 15
LIABILITIES LIABILITIES A. Capital and reserves Subscribed capital Legal reserve Subscribed capital Subscribed capital Legal reserve Subscribed capital Subscribed c	Total (Assets)	_	33,371.10	00,004.71	02,700.00	001,707,007.44				70,700.10
LIABILITIES LIABILITIES A. Capital and reserves Subscribed capital Legal reserve Subscribed capital Subscribed capital Legal reserve Subscribed capital Subscribed c		Notes —	Comports		Comport	mant 2	Composi	tmont 4	Compor	tmont E
Capital and reserves Capital reserve Capital Capital reserve Capital Capital reserve Capital Capital reserve Capital Capital Capital reserve Capital Capital Capital reserve Capital Capital reserve Capital Capital reserve Capital reserve Capital Capital reserve Capital reser		Notes_								
A. Capital and reserves Subscribed capital										
Subscribed capital	LIABILITIES									
Subscribed capital	A Canital and reserves									
Legal reserve			_	_	_	-	-	_	_	_
Profit or loss for the financial year			-	-	(1.50)	10.50	-	-	-	-
Second			-				-	-	-	-
B. Provisions Other provisions Other provisions - 15,234.84 14,059.24 15,488.75	Profit or loss for the financial year		-	50.00	30.00	120.00	-	-	-	-
B. Provisions Other provisions Other provisions - 15,234.84 14,059.24 15,488.75		_				330.00				
C. Creditors Debenture loans Non convertible loans						555.55				
C. Creditors Debenture loans Debenture loans Non convertible loans - becoming due and payable within one year - becoming due and payable after more than one year - becoming due and payable after more than one year 265,962.64 265,000,000.00		8								
Debenture loans Non convertible loans Non convertible loans	Other provisions		-	15,234.84	14,059.24	15,488.75	-	-	-	-
Debenture loans Non convertible loans Non convertible loans	C Creditors									
- becoming due and payable within one year 265,962.64 265,962.64		9								
- becoming due and payable after more than one year Amounts owed to affiliated undertakings - becoming due and payable within one year - becoming due and payable within one year - becoming due and payable after more than one year - becoming due and payable after more than one year - becoming due and payable after more than one year - 44,947.97 - 46,827.80 - 4,044,740.83 62,578.37 Tax authorities Other creditors - 11 - becoming due and payable within one year - 7,467.23 - 4,044,740.83 62,578.37 Total creditors - 10,864.84 - 6,026.33 - 6,084.00	Non convertible loans									
Amounts owed to affiliated undertakings 10 - becoming due and payable within one year 7,467.23 7,467.23 - 4,044,740.83			-	-	-		-	-	-	-
- becoming due and payable within one year 7,467.23 7,467.23 - 4,044,740.83			-	-	-	456,000,000.00	-	-	-	-
- becoming due and payable after more than one year Tax authorities Other creditors - becoming due and payable within one year - becoming due and payable after more than one year 11 - becoming due and payable within one year 12 - becoming due and payable within one year 1386.23 - 6,026.33 - 13,912.09 8,160.78 - becoming due and payable within one year 153,971.10 - 53,971.10 - 53,971.10 - 55,159.87 - 65,159.87 - 651,771,488.69 70,739.15		10	7 467 23	7 467 23	_	4 044 740 83	-	_	_	-
Tax authorities 1,169.67 10,864.84 6,026.33 13,912.09 - - - 8,160.78 Other creditors 11 386.23 - 6,084.00 420.00 - - - - - - Total creditors 53,971.10 65,159.87 48,644.45 651,771,488.69 - - - 70,739.15		ar			36,534.12		-	-	-	62,578.37
- becoming due and payable within one year 386.23 - 6,084.00 420.00	Tax authorities		1,169.67	10,864.84	6,026.33	13,912.09	-	-	-	8,160.78
Total creditors 53,971.10 65,159.87 48,644.45 651,771,488.69 70,739.15		11	000.00		0.004.00	400.00				
	- becoming due and payable within one year		386.23	-	6,084.00	420.00	-	-	-	-
Total (Capital, Reserves and Liabilities) 53,971.10 80,394.71 62,703.69 651,787,307.44 70,739.15	Total creditors	_	53,971.10	65,159.87	48,644.45	651,771,488.69	-	-	-	70,739.15
Total (Capital, Reserves and Liabilities) 53,971.10 80,394.71 62,703.69 651,787,307.44 70,739.15		_								
	i otal (Capital, Reserves and Liabilities)	_	53,971.10	80,394.71	62,703.69	651,787,307.44	<u> </u>	<u>-</u>	-	70,739.15

The captions "Other debtors - becoming due and payable within one year from another compartment" and "Other creditors - becoming due and payable within one year against another compartment" state amounts receivable or payable between compartments of the Company and are eliminated in the eCDF balance sheet previously displayed.

Driver UK Master S.A.

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 25 - Balance sheet per compartment (continued)

	Compa	utmont C	Compo	dra ant 7	Canaral Can			401
	31/12/2024	rtment 6 30/06/2024	31/12/2024	rtment 7 30/06/2024	General Con 31/12/2024	30/06/2024	31/12/2024	otal 30/06/2024
	GBP	GBP	GBP	GBP	GBP	GBP	GBP	GBP
ASSETS		02 .	02 .	C	V 2.	52 .	52 .	52 .
A. Fixed assets								
Financial assets	4 400 040 070 07	2 700 040 700 00	E 07E E00 004 E0	4 050 000 007 05			0.470.400.055.05	0.050.040.074.74
Investments held as fixed assets	4,100,819,973.67	3,786,649,790.88	5,375,586,281.58	4,959,306,397.25	-	-	9,476,406,255.25	9,359,616,874.74
Total fixed assets	4,100,819,973.67	3,786,649,790.88	5,375,586,281.58	4,959,306,397.25			9,476,406,255.25	9,359,616,874.74
Total lines access	1,100,010,010.01	0,1 00,0 10,1 00.00	0,010,000,201.00	1,000,000,001.20			0,170,100,200.20	0,000,010,011111
B. Current assets								
Debtors								
Amounts owed by affiliated undertakings	450 004 464 00	452 054 464 00	206 420 602 22	004 446 560 60			250 444 050 45	407 700 044 40
 becoming due and payable within one year Other debtors 	152,024,164.83	153,951,161.22	206,120,693.32	224,146,562.62	-	-	358,144,858.15	407,702,344.49
- becoming due and payable within one year	_	404,717.74	_	496,160.64	94.28	_	94.28	904,101.78
Cash at bank and in hand	54,913,129.84	52,821,642.06	68,353,681.50	63,853,209.82	29,995.72	32,953.40	123,413,481.85	125,371,738.42
Gasti at bank and in hand	04,010,120.04	02,021,042.00	00,000,001.00	00,000,200.02	20,000.72	02,000.40	120,410,401.00	120,071,700.42
Total current assets	206,937,294.67	207,177,521.02	274,474,374.82	288,495,933.08	30,090.00	32,953.40	481,558,434.28	533,978,184.69
	. ,	•	•		,	,	, , ,	. , .
C. Prepayments	-	-	-	-	-	-	-	5,977.50
Total (Assets)	4,307,757,268.34	3,993,827,311.90	5,650,060,656.40	5,247,802,330.33	30,090.00	32,953.40	9,957,964,689.53	9,893,601,036.93
	Compa	rtment 6	Compai	rtment 7	General Con	nnartment	To	tal
	31/12/2024	30/06/2024	31/12/2024	30/06/2024	31/12/2024	30/06/2024	31/12/2024	30/06/2024
	GBP	GBP	GBP	GBP	GBP	GBP	GBP	GBP
LIABILITIES								
A. Capital and reserves					00 000 00	00 000 00		00.000.00
Subscribed capital	-	-	-	-	29,000.00	29,000.00	29,000.00	29,000.00
Legal reserve	8.00 152.00	2.00 38.00	4.00 76.00	-	54.50	34.00	65.00	46.50
Profit or loss brought forward Profit or loss for the financial year	60.00	120.00	60.00	80.00	1,035.50	696.00	1,235.00 150.00	883.50 370.00
Tront of loss for the infancial year	00.00	120.00	00.00	00.00	<u>-</u>	_	130.00	370.00
	220.00	160.00	140.00	80.00	30,090.00	29,730.00	30,450.00	30,300.00
B. Provisions								
Other provisions	14,359.24	15,534.84	14,313.15	15,488.75	-	-	42,731.63	61,747.18
C. Creditors								
Debenture loans								
Non convertible loans								
- becoming due and payable within one year	2,556,245.54	3,144,156.97	3,348,916.75	4,115,679.78	-	-	5,905,162.29	7,525,799.39
- becoming due and payable after more than one year	3,357,700,000.00	3,157,700,000.00	4,393,426,569.59	4,095,943,297.12	-	-	7,751,126,569.59	7,709,643,297.12
Amounts owed to affiliated undertakings								
- becoming due and payable within one year	20,461,793.10	15,419,839.94	13,332,498.10	42,354,512.85	-	-	33,801,758.43	61,826,560.85
- becoming due and payable after more than one year	926,169,852.42	817,513,878.84	1,238,971,925.29	1,105,367,023.90	-	-	2,165,223,259.80	2,114,436,762.04
Tax authorities	13,212.16	17,862.09	6,697.59	3,620.01	-	-	27,105.75	54,419.81
Other creditors	044 505 00	4E 070 00	050 505 00	0.607.00		2 000 40	1 007 650 04	00 450 54
- becoming due and payable within one year	841,585.88	15,879.22	959,595.93	2,627.92	-	3,223.40	1,807,652.04	22,150.54
Total creditors	4,307,742,689.10	3,993,811,617.06	5,650,046,203.25	5,247,786,761.58		3,223.40	9,957,891,507.90	9,893,508,989.75
	, ,	-,,,-	-,,,	., ,. ==,. ••		-,	.,,	-,,,
Total (Capital, Reserves and Liabilities)	4,307,757,268.34	3,993,827,311.90	5,650,060,656.40	5,247,802,330.33	30,090.00	32,953.40	9,957,964,689.53	9,893,601,036.93

The captions "Other debtors - becoming due and payable within one year from another compartment" and "Other creditors - becoming due and payable within one year against another compartment" state amounts receivable or payable between compartments of the Company and are eliminated in the eCDF balance sheet previously displayed.

Driver UK Master S.A.

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 26 - Profit and Loss per compartment

	Notes	Compartment 2 Compartment 3 Compartment 4		Compartment 5					
	<u></u>	31/12/2024 GBP	30/06/2024 GBP	31/12/2024 GBP	30/06/2024 GBP	31/12/2024 GBP	30/06/2024 GBP	31/12/2024 GBP	30/06/2024 GBP
Other operating income		1,879.83	651,328,770.49	127,880,807.27	-	-	126,622.40	-	25,260.69
Other external expenses	12	(4,646.03)	(633,450,582.21)	(130,586,390.99)	(6,492,347.73)	-	(127,183.78)	-	(55,574.20)
Other operating expenses	13	-	-	-	(11,436,872.12)	-	-	(1,203.67)	-
Income from other investments and loans forming part of the fixed assets b) other income not included under a)	14	-	122,338,260.18	8,872,571.44	46,711,083.64	-	-	-	-
Other interest receivable and similar income - other interest and similar income	15	2,766.20	25,502,906.92	103,003.43	498,208.69	-	3,266.96	1,203.67	30,638.92
Value adjustments in respect of financial assets and of investments held as current assets	16	-	(5,365,436.21)	(387,076.93)	(939,949.34)	-	-	-	-
Interest payable and similar expenses - concerning affiliated undertakings - other interest and similar expenses	17 	- - -	(33,028,840.45) (127,325,028.72) (160,353,869.17)	(1,866,254.65) (4,016,629.57) (5,882,884.22)	(12,114,896.40) (16,223,883.12) (28,338,779.52)	- - -	(2,705.58) (2,705.58)	- - -	(325.41) (325.41)
Tax on profit and loss	18	-	-	-	-	-	-	-	-
Profit or loss after taxation		(0.00)	50.00	30.00	1,343.62	-	(0.00)	-	0.00
Other taxes not shown under items 1 to 16		-	-	-	(1,223.62)	-	-	-	-
Profit or loss for the financial year	_	-	50.00	30.00	120.00	-	<u>-</u>	-	-
	_	Compart		Compart	Time to the second seco	General Com		Tota	
		31/12/2024 GBP	30/06/2024 GBP	31/12/2024 GBP	30/06/2024 GBP	31/12/2024 GBP	30/06/2024 GBP	31/12/2024 GBP	30/06/2024 GBP
Other operating income		-	-	-	-	-	<u>-</u>	127,882,687.10	651,480,653.58
Other external expenses								, ,	031,400,000.00
'		(20,799,984.06)	(22,371,965.27)	(27,418,006.70)	(34,401,098.61)	-	-	(178,809,027.78)	(696,898,751.80)
Other operating expenses		(20,799,984.06) (41,616,969.18)	(22,371,965.27) (62,813,053.96)	(27,418,006.70) (76,485,160.96)	(34,401,098.61) (92,033,205.09)	-	-		
·		,	,	,	,	-	-	(178,809,027.78)	(696,898,751.80)
Other operating expenses Income from other investments and loans forming part of the fixed assets		(41,616,969.18)	(62,813,053.96)	(76,485,160.96)	(92,033,205.09)	-	- - -	(178,809,027.78) (118,103,333.81)	(696,898,751.80) (166,283,131.17)
Other operating expenses Income from other investments and loans forming part of the fixed assets b) other income not included under a) Other interest receivable and similar income		(41,616,969.18) 188,400,323.44	(62,813,053.96) 205,607,026.27	(76,485,160.96) 271,471,422.54	(92,033,205.09) 327,465,528.42	-	-	(178,809,027.78) (118,103,333.81) 468,744,317.42	(696,898,751.80) (166,283,131.17) 702,121,898.51
Other operating expenses Income from other investments and loans forming part of the fixed assets b) other income not included under a) Other interest receivable and similar income - other interest and similar income Value adjustments in respect of financial assets and of investments held as current		(41,616,969.18) 188,400,323.44 10,691,449.13	(62,813,053.96) 205,607,026.27 17,203,925.19	(76,485,160.96) 271,471,422.54 13,929,905.52	(92,033,205.09) 327,465,528.42 19,839,452.77	- - - -	- - - -	(178,809,027.78) (118,103,333.81) 468,744,317.42 24,728,327.95	(696,898,751.80) (166,283,131.17) 702,121,898.51 63,078,399.45
Other operating expenses Income from other investments and loans forming part of the fixed assets b) other income not included under a) Other interest receivable and similar income - other interest and similar income Value adjustments in respect of financial assets and of investments held as current assets Interest payable and similar expenses - concerning affiliated undertakings		(41,616,969.18) 188,400,323.44 10,691,449.13 (1,054,991.79) (39,344,258.11) (96,275,509.43)	(62,813,053.96) 205,607,026.27 17,203,925.19 (512,449.98) (39,389,449.00) (97,722,689.84)	(76,485,160.96) 271,471,422.54 13,929,905.52 (1,069,467.53) (53,753,450.67) (126,675,182.20)	(92,033,205.09) 327,465,528.42 19,839,452.77 (504,101.74) (68,989,517.13) (151,375,755.07)	- - - - -	- - - - - -	(178,809,027.78) (118,103,333.81) 468,744,317.42 24,728,327.95 (2,511,536.25) (94,963,963.43) (226,967,321.20)	(696,898,751.80) (166,283,131.17) 702,121,898.51 63,078,399.45 (7,321,937.27) (153,522,702.98) (392,650,387.74)
Other operating expenses Income from other investments and loans forming part of the fixed assets b) other income not included under a) Other interest receivable and similar income - other interest and similar income Value adjustments in respect of financial assets and of investments held as current assets Interest payable and similar expenses - concerning affiliated undertakings - other interest and similar expenses		(41,616,969.18) 188,400,323.44 10,691,449.13 (1,054,991.79) (39,344,258.11) (96,275,509.43)	(62,813,053.96) 205,607,026.27 17,203,925.19 (512,449.98) (39,389,449.00) (97,722,689.84)	(76,485,160.96) 271,471,422.54 13,929,905.52 (1,069,467.53) (53,753,450.67) (126,675,182.20)	(92,033,205.09) 327,465,528.42 19,839,452.77 (504,101.74) (68,989,517.13) (151,375,755.07)	- - - - - - -	- - - - - - -	(178,809,027.78) (118,103,333.81) 468,744,317.42 24,728,327.95 (2,511,536.25) (94,963,963.43) (226,967,321.20)	(696,898,751.80) (166,283,131.17) 702,121,898.51 63,078,399.45 (7,321,937.27) (153,522,702.98) (392,650,387.74)
Other operating expenses Income from other investments and loans forming part of the fixed assets b) other income not included under a) Other interest receivable and similar income - other interest and similar income Value adjustments in respect of financial assets and of investments held as current assets Interest payable and similar expenses - concerning affiliated undertakings - other interest and similar expenses Tax on profit and loss		(41,616,969.18) 188,400,323.44 10,691,449.13 (1,054,991.79) (39,344,258.11) (96,275,509.43) (135,619,767.54)	(62,813,053.96) 205,607,026.27 17,203,925.19 (512,449.98) (39,389,449.00) (97,722,689.84) (137,112,138.84)	(76,485,160.96) 271,471,422.54 13,929,905.52 (1,069,467.53) (53,753,450.67) (126,675,182.20) (180,428,632.87)	(92,033,205.09) 327,465,528.42 19,839,452.77 (504,101.74) (68,989,517.13) (151,375,755.07) (220,365,272.20)	- - - - - - - - -	- - - - - - -	(178,809,027.78) (118,103,333.81) 468,744,317.42 24,728,327.95 (2,511,536.25) (94,963,963.43) (226,967,321.20) (321,931,284.63)	(696,898,751.80) (166,283,131.17) 702,121,898.51 63,078,399.45 (7,321,937.27) (153,522,702.98) (392,650,387.74) (546,173,090.72)

NOTES TO THE ANNUAL ACCOUNTS (CONTINUED)

Note 27 - Related party transactions

There are no related parties transactions other than the ones disclosed in Notes 3, 4, 10, 13, 14 and 17.

Note 28 - Subsequent events

On 29 April 2025, the Company liquidated the compartments C2 and C3.

On 6 June 2025, Meenakshi Mussai-Ramassur resigned from her position of Director and was replaced by Lorenzo Santone.

No other event has occurred subsequent to the year-end which would have a material impact on the annual accounts as at 31 December 2024.

Luxembourg, 26 June 2025

Ms Zamyra Cammans

Director

Mr. Lorenzo Santone

Director

Mrs. Hélène Grine-Siciliano

Director