



TO CREDITORS

23 July 2024

Dear Sir/Madam

Cazoo Group Ltd (in Voluntary Liquidation) (“the Company”)

David Soden and I were appointed Joint Voluntary Liquidators (“**JVLs**”) of the Company on 2 July 2024 pursuant to a resolution passed by the Company’s shareholders at an extraordinary general meeting (“**EGM**”) of the Company.

Order 14 of the Companies Winding Up Rules (“**CWR**”) requires that a declaration of solvency be signed by each person who was a director of the Company on the date on which the voluntary liquidation commenced. The declaration of solvency must be filed with the Cayman Islands Registrar of Companies within 28 days of the commencement of the voluntary liquidation failing which the JVLs are required to apply to the Grand Court of the Cayman Islands (the “**Court**”) for an order that the liquidation continue under the supervision of the Court in accordance with section 124 of the Companies Act (2023 Revision) and Order 15, rule 1 of the CWR. The JVLs have not received any declaration of solvency pursuant to Order 14 of the CWR and, given the resignation of the Company’s directors and the fact that the Company is insolvent, we do not expect to receive one.

Prior to the commencement of the voluntary liquidation, the Company issued public notices via the U.S. Securities and Exchange Commission (“**SEC**”) including a notification to stakeholders that the Company’s board of directors had unanimously determined that the Company’s winding up and the appointment of the voluntary liquidators is advisable and in the best interests of the Company and its stakeholders and directed that certain resolutions relating to the Company’s winding up be submitted to the Company’s shareholders for approval. On 21 June 2024 the Company issued a Notice of an EGM of the Company’s shareholders in which it was noted that the directors will be unable to sign declarations as to the Company’s solvency and as such the JVLs will be required to apply to the Court to continue the voluntary liquidation under the supervision of the Court, at which point the liquidation will continue as an “official liquidation.” A copy of the notice can be accessed via the following link: sec.gov/Archives/edgar/data/1859639/000121390024054499/ea020814501ex99-1_cazoo.htm

On 12 June 2024, the Company issued a Consent Solicitation Statement to the holders of the Company’s 4.00% / 2.00% Cash / Payment-in-Kind Toggle Senior Secured Notes due 2027 (the “**Noteholders**”) noting that the Company’s board approved the proposed calling of an EGM of the Company’s shareholders to resolve that the Company pursue a winding-up procedure (commencing as a voluntary liquidation, and subsequently to become an insolvent liquidation to be brought under the supervision of the Court) in the Cayman Islands with a view to an orderly winding-up, in the interests of its creditors as a whole.

As such, in the absence of a declaration of solvency, the purpose of this letter is to notify the Company’s creditors (including the Noteholders) that the JVLs intend to apply to the Court for an order that the liquidation continue under the supervision of the Court in accordance with section 124 of the Companies

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Act (2023 Revision) and Order 15, rule 1 of the CWR. The JVLs intend to file their application to Court between 30 July 2024 and 6 August 2024.

Creditors will receive further correspondence regarding next steps in the liquidation process once the Court has granted an order for the liquidation to continue under the supervision of the Court. No further action is required at this stage in order for creditors to participate and/or to receive distributions in the liquidation, insofar as such distributions are available. However, if any creditor has any concerns with or objections to the proposed Court supervision application, they may wish to seek independent legal advice, or they are welcome to contact the JVLs.

If you have any queries or comments, please do not hesitate to contact my colleague, George Dickenson, at +1 (345) 938-7811 or by email to George.Dickenson@teneo.com. Otherwise, there is no action required from creditors at this stage.

Yours faithfully

A handwritten signature in black ink, appearing to read 'N. Griffin', written over a light blue horizontal line.

Neema Griffin

Joint Voluntary Liquidator