

**TURNERS AUTOMOTIVE GROUP LIMITED**  
**CERTIFICATE OF COMPLIANCE**  
**(section 108(2)(b) of the Financial Markets Conduct Act 2013)**

We refer to the amendment deed (*MTD Amending Deed*) dated on or around the date of this certificate amending and restating a master trust deed (*Master Trust Deed*) dated 28 August 2018 (as amended and/or restated from time to time) between Turners Automotive Group Limited (*Turners*) and Public Trust (*Supervisor*).

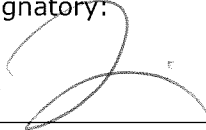
In this certificate, the *Amended Trust Deed* means the Master Trust Deed as amended and restated by the MTD Amending Deed.

We certify that:

- (a) we are satisfied that the MTD Amending Deed does not have a material adverse effect on the Holders (as defined in the Amended Trust Deed); and
- (b) the Amended Trust Deed complies with sections 104 to 106 of the Financial Markets Conduct Act 2013 (*FMCA*) on the basis that:
  - (i) the Amended Trust Deed contains the provisions required by sections 104 to 106 of the FMCA; and
  - (ii) we have received a legal opinion which confirms that the Amended Trust Deed complies with sections 104 to 106 of the FMCA.

Dated *24 November* 2020

Signed for and on behalf of  
**Public Trust** by its authorised  
signatory:



**Ireen Muir**  
Head of Client Services  
Corporate Trustee Services  
Public Trust  
Wellington