



**Rules of procedure of the Strategy Committee of Spyker Cars N.V. ("the Company") as adopted by the Supervisory Board on 17 September 2008**

1. The supervisory board has decided to delegate certain of her tasks to the Strategy Committee (the "Committee"). The Committee shall consist of at least two members, including the chairman of the supervisory board.
2. The Committee shall meet at least twice a year. Other meetings may be called by the chairman of the Committee if deemed necessary or desirable by this Committee or its chairman. The agendas and accompanying materials of the Committee will be circulated to the members of the Committee, and the minutes of such meetings will be prepared, under the responsibility of the secretary of the Company. The minutes shall be submitted promptly to the supervisory board for information.
3. The specific responsibilities of the Committee shall include:
  - a. The general strategy of the Company, including model range, technology, production, marketing, import & dealer network, commercial racing and the funding of the Company;
  - b. General strategic and business planning;
  - c. Approving business plans and partnerships;
  - d. Monitoring and approving programmes and business related services, including dealer and after sales services;
  - e. Approving terms of reference for supervisory board committees;
  - f. Supporting the management board in strategic matters;
  - g. Determine division of responsibilities between the CEO, CFO, COO, CTO and CCO;
  - h. Reviewing and monitoring key performance indicators;
4. The Committee will consult with the management board and, if it so desires, other employees of the Company and/or external advisors from time to time on the matters referred to in paragraph 3 a- h above.