

Company Number 04396107

CLIPPER WINDPOWER MARINE LIMITED

(the "Company")

SOLE MEMBER'S WRITTEN RESOLUTIONS

Circulation Date 25 September 2013 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that

- resolution 1 below is passed as an ordinary resolution (the "**Ordinary Resolution**"), and
- resolution 2 below is passed as a special resolution (the "**Special Resolution**", together with the Ordinary Resolution, the "**Resolutions**")

ORDINARY RESOLUTION

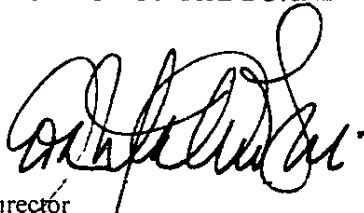
- 1 THAT in accordance with paragraph 43 of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the directors be and are hereby authorised to exercise any power of the Company under s550 of the Companies Act 2006 ("CA 2006")

SPECIAL RESOLUTION

- 2 THAT the directors be and are empowered pursuant to s569 CA 2006 to allot equity securities (within the meaning of s560(1) CA 2006) as if s561 CA 2006 did not apply to the allotment

Please read the Notes at the end of this document before signifying your agreement to the Resolutions below

BY ORDER OF THE BOARD



Director
Clipper Windpower Marine Limited

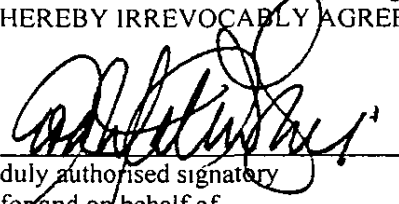
THURSDAY



LD4 *L2HPNFUZ* 26/09/2013 #346
COMPANIES HOUSE

AGREEMENT

WE THE UNDERSIGNED, being the sole member of the Company on the Circulation Date,
HEREBY IRREVOCABLY AGREE to the Resolutions


duly authorised signatory
for and on behalf of
Clipper Windpower, LLC

Dated *25 September 2013*

NOTES

- 1 To signify your agreement to the Resolutions you should sign and date this document where indicated above and return it to the Company by returning the signed copy by hand or by post to the Company Secretary or attaching a scanned copy of the signed document to an e-mail and sending it to any Director of the Company or the Company Secretary
- 2 Once you have signified your agreement to the Resolutions, you may not revoke your agreement
- 3 Unless by the 28th day following the Circulation Date, sufficient agreement has been received for the Resolutions to pass it will lapse
- 4 In the case of joint holders of shares only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 A copy of this document was sent to the Company's auditors on the Circulation Date