

Company Number: 07214557

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE MEMBERS
of
CHARGEPOINT SERVICES LIMITED (the "Company")

Pursuant to chapter 2 of part 13 of Companies Act 2006, the resolution below is proposed by the directors of the Company as a special resolution and is first circulated to the members of the Company on 14 June 2019 (the "Circulation Date").

SPECIAL RESOLUTION

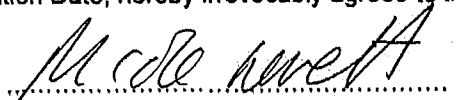
THAT the articles of association (in the form attached to this resolution) be adopted as the new articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolution.

The undersigned, being the sole eligible member of the Company entitled to vote on the resolution on the Circulation Date, hereby irrevocably agrees to the resolution.

Signed:



ENGIE Services Holding UK Limited as attorney for and on behalf of the Sellers (as defined in the share purchase agreement relating to the acquisition of the entire issued share capital of the Company by ENGIE Services Holding UK Limited (SPA)) under a power of attorney contained in the SPA

Date:

14 June 2019

NOTES

1. If you agree with the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree with the resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
4. "Eligible members" are the members who are entitled to vote on the resolution on the Circulation Date.
5. Unless, within 28 days of the Circulation Date, sufficient agreement has been received from the required majority of eligible members for the resolutions to be passed, they will lapse. If you agree to the resolution, please ensure that your agreement reaches us on or before this date.