



Company Name: **ISLIP SOLAR PARK (HOLDINGS) LIMITED**
(the "Company")

Company Number: **07853079**

WRITTEN RESOLUTION

proposed pursuant to Chapter 2 of Part 13 of the Companies Act 2006

Circulation Date: *10 June* 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution contained on **PAGE 2** of this document be passed as a special resolution within the meaning of section 283 Companies Act 2006.

Please read the important notes contained on PAGE 3 of this document before signifying your agreement to the special resolution.

There is enclosed with this document a solvency statement under section 643 Companies Act 2006 made by all the directors of the Company on 10 June 2019 for the purposes of section 642 Companies Act 2006.

Dated: *10 June 2019*

By Order of the Board
Director

Registered Office: C/O Low Carbon Ltd
13 Berkeley Street
London
England
W1J 8DU

SPECIAL RESOLUTION

THAT the share capital of the Company be reduced by the sum of £4,999 by cancelling and extinguishing 4,999 of the issued and fully paid-up ordinary shares of £1.00 each in the capital of the Company registered in the name of GSII Infra 3 UK Solar Ltd, with the reserve arising being treated for the purposes of Part 23 of the Companies Act 2006 as realised profit in accordance with paragraph 3(2) of the Companies (Reduction of Share Capital) Order 2008 (SI/2008/1915).

IMPORTANT NOTES

- 1 If you agree with the special resolution contained on **PAGE 2** of this document, please indicate your agreement by signing and dating this document where indicated below on **PAGE 4** and returning it to the Company using one of the following methods:
 - (a) **By hand:** delivering the signed copy to Fabiano Iesini at Gowling WLG (UK) LLP, 4 More London Riverside, London, SE1 2AU;
 - (b) **By post:** returning the signed copy by post to Fabiano Iesini at Gowling WLG (UK) LLP, 4 More London Riverside, London, SE1 2AU; or
 - (c) **By e-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Fabiano.Iesini@gowlingwlg.com.
- 2 If you do not agree to the special 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 special resolution, you may not revoke your agreement.
- 4 Unless, by _____ (being the period of 28 days beginning with the circulation date of this written resolution), sufficient agreement has been received for the special resolution to be passed, it will lapse. If you agree to the special resolution, please ensure that your agreement reaches us before or during this date. However, please note that unless the resolution is passed before _____, the reduction in the Company's share capital resolved on by the resolution will not take effect.

AGREEMENT

*Please read the important notes on **PAGE 3** of this document before signifying your agreement to the special resolution set out on **PAGE 2**.*

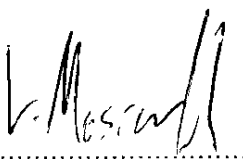
The undersigned, being the sole member entitled to vote on the special resolution contained on **PAGE 2** of this document on 10 June 2019, hereby irrevocably agrees to that special resolution.

Name of Shareholder

Signature

Date

Duly authorised signatory
for and on behalf of
GSII INFRA 3 UK
SOLAR LTD
(CRN: 08985700)



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10 June 2019
