

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

KLARA SOLAR LIMITED

(a company registered in England and Wales no 07932123)
("Company")

WRITTEN RESOLUTION OF THE MEMBERS

Circulation Date: 8/1 2015

Date Passed: 8/1 2015

WRITTEN RESOLUTION

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("the **Act**"), the directors of the Company propose that the following resolution be passed as a special resolution as set out below ("the **Resolution**") The Resolution is being proposed in connection with a proposed reduction of the Company's share capital and a solvency statement made by the directors of the Company on the date hereof relating to that proposed reduction of capital is attached to this document

SPECIAL RESOLUTION

That, pursuant to Chapter 10 of Part 17 of the Act and subject to the approval of the Registrar of Companies, the share capital of the Company be and hereby is reduced by the cancellation and extinguishing of the A shares of 1p each in the capital of the Company ("**A Shares**") (in respect of both the nominal value and the share premium paid thereon) with the amount by which the share capital of the Company is so reduced being paid to the holder of the A Shares pursuant to the provisions of section 641(4)(b)(ii) of the Act

AGREEMENT TO WRITTEN RESOLUTION

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

The undersigned being the persons entitled to vote on the Resolution on the circulation date set out above, hereby irrevocably agree to the passing of the Resolution

NOTES

If you wish to agree to the Resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the Company at the Company's registered office for the attention of Alex Davidson by fax on 0800 763 1505 or by email (in PDF format) to alex.davidson@sghmartineau.com If you do not agree to the Resolution you need not do anything You will not be deemed to agree if you fail to respond Once you have indicated your agreement to the Resolution you may not revoke your agreement Unless by the end of the period of 28 days beginning with the circulation date set out above sufficient agreement has been received for the Resolution to be passed it will lapse

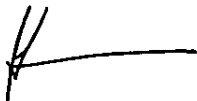
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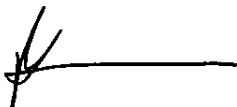
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COMPANIES HOUSE



For and on behalf of
Fern Trading Limited
(duly appointed attorney of
Octopus Apollo VCT plc)



For and on behalf of
Fern Trading Limited
(duly appointed attorney of
Octopus VCT 2 plc)



For and on behalf of
Fern Trading Limited
(duly appointed attorney of
Octopus Investments Nominees Limited)



For and on behalf of
OCS Services Limited



For and on behalf of
Octopus Investments Nominees Limited