

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

**LIGHTSOURCE SPV 62 LIMITED ("the Company")**  
(a company registered in England no 07984488)

**WRITTEN RESOLUTION OF MEMBER**

Circulation Date: 3/4/ 2014

Date Passed: 3/4/ 2014



LD3 \*L35LVJTC\* #83  
11/04/2014  
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution ("the **Resolution**")

**SPECIAL RESOLUTION**

That, notwithstanding anything in the articles of association of the Company ("the **Articles**"), the Articles be amended so as to add the following at the end and numbered appropriately

**"Alternate directors**

- (1) Any director (the "appointor") may appoint as an alternate any other director, or any other person approved by resolution of the directors, to
  - (a) exercise that director's powers, and
  - (b) carry out that director's responsibilities, in relation to the taking of decisions by the directors in the absence of the alternate's appointor
- (2) Any appointment or removal of an alternate must be effected by notice in writing to the company signed by the appointor, or in any other manner approved by the directors
- (3) The notice must
  - (a) identify the proposed alternate, and
  - (b) in the case of a notice of appointment, contain a statement signed by the proposed alternate that the proposed alternate is willing to act as the alternate of the director giving the notice
- (4) Any meeting of the directors shall not be invalid because notice thereof or any business to be transacted at that meeting was not given to any alternate director if his appointor attends such meeting "

**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

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For and on behalf of  
Elke Solar Limited

**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 or for the attention of Karen Ward by email (in PDF format) to [KWard@octopusinvestments.com](mailto:KWard@octopusinvestments.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.