

Part 2 Form of written resolution to be filed at Companies House under the 2006 Act

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

STOWBRIDGE SOLAR 1 LIMITED

(the "Company")

Passed on 20/12/2017

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution the following resolution of the Company was duly passed:

RESOLUTION

THAT the directors of the Company be authorised and instructed to arrange for the following documents to be entered into by the Company:

- (a) a guarantee (the "**Guarantee**") by the Company in respect of the obligations of Rockfire Investment Finance plc (the "**Issuer**") under the Issue 8 Solar Bonds due 2027 issued by the Issuer on or about today's date (the "**Bonds**") given in favour of Rockfire Security Trustee Limited (the "**Security Trustee**"); and
- (b) a debenture (the "**Debenture**") granted by the Company given in favour of the Security Trustee as security for the Guarantee.

Signed


Director

Dated

20 December 2017

