

**Company Number: 08751011**

**THE COMPANIES ACT 2006**  
**COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**of**  
**NET ZERO BUILDINGS LIMITED**  
**(the "Company")**

**Circulation Date:** 8 August 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as written resolutions of the sole eligible member of the Company (the "**Resolutions**").

**SPECIAL RESOLUTIONS**

1. **THAT** the draft articles of association attached to these Resolutions be and are hereby approved and 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 agreeing to the Resolutions.

The undersigned was at the time the Resolutions were circulated the sole eligible member (as defined by section 289 CA 2006) of the Company, and irrevocably agrees to, the Resolutions.

DocuSigned by:  
  
F1B168EB71A94D4...  
For and on behalf of  
**NET ZERO BUILDINGS FINANCE LIMITED**

8 August 2023

Date

## NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:-
  - **By Hand:** delivering the signed copy to Jessica Honeyman at Pinsent Masons LLP, 30 Crown Place, Earl Street, London EC2A 4ES;
  - **Post:** returning the signed copy by post to Jessica Honeyman at Pinsent Masons LLP, 30 Crown Place, Earl Street, London EC2A 4ES;
  - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [jessica.honeyman@pinsentmasons.com](mailto:jessica.honeyman@pinsentmasons.com). Please enter "Written resolutions dated \_\_\_\_\_ 2023" in the e-mail subject box.
2. If you do not agree to the Resolutions, 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. Unless, within 28 days of circulation of the Resolutions, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
6. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.