

Company No. 10669600

THE COMPANIES ACT 2006

WEDNESDAY



LD1 18/12/2019 #10  
COMPANIES HOUSE

**PRIVATE COMPANY LIMITED BY SHARES**

**RESOLUTION**

of

**UK GREEN INFRASTRUCTURE PLATFORM LIMITED**

(the "Company")

4 DECEMBER 2019

(the "Circulation Date")

We, the undersigned, being eligible members of the Company (as defined in section 289 of the Companies Act 2006), irrevocably agree to the following resolution of the Company, having effect as a special resolution, in each case in accordance with Chapter 2 of Part 13 of the Companies Act 2006:

**1. SPECIAL RESOLUTION**

THAT the amount of £93,685,936 standing to credit to the share premium account of the Company as at the date on which this resolution is passed be cancelled and extinguished, and the amount of the share premium account so cancelled be credited to a distributable reserve.

We further consent to every variation or abrogation of the rights attaching to any class of shares of which we are a holder involved in or proposed to be effected by the passing of the resolution set out above.

Date:

4 DECEMBER 2019

Duly authorised for and on behalf of **Secretary of State for Business, Energy and Industrial Strategy** (90 per cent)

DIRECTOR

DIRECTOR

Duly authorised for and on behalf of **UK Green Investment Bank Limited** (10 per cent)

## NOTES

1. If you agree to the resolution, 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 company secretary at C/O Alter Domus Uk Limited, 18 St Swithin's Lane, London, EC4N 8AD.
  - Post: returning the signed copy by post to company secretary at C/O Alter Domus Uk Limited, 18 St Swithin's Lane, London, EC4N 8AD.
  - Email: by attaching a scanned copy of the signed document to an email and sending it to [aduk-cms-a@alterdomus.com](mailto:aduk-cms-a@alterdomus.com). Please enter "Written resolution dated 4 DECEMBER 2019" in the email subject box.

If you do not agree to the resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

1. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
2. Unless, by 11 DECEMBER 2019, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date.
3. 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.
4. 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.