

Eden Sustainable Investments 8 Ltd

Company Number 11403068

(the "Company")



PRIVATE COMPANY LIMITED BY SHARES

**SHAREHOLDERS' WRITTEN RESOLUTION CIRCULATED**

ON 30th MARCH 2021  
(the "Circulation Date")

**PURSUANT TO CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions (the "Resolutions") are passed as special and ordinary resolutions by the members of the Company:

**SPECIAL RESOLUTION**

- 1 The Directors of the Company propose that the following Special Resolutions ("Special Resolutions") are passed as Special Resolutions by the members of the company:
- 2 The Articles of Association are to be amended to delete clause 17.5 under the heading "Transfer of Shares" so that Directors may not have a right to refuse to register the transfer of a share.
- 3 That the new draft articles of association, a copy of which is attached, be and are hereby adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

**ORDINARY RESOLUTIONS**

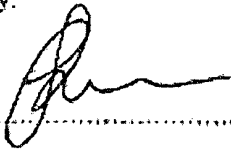
1. That the entry into the following documents (each of which is defined in the facility agreement between the Company and Close Leasing Limited (the "Lender") containing certain development, term, guarantee and revolving credit facilities to finance the proposed rooftop solar contracts (the "Facility Agreement") by the Company be and is hereby ratified:
  - 1.1 any Project Documents as defined in the Facility Agreement that the Company is a party to;
  - 1.2 the Facility Agreement; and
  - 1.3 Debenture granted by the Company in favour of the Lender.

**AGREEMENT**

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

The undersigned, being persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions;

Signed by:



30/03/2021  
Date

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 [ ].
- Post: returning the signed copy by post to [ ].
- Fax: faxing the signed copy to [ ] marked "For the attention of [ ]".

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to [ ]. Please enter "[ ]" in the e-mail subject box.

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.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by 28 days from the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. 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.
5. 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.