

**Company number 13489265**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**EBL HB LIMITED**  
**(Company)**

**Circulation Date:** 26 September **2023 (the Circulation Date)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**2006 Act**), the directors of the Company (**Directors**) propose that resolution 1 below be passed as a special resolution (**Resolution**):

**SPECIAL RESOLUTION**

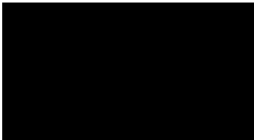
1. THAT the draft articles of association annexed to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

**AGREEMENT**

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

The undersigned, being the members of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution including without limitation, for the purposes of any class consent required, under the 2006 Act, the Company's articles of association, any shareholders' agreement, investment agreement or otherwise.

Signed for and on behalf of **THE**  
**ENVIRONMENT BANK LIMITED**



26.09.2023

Date:

Signed for and on behalf of **GRESHAM**  
**HOUSE BRITISH BSI INFRASTRUCTURE**  
LP, acting by its general partner  
**GRESHAM HOUSE INVESTMENT**  
**MANAGEMENT (GUERNSEY) LIMITED**



26.09.2023

Date:

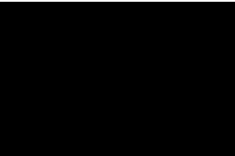
Signed for and on behalf of **GRESHAM  
HOUSE BRITISH SUSTAINABLE  
INFRASTRUCTURE FUND II LP**, acting by  
its general partner **GRESHAM HOUSE  
INVESTMENT MANAGEMENT  
(GUERNSEY) LIMITED**



26.09.2023

Date:

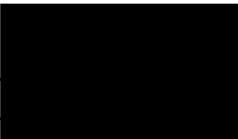
Signed for and on behalf of **WEST  
MIDLANDS PF BSI LP**, acting by its  
general partner **GRESHAM HOUSE  
INVESTMENT MANAGEMENT  
(GUERNSEY) LIMITED**



26.09.2023

Date:

Signed for and on behalf of **NORTH WEST  
BSI II LP**, acting by its general partner  
**GRESHAM HOUSE INVESTMENT  
MANAGEMENT (GUERNSEY) LIMITED**



26.09.2023

Date:

## Notes

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to 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 Michelmores LLP, Woodwater House, Pynes Hill, Exeter EX2 5WR.
  - Post: returning the signed copy by post to Michelmores LLP, Woodwater House, Pynes Hill, Exeter EX2 5WR.
  - E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to [dan.osullivan@michelmores.com](mailto:dan.osullivan@michelmores.com). Please type "Written Resolution" 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 following the Circulation Date (including 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. 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.
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.