

Step 25 – Written ordinary resolution of Wind UK Bidco 3 Limited

Company number

15175268

THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES  
WRITTEN ORDINARY RESOLUTION  
OF  
WIND UK BIDCO 3 LIMITED  
(the Company)

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company proposed that the following resolution be passed as an ordinary resolution:

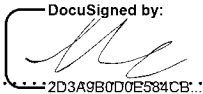
ORDINARY RESOLUTION

- (a) THAT in accordance with section 622 of the Companies Act 2006, the existing share capital of the Company be redenominated from GBP-denominated shares to USD-denominated shares (the Redenomination). Such Redenomination is to be effected using the GBP/USD foreign exchange spot rate as of 23 January 2024, being GBP 1/USD 1.27170 (the Spot Rate). In accordance with the Spot Rate, the one ordinary share of £0.01 in the capital of the Company be redenominated into one ordinary share of USD 0.0127 each, having the rights and being subject to the restrictions set out in the articles of association of the Company.
- (b) THAT in accordance with section 618 of the Companies Act 2006, the one ordinary share of USD 0.0127 in the issued share capital of the Company be sub-divided into 127 ordinary shares of USD 0.0001 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary shares of USD 0.0127 each in the capital of the Company as set out in the Company's articles of association for the time being (the Sub-Division).

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## AGREEMENT OF ELIGIBLE MEMBERS

The undersigned, being the sole eligible member on 30 January 2024 (the circulation date), irrevocably agrees to the resolution set out above:

Signed by  .....  
for and on behalf of Wind UK Bidco 2 Limited

Date: 30 January 2024

The sole eligible member must signify its agreement to the proposed resolution as follows: (i) by hand, by delivering a signed copy to 1 Knightsbridge, London, SW1X 7LX; (ii) by post, by sending a signed copy to 1 Knightsbridge, London, SW1X 7LX; or (iii) by e-mail, by sending a scanned signed copy of the resolution to [chantelle.fard@allenoverly.com](mailto:chantelle.fard@allenoverly.com) and [amith.yedugondla@allenoverly.com](mailto:amith.yedugondla@allenoverly.com). The sole eligible member must signify its agreement to the proposed resolution within the period of 28 days from and including the circulation date. However, if the sole eligible member does not agree with the proposed resolution, it does not need to reply. Once the sole eligible member has signified its agreement to the proposed resolution, its agreement may not be revoked. The proposed resolution will lapse if it is not passed by the end of that 28 day period.

\*Note: "Eligible members" are those members who are or would be entitled to vote on the above resolution on the circulation date (i.e. the date on which copies of the resolution are first sent or submitted to members).