

SPECIAL RESOLUTIONS
OF
UK GREEN INVESTMENT BANK PLC (the "Company")

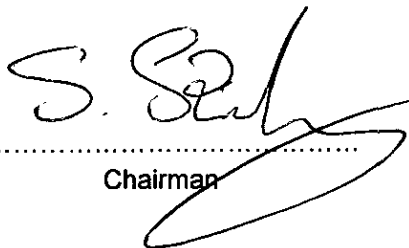
Passed on 21 June 2017

The following resolutions were duly passed as special resolutions on 21 June 2017 at a general meeting of the Company duly convened and held at 21-24 Millbank Tower on 21 June 2017 at 4:15 pm at which every member of the Company voted in favour of the following resolutions (there being no other shareholders eligible to apply under section 98 of the Companies Act 2006 to the court for cancellation of the special resolution):

SPECIAL RESOLUTIONS

THAT:

- (i) the Company be re-registered as a private limited company under the Companies Act 2006; and
- (ii) the regulations contained in the document attached to the notice of general meeting and for the purposes of identification signed by the chairman be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association.


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Chairman

Dated: 21st June , 2017

WEDNESDAY



SCT *S6A1LI88* #290
05/07/2017
COMPANIES HOUSE