

Company No. 01589961
Private company limited by shares

WRITTEN RESOLUTION
OF



RENEWABLE ENERGY SYSTEMS LIMITED (the Company)

Circulated on 25th June 2021 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, it is proposed by the directors that the resolution below is passed as an ordinary resolution.

ORDINARY RESOLUTION

1 THAT:

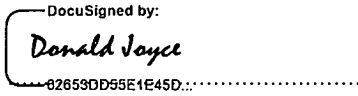
- (a) each of RES UK & Ireland Limited (Company No. 04913493) (**RUKI**), Renewable Energy Centre Limited (Company No. 03136058) (**REC**) and Sarcon (No. 999) Limited (**SARCON**), and together with RUKI and REC, the **Relevant Subsidiaries**), each of which are the wholly owned subsidiary of the Company, take an audit exemption for the financial year ending 31 October 2020 and 31 August 2020 (the **Relevant Financial Year**) pursuant to section 479A of the Companies Act 2006 (the **CA 2006**) (the **S.479A Audit Exemptions**) and tend to all relevant formalities in connection with such S.479A Audit Exemptions;
- (b) without prejudice to the generality of the foregoing, the execution and delivery by the Company of: (i) a form of written resolution of RUKI, providing (among other things) the requisite agreement of the Company, as the sole member of RUKI, to RUKI taking its proposed S.479A Audit Exemption (the **RUKI Sole Member's Agreement**); (ii) a form of written resolution of REC, providing (among other things) the requisite agreement of the Company, as the sole member of REC, to REC taking its proposed S.479A Audit Exemption and (iii) a form of written resolution of SARCON, providing (among other things) the requisite agreement of the Company, as the sole member of SARCON, to SARCON taking its proposed S.479A Audit Exemption (the **REC Sole Member's Agreement**, the **SARCON Sole Member's Agreement** and together with the RUKI Sole Member's Agreement, the **Relevant Sole Member's Agreements**);
- (c) the performance by the Company of its obligations (if any) under the Relevant Sole Member's Agreements and in respect of the other formalities required in respect of the S.479A Audit Exemptions,

be and is hereby agreed and approved.

AGREEMENT

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

The undersigned, a person entitled to vote on the above resolution on the date on which this resolution is circulated, hereby irrevocably agrees to the ordinary resolution:

Signature 02653DD55E1E45D.....

Name Donald Joyce

Duly authorised for and on behalf of

Renewable Energy Systems Holdings Limited (Company number 04913497)

Date of signature: 25 June 2021 | 15:05 BST

NOTES FOR MEMBER(S)

1. You can choose to agree to the Resolution or not but you cannot agree to only some of the Resolution. 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 Dominic Hearth, Alex Kirk, Kirti Argent or Rachael Birkwood at Beaufort Court, Egg Farm Lane, Kings Langley, Hertfordshire, WD4 8LR.
 - **Post:** returning the signed copy by post to Dominic Hearth, Alex Kirk, Kirti Argent or Rachael Birkwood at the above address.
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to dominic.hearth@res-group.com, alex.kirk@res-group.com, kirti.argent@res-group.com or rachael.birkwood@res-group.com.
2. If you do not agree to the Resolution, you do not need to do anything as you will not be deemed to agree if you fail to reply.
3. Your agreement is irrevocable which means that once you have indicated your agreement to the Resolution, you may not change your mind.
4. Unless, within 28 days of the circulation date of this written resolution, 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.
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.