

Company No. 7233489

THE COMPANIES ACT 2006

FRIDAY



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PRIVATE COMPANY LIMITED BY SHARES

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RESOLUTION IN WRITING

of


**GYM OFFSHORE ONE LIMITED** (the "Company")

We, being the sole member of the Company who, at the circulation date of this resolution, would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as Special Resolution:

**SPECIAL RESOLUTION**

**THAT**, the existing issued share capital of the Company be reduced to GBP 182,293,800 and DKK 102,286,938 and EUR 37,750,308 by cancelling and extinguishing 19,100,000 of the Ordinary Shares of GBP 1.00 each.

**THAT**, the sums arising upon the reduction of the issued share capital be credited to a distributable reserve.

Signed: 

Date: 12 September 2018

Authorised signatory  
For and on behalf of  
SWM UK Wind One Limited

**NOTES:**

1. The circulation date of these resolutions is 12 September 2018. These resolutions have been sent to eligible members who would have been entitled to vote on the resolutions on this date. Only such eligible members (or persons duly authorised on their behalf) should sign these resolutions.
2. An eligible member can signify its agreement to the resolutions by signing the resolutions and by delivering a copy of the signed resolutions to an officer of the Company by hand, post or electronic means.
3. These resolutions must be passed by within 15 days. If these resolutions are not passed by such date they will lapse. The agreement of a member to these resolutions is ineffective if signified after this date.