

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

EAST SUSSEX ENERGY INFRASTRUCTURE AND DEVELOPMENT LIMITED

(the "Company")

Circulation Date: 17th November 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as a written resolution of the Company, having effect as a special resolution (together the "Resolutions"):

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by deleting Articles 7.1, 9.1 and 16.4 and replacing it with the following new Articles 7.1, 9.1 and 16.4:

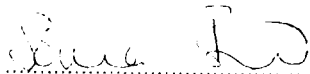
- 7.1 No business shall be transacted at any general meeting unless a quorum is present. The quorum shall comprise of four Members (one from each class of membership) whether present in person, by proxy or by authorised representative. In the event the Company has less than four Members at any given time, one Member from each class of membership of which there are members at the time shall form a quorum whether present in person, by proxy or by authorised representative. In the event the Company has only one Member, that Member shall be able to pass any resolution by way of a written resolution that would otherwise need to be passed by the Members in general meeting.
- 9.1 Unless otherwise determined by ordinary resolution, the minimum number of Directors shall be two and the maximum number of Directors shall be sixteen.
- 16.4 Subject to Article 16.5 and 16.6, no business shall be carried out at any meeting of the Board unless a quorum is present. The quorum shall be four, being at least one A Director, at least one B Director, at least one C Director and at least one D Director. In the event the total number of Directors for the time being is less than the quorum, the continuing Directors not being less than two (one from each class of membership that has appointed a director), shall form a quorum. A person who holds office only as an alternate Director shall, if his appointor is not present, be counted in the quorum.

AGREEMENT

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

We, the undersigned, being the members of the Company entitled to vote on the Resolutions as at the Date of Circulation, hereby irrevocably agree to the Resolutions:

Company No. 07632595



For and on behalf of
Hastings, Bexhill and East Sussex - Business Association
Limited

29/11/23

Date

For and on behalf of
Hastings Borough Council

Date

For and on behalf of
East Sussex County Council

Date

For and on behalf of
Rother District Council

Date

Steven John Manwaring

Date

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For and on behalf of
Hastings, Bexhill and East Sussex - Business Association
Limited

.....
Date



30/11/2023

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For and on behalf of
Hastings Borough Council

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For and on behalf of
East Sussex County Council

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Date

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For and on behalf of
Rother District Council

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Date

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Steven John Manwaring

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East Sussex County Council

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For and on behalf of
Rother District Council

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29/11/23

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Steven John Manwaring

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For and on behalf of
East Sussex County Council

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For and on behalf of
Rother District Council

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Date

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Steven John Manwaring

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Date

24-11/23

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For and on behalf of
Hastings, Bexhill and East Sussex - Business Association
Limited

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Date

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For and on behalf of
Hastings Borough Council

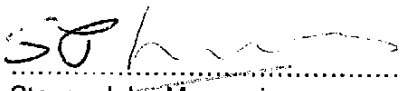
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Date

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East Sussex County Council

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Date

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For and on behalf of
Rother District Council

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Date


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Steven John Manwaring

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30-11-23
Date

NOTES

1. 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 Tracey Murray at Innovation Centre, Highfield Drive, St Leonards, East Sussex, TN38 9UH;
- Post: returning the signed copy by post to Tracey Murray at Innovation Centre, Highfield Drive, St Leonards, East Sussex, TN38 9UH;
- E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to traceymurray@seachangesussex.co.uk. Please enter "written resolution" in the email 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 15 days from the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse.
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.