

Company No 12833895

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

GREENGRIDPOWER3 LTD (the "Company")

CIRCULATION DATE: 14 February 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 is passed as a written resolution of the Company, having effect as a special resolution, and that resolution 2 is passed as a written resolution of the Company, having effect as an ordinary resolution (the "Resolutions").

SPECIAL RESOLUTION

1. **THAT** the regulations annexed to these Resolutions be and are hereby approved and adopted as the new Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company.

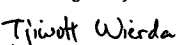
ORDINARY RESOLUTION

2. **THAT**, conditional on Resolution 1 being passed, 70 ordinary shares of £1.00 each in the capital of the Company held by Infinergy Limited shall be re-designated as 70 A ordinary shares of £1.00 each and 30 ordinary shares of £1.00 each in the capital of the Company held by Steve Ruggi shall be re-designated as 30 B ordinary shares of £1.00 each.

AGREEMENT

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

The undersigned being the persons entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions.

DocuSigned by:

.....
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Date: 14 February 2022

Director on behalf of

Infinergy Limited

Date: 2022

.....
Steve Ruggi

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..... Date: 2022

Director on behalf of

Infinergy Limited

DocuSigned by:



14 February
Date: 2022

Steve Ruggi

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company's registered office address.

If you do not agree with the Resolution, 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 Resolution, you may not revoke your agreement.
3. If, within 28 days of the Circulation Date, insufficient agreement has been received for the Resolution to pass, such Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches us within 28 days of the Circulation Date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
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.