

Company No. 13740904

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

Wind 2 Project 3 Limited

(the "**Company**")

Circulation Date

.....24.December.2021..

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following Written Resolutions in the case of the resolution numbered 1 as a Special Resolution and in the case of resolutions numbered 2 and 3 as Ordinary Resolutions:

SPECIAL RESOLUTION

- 1 That the draft articles of association in the form attached to these written resolutions (the "**New Articles**") be and they are hereby approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all existing articles of association.

ORDINARY RESOLUTIONS

- 2 That 100 Ordinary Shares of £1.00 each in the capital of the Company be reclassified to A Ordinary Shares of £1.00 each having the rights as set out in the New Articles.
- 3 That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the "**2006 Act**") to exercise all the powers of the Company to allot ordinary shares in the Company or to grant rights to subscribe for, or convert any securities into, ordinary shares in the Company up to an aggregate nominal amount of £100, and to allot preference shares in the Company or to grant rights to subscribe for, or convert any securities into, preference shares in the Company up to an aggregate nominal amount of £44,047. This authority is in substitution for any existing authority to allot shares or grant rights in accordance with section 551 of the 2006 Act and shall expire on the fifth anniversary of the date of the passing of this resolution save that the Company may before that expiry make offers or agreements which would or might require relevant securities to be allotted after that expiry.

Please read the Notes overleaf before signifying your agreement to the Written Resolutions.

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, I/we, the undersigned, being the sole eligible member of the Company who would have been entitled to vote on the resolutions set out above on the Circulation Date stated above hereby irrevocably agree to the resolutions, in the case of the resolution numbered 1 as a Special Resolution and in the case of resolutions numbered 2 and 3 as Ordinary Resolutions:

DocuSigned by:

Geraint Jewson

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24 December 2021

duly authorised for an on behalf of W2H2 LLP

Date of signature

Notes

- 1 You can choose to agree to all of the proposed Written Resolutions or none of them but you cannot agree to only some of them.
- 2 If you agree to the proposed Written Resolutions please sign and date this document overleaf on the dotted line where indicated and return it to the Company by hand or post to the Company's registered office at Linden House Wrexham Road, Mold Business Park, Mold, Wales, CH7 1XP by no later than 5pm on the date 28 days after the Circulation Date stated overleaf.
- 3 If you do not agree to the Written Resolutions you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 4 The Written Resolutions will lapse if the agreement of the required majority of eligible members is not received by the Company by 5pm on the date 28 days after the Circulation Date stated overleaf. If the Company does not receive this signed document from you by this date and time it will not be counted in determining whether the Written Resolutions are passed.
- 5 The Written Resolutions are passed on the date and time that the Company receives the agreement of the required majority of eligible members. The required majority for an Ordinary Resolution is eligible members representing a simple majority of the total voting rights of eligible members. The required majority for a Special Resolution is eligible members representing not less than 75% of the total voting rights of eligible members.
- 6 You may not revoke your agreement to the Written Resolutions once you have signed and returned this document to the Company.
- 7 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.