

Company number 09627153

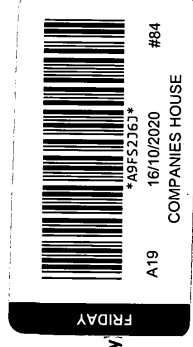
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

ENERGY AND INFRASTRUCTURE MANAGEMENT LIMITED (Company)

26 September 2020



Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

- Resolutions 1 to 3 below are passed as ordinary resolutions (**Ordinary Resolutions**); and
- Resolution 4 below is passed as a special resolution (**Special Resolution**).

**ORDINARY RESOLUTIONS**

1. THAT the 500 existing Ordinary Shares of £1.00 each in the capital of the Company held by J C Hill be re-designated as A Ordinary Shares of £1.00 each in the capital of the Company having the rights set out in the articles adopted pursuant to Resolution 4.
2. THAT the 500 existing Class B Ordinary Shares of £1.00 each in the capital of the Company held by V E Hill be given full voting rights.
3. THAT 3 new classes of shares be created, being C Ordinary non voting Shares, D Ordinary non voting Shares and E Ordinary non voting shares of £1.00 each having the rights set out in the articles adopted pursuant to Resolution 4.

4. THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the directors of the Company be unconditionally authorised to re-designate 50 A ordinary shares to 50 C Ordinary Shares; 50 A ordinary shares to 50 D ordinary shares and 50 A ordinary shares to 50 E Ordinary Shares and 50 B ordinary shares to 50 C ordinary shares; 50 B ordinary shares to 50 D ordinary shares and 50 B ordinary shares to 50 E ordinary shares each having the rights set out in the articles adopted pursuant to Resolution 4. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of the date of passing of this resolution.

**SPECIAL RESOLUTION**

4. THAT with immediate effect the draft articles of association produced to the meeting and attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

## AGREEMENT

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

The undersigned, a person entitled to vote on the above resolutions on 26 September 2020. hereby irrevocably agrees to the Ordinary Resolutions and the Special Resolution:

Signed by J C Hill

Date

*J C Hill*  
.....  
26 Sep 2020

Signed by V E Hill

Date

*V E Hill*  
.....  
26 September 2020