

Company number 13605841

SPECIAL RESOLUTIONS

of

THOMASLLOYD ENERGY IMPACT TRUST PLC (the “Company”)

Passed on 24 August 2023

At a General Meeting of the Company duly convened and held at 1 Finsbury Circus, London EC2M 7SH on 24 August 2023, at 10.00 am the following resolutions were duly passed as special resolutions.

SPECIAL RESOLUTIONS

1. THAT the Company be and is hereby generally and unconditionally authorised for the purposes of section 701 of the Companies Act to make market purchases (within the meaning of section 693(4) of the Companies Act) of ordinary shares of US\$0.01 each in the capital of the Company, provided that:
 - a) the maximum aggregate number of ordinary shares that may be purchased is 26,335,137;
 - b) the minimum price (excluding expenses) which may be paid for each ordinary share is US\$0.01;
 - c) the maximum price (excluding expenses) which may be paid for each ordinary share is an amount equal to the higher of:
 - i) 105 per cent. of the average of the mid-market value of an ordinary share in the Company for the five business days prior to the day the purchase is made; and
 - ii) the higher of:
 - (a) the price of the last independent trade of an ordinary share; and
 - (b) the highest current independent bid for an ordinary share; and
 - d) the authority conferred by this resolution shall expire at the conclusion of the Company's next annual general meeting save that the Company may, before the expiry of the authority granted by this resolution, enter into a

contract to purchase ordinary shares which will or may be executed wholly or partly after the expiry of such authority.

2. THAT a general meeting, other than an annual general meeting, may be called on not less than 14 clear days' notice provided that this authority shall expire at the conclusion of the Company's next annual general meeting.

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Signed:18260BF1A74D47A.....

Uloma Adighibe
for an on behalf of
JTC (UK) Limited
as Company Secretary
24 August 2023