**NextEnergy Solar Fund Limited Announces Results of Annual General Meeting held on 20 August 2025**

**Full text of the resolutions and summary of the results**

# Ordinary Business

To consider and, if thought fit, to pass the following resolutions as ordinary resolutions:

1. To receive and consider the annual report and ﬁnancial statements of the Company for the year ended 31 March 2025, together with the reports of the Directors and auditor contained therein.
2. To approve the Directors’ remuneration report for the year ended 31 March 2025 contained within the annual report and ﬁnancial statements of the Company for the year ended 31 March 2025.
3. To approve the Company’s dividend policy.
4. To re-elect Paul Le Page as a Director of the Company.
5. To re-elect Josephine Bush as a Director of the Company.
6. To re-elect Jo Peacegood as a Director of the Company.
7. To re-elect Caroline Chan as a Director of the Company.
8. To re-appoint KPMG Channel Islands Limited as auditor of the Company to hold ofﬁce until the conclusion of the next annual general meeting of the Company.
9. To authorise the Directors to set the remuneration of the auditor.

**Special Resolutions**

To consider and, if thought ﬁt, pass the following resolutions as special resolutions:

1. That, in accordance with article 7.7 of the Articles, the Directors be and are hereby generally and unconditionally authorised pursuant to the Articles to allot and issue (or sell treasury shares) up to such number of Ordinary Shares as shall be equivalent to 10% of the aggregate number of Ordinary Shares in issue (excluding treasury shares) at the date of passing of this resolution as if the pre-emption rights in article 7.2 of the Articles do not apply to such allotment and issue (or sale). This authority shall expire at the conclusion of the annual general meeting of the Company to be held in 2026 (unless renewed, varied or revoked by the Company prior to or on such date), save that the Company may, before such expiry, make any offer or agreement which would or might require Ordinary Shares to be allotted or issued (or treasury shares to be sold) after such expiry and the Directors may allot and issue Ordinary Shares (or sell treasury shares) in pursuance of any such offer or agreement as if the authority conferred hereby had not expired.
2. That, conditional on the passing of Resolution 10 and in addition to the authority granted thereunder, in accordance with article 7.7 of the Articles, the Directors be and are hereby generally and unconditionally authorised pursuant to the Articles to allot and issue (or sell treasury shares) up to such number of Ordinary Shares as shall be equivalent to 10% of the aggregate number of Ordinary Shares in issue (excluding treasury shares) at the date of passing of this resolution as if the pre-emption rights in article 7.2 of the Articles do not apply to such allotment and issue (or sale). This authority shall expire at the conclusion of the annual general meeting of the Company to be held in 2026 (unless renewed, varied or revoked by the Company prior to or on such date), save that the Company may, before such expiry, make any offer or agreement which would or might require Ordinary Shares to be allotted or issued (or treasury shares to be sold) after such expiry and the Directors may allot and issue Ordinary Shares (or sell treasury shares) in pursuance of any such offer or agreement as if the authority conferred hereby had not expired.
3. That the Company be and is hereby generally and unconditionally authorised in accordance with section 315 of the Companies (Guernsey) Law, 2008, as amended, (the “Law”) to make market purchases (as deﬁned in section 316 of the Law) of Ordinary Shares (which may be cancelled or held as treasury shares), provided that:
4. the maximum number of Ordinary Shares hereby authorised to be purchased is 14.99% of the total number of Ordinary Shares in issue (excluding treasury shares) as at the date of the passing of this resolution;
5. the minimum price (exclusive of expenses) which may be paid for any Ordinary Share shall be 1p; and
6. the maximum price (exclusive of expenses) that the Company may pay for any Ordinary Share is the higher of (a) an amount equal to 105% of the average of the mid-market quotations for the Ordinary Shares as derived from the Daily Ofﬁcial List of London Stock Exchange plc for the ﬁve business days immediately before the day on which such Ordinary Share is contracted to be purchased and (b) an amount equal to the higher of the price of the last independent trade and the highest current independent bid on the trading venue where the purchase is carried out;

and, unless renewed, the authority hereby conferred shall expire at the conclusion of the annual general meeting of the Company to be held in 2026, save that the Company, may, prior to such expiry, enter into a contract to purchase Ordinary Shares which will or may be completed or executed wholly or partly after such expiry.

Special Business - Discontinuation Vote

1. **Discontinuation Vote**: That the Company ceases to continue in its present form.

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| |  |  |  |  | | --- | --- | --- | --- | | Summary Totals |  |  |  | | NextEnergy Solar Fund Limited | | | | | Annual General Meeting, 20-August-2025 12:00 | | | | | ORDINARY SHARES | | | | |  |  |  |

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **Resolution** | **For** | | **Against** | | **Withheld** |
| **No. of votes** | **%** | **No. of votes** | **%** | **No. of votes** |
| **Resolution 1** | 314,043,509 | 99.88 | 388,495 | 0.12 | 432,522 |
| **Resolution 2** | 295,050,085 | 93.98 | 18,913,924 | 6.02 | 900,517 |
| **Resolution 3** | 313,913,684 | 99.81 | 582,101 | 0.19 | 368,741 |
| **Resolution 4** | 295,766,228 | 94.22 | 18,133,197 | 5.78 | 965,101 |
| **Resolution 5** | 295,685,750 | 94.20 | 18,206,813 | 5.80 | 971,963 |
| **Resolution 6** | 289,654,565 | 94.08 | 18,216,422 | 5.92 | 6,993,539 |
| **Resolution 7** | 295,674,139 | 94.19 | 18,250,936 | 5.81 | 939,451 |
| **Resolution 8** | 295,972,189 | 94.26 | 18,021,731 | 5.74 | 870,606 |
| **Resolution 9** | 296,408,080 | 94.40 | 17,589,813 | 5.60 | 866,633 |
| **Resolution 10\*** | 293,477,960 | 93.50 | 20,411,318 | 6.50 | 975,248 |
| **Resolution 11\*** | 293,375,368 | 93.48 | 20,478,918 | 6.52 | 1,010,240 |
| **Resolution 12\*** | 314,002,745 | 99.79 | 646,499 | 0.21 | 215,282 |
| **Resolution 13\*** | 37,950,668 | 12.17 | 273,935,913 | 87.83 | 2,977,945 |

\*indicates a Special Resolution