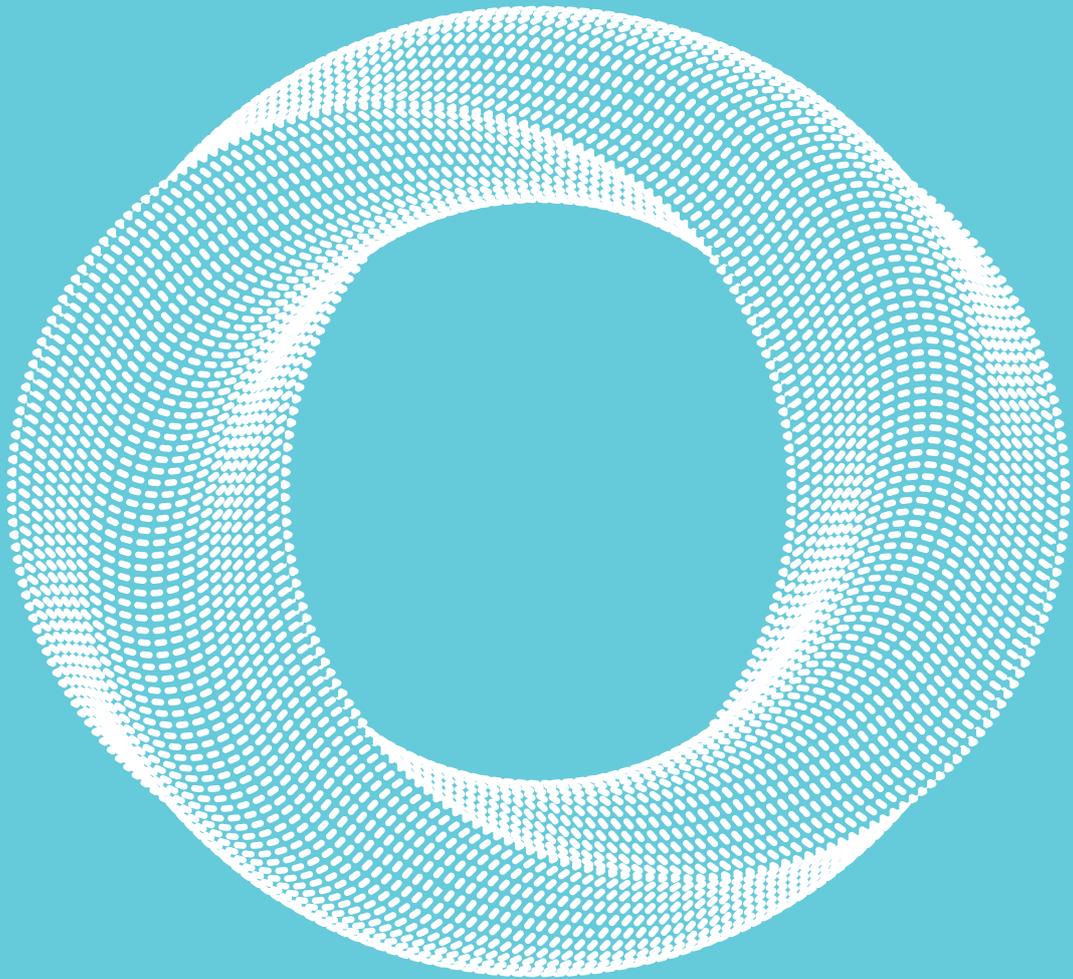


WELCOME TO THE THRIVE RENEWABLES AGM

THIS BOOKLET CONTAINS EVERYTHING YOU NEED
TO KNOW ABOUT THE 2016 THRIVE RENEWABLES PLC
ANNUAL GENERAL MEETING (AGM).



THRIVE
RENEWABLES



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THE NOTICE OF ANNUAL GENERAL MEETING IS YOUR FORMAL NOTICE FOR THE AGM AS A SHAREHOLDER.

It outlines the agenda for the day and the resolutions you will be asked to consider and vote on. The Directors believe that these resolutions are in the best interest of the Company and its shareholders and unanimously recommend shareholders to vote in favour of them.

The Minutes of the 2015 Annual General Meeting include details of what was discussed and agreed at last year's AGM.

This year our AGM will be held in St. Wendreda's Church Hall in the town called March, in Cambridgeshire. We have explained the easiest ways to travel to our AGM in the Directions to the Venue section of this document. We strive to keep our AGM accessible to all shareholders and therefore aim to alternate annually between weekday and weekend AGM dates and change location frequently. This year we chose to hold our AGM in the town March because it is close to 3 of our operational wind farms and is accessible from major cities in the South East and the Midlands.

WHAT TO DO NEXT

IF YOU PLAN TO ATTEND THE AGM

Please let us know by emailing info@thrivere Renewables.co.uk or telephone 0117 428 1850. Please also let us know whether you will be joining the wind farm visit and whether you plan to use the bus from the train station at 9.45am

IF YOU DO NOT PLAN TO ATTEND THE AGM

Even if you can't make it to the AGM, you can still cast your vote by completing the Form of Proxy enclosed, or online by visiting www.investorcentre.co.uk/eproxy. Your postal vote must arrive at our registrar's or you must vote online before 23 June 2016 at 12.00pm.

THRIVE RENEWABLES PLC

NOTICE OF ANNUAL GENERAL MEETING

For ease of reference, the formal resolutions are bold text.

Notice is hereby given that the Annual General Meeting (Meeting) of Thrive Renewables plc (Company) will be held at St Wendreda's Church Hall, Church St, March, Cambridgeshire, PE15 9PY on Saturday 25 June 2016 at 10.00a.m.

AGENDA

10.00am	Registration and refreshments
10.45am	Start of Official Business
11.45am	Close of Official business
11.45am	Presentations from Board and Management Team and discussion
12.45pm	Lunch break
1.30pm	Wind Farm Visit
3:00pm	Close

RESOLUTIONS

You will be asked to consider and vote on the resolutions below.

TO BE PASSED AS ORDINARY RESOLUTIONS:

1. That the minutes of the Annual General Meeting (AGM) held on 19 June 2015 be approved.
2. That the minutes of the General Meeting held on 26 February 2016 be approved.
3. That the Company's Annual Accounts for the financial year ended 31 December 2015, together with the Directors' Report and Auditors' Report on those accounts, be received.
4. That a final dividend in respect of the year ended 31 December 2015 be declared payable at the rate of 4 pence per ordinary share to shareholders registered at the close of business on 24 June 2016.
5. That Tania Songini, having been appointed as a Director after the last AGM and being required by the Articles to retire and submit herself for reappointment, be reappointed as a Director of the Company.
6. That Katie Gordon, being a Director required by the Articles to retire and submit herself for reappointment, be reappointed as a Director of the Company.
7. That Peter Weston, being a Director required by the Articles to retire and submit himself for reappointment, be reappointed as a Director of the Company.

8. That Matthew Clayton, being a Director required by the Articles to retire and submit himself for reappointment, be reappointed as a Director of the Company.
9. That PricewaterhouseCoopers LLP be appointed as Auditors to hold office to the conclusion of the next general meeting of the Company at which the accounts of the Company are laid, and to authorise the Directors to fix their remuneration.

This resolution approves the appointment of PricewaterhouseCoopers LLP as auditors to the Company, replacing Deloitte LLP whose period of appointment terminates at the end of the 2016 AGM. The Directors indicated at the 2015 AGM their intention to procure that the Company carry out a tender process in relation to the appointment of auditors in 2016. This tender process was conducted by the Directors between February 2016 and May 2016.

10. That pursuant to article 6 of the Articles of Association of the Company and in accordance with Section 551 of the Companies Act 2006 (the Act) the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (Rights) up to an aggregate maximum number of 10,000,000 (ten million) ordinary shares in the capital of the Company provided that this authority shall, unless removed, varied or revoked by the Company, expire at the conclusion of the next annual general meeting of the Company save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This resolution enables the Directors to allot shares without referral back to a general meeting of shareholders. This resolution, if passed, sustains the current situation and means that, for example, if a new investment by the Company required further capital to be raised quickly, the Directors would be able to seek investors and allot shares without the expense of calling a general meeting of shareholders. It is the Company's policy that the period for which these powers are given to Directors be limited to the next AGM, rather than the standard 5 years. This motion is worded to reflect this and is very similar to the authority granted at last year's AGM. It is limited to a number of shares equal to approximately 46.5% of the number of currently issued shares of the Company at the date of this notice.

TO BE PASSED AS A SPECIAL RESOLUTION:

11. That subject to the passing of resolution 10 and pursuant to article 6 of the Articles of Association of the Company and in accordance with Section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in Section 560 of the Act) pursuant to the authority conferred in resolution 10 as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall:
 - 11.1 be limited to the allotment of equity securities up to an aggregate maximum number of 10,000,000 (ten million) ordinary shares in the capital of the Company;

THRIVE RENEWABLES PLC NOTICE OF ANNUAL GENERAL MEETING CONTINUED

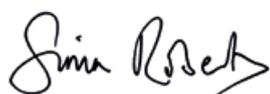
- 11.2 not apply to any one or more private placing(s) of ordinary shares which has an aggregate value of £10,000,000 (ten million pounds sterling) or more; and
- 11.3 expire at the conclusion of the next Annual General Meeting of the Company (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require the equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding the power entered by this resolution now expired.

A similar resolution was passed at the 2015 AGM and again it is limited, in this case to a number of shares equal to approximately 46.5% of the Company's current issued share capital. This resolution relates to a shareholder's 'pre-emption' rights whereby, without this resolution being passed, any new shares being allotted would first have to be offered to all existing shareholders. Passing this special resolution (which requires 75% of votes cast) authorises, until the next AGM, the Directors to continue to allot shares if demand exists without first having to offer them to all existing shareholders. Resolution 11.2 is designed so that the Company will not be able to accept or arrange one or more private placing(s) without first offering the shares to existing shareholders in the Company, if the private placing(s) (when aggregated with other private placing(s) carried out by the Company) have an aggregate value of more than £10,000,000.

NOTE:

At the 2014 AGM the shareholders approved the resolutions to grant authority to the Directors to offer the shareholders the choice of receiving their dividends in cash or as fully paid ordinary shares by way of a Scrip dividend (to issue new shares as part of the Scrip Scheme). Such authority was granted for a period of five years and is due to expire in 2019.

By order of the Board



Simon Roberts
Chairman

Dated 31st May 2016
Registered Office: Deanery Road, Bristol, BS1 5AS
Registered in England with number 02978651

Thrive Renewables plc
Deanery Road
Bristol BS1 5AS

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

1 Appointment of proxies

- 1.1 As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
- 1.2 A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
- 1.3 You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. To appoint more than one proxy, please telephone Computershare on 0370 707 1350 and they will send you a duplicate form.
- 1.4 If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

2 Appointment of proxy using hard copy proxy form

- 2.1 The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote.
- 2.2 To appoint a proxy using the proxy form, the form must be:
 - 2.2.1 completed and signed;
 - 2.2.2 sent or delivered to the Company Registrars at Computershare Investor Services plc, The Pavilions, Bridgwater Road, Bristol BS99 6ZY; and
 - 2.2.3 received no later than 23 June 2016 at 12.00p.m.
- 2.3 In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- 2.4 Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
- 2.5 Alternatively you can lodge your proxy using the internet on the website www.investorcentre.co.uk/eproxy. For an electronic proxy appointment

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING CONTINUED

to be valid, your appointment must be received by the Company's Registrars, Computershare Investor Services plc no later than on 23 June 2016 at 12.00p.m.

3 Appointment of proxy by joint members

In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

4 Changing proxy instructions

- 4.1 Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Computershare Investor Services plc, The Pavilions, Bridgwater Road, Bristol BS99 6ZY.
- 4.2 If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

5 Termination of proxy appointments

- 5.1 In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Computershare Investor Services plc, The Pavilions, Bridgwater Road, Bristol BS99 6ZY. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
- 5.2 The revocation notice must be received by the Company no later than 23 June 2016 at 12.00p.m.
- 5.3 If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.
- 5.4 Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

6 Communication

With the exception of instructions to appoint, change or terminate a proxy, members who have general queries about the Meeting should contact Thrive Renewables plc on 0117 428 1850 or by emailing info@thriverenewables.co.uk

MINUTES OF THE 2015 ANNUAL GENERAL MEETING OF THE COMPANY

HELD AT: The M Shed, Princes Wharf, Wapping Road, Bristol BS1 4RN

ON: 19 June 2015 at 12.00 p.m.

PRESENT: **Directors:**
Charles Middleton (authorised representative
of Triodos Corporate Officer Limited)
Ann Berresford
Peter Weston
Matthew Clayton
Katie Gordon
Colin Morgan

Members, Triodos co-workers and advisers registered on the attendance list.

1. Notice, Quorum and Opening

The Notice convening the Meeting being taken as read, Mr Roberts (the **Chairman**) announced that the meeting was duly constituted and open.

The Chairman welcomed the shareholders to the AGM, and thanked them for attending. The Chairman explained how the business of the meeting was to be conducted, and also invited shareholders to use the meeting as an opportunity for questions to be raised of the Board.

Each of the members of the Board introduced themselves and provided some background as to themselves and their role on the Board.

The Chairman then outlined the programme for the rest of the day. After the conclusion of the formal AGM business there would be presentations from Matthew Clayton and Katrina Cross (finance Director of the Company) as to the progress of operations of the Company over the last year and, to the extent possible, in the short to medium term future. There would then be a presentation from the guest speaker, Dr Andrew Garrad.

2. Formal Business

Each of the resolutions set out in the notice of the meeting was proposed. Members were invited to raise questions in respect of the resolutions that were dealt with by those members of the Board and advisers present.

3. Ordinary Business

The Chairman proposed the following ordinary resolutions:

- 3.1 that the minutes of the Annual General Meeting held on 20 June 2014 be approved;

MINUTES OF THE 2015 ANNUAL GENERAL MEETING OF THE COMPANY (CONTINUED)

- 3.2 that the Company's Annual Accounts for the financial year ended 31 December 2014, together with the Directors' Report on those Accounts, be received;
- 3.3 that a final dividend in respect of the year ended 31 December 2014 be declared payable at the rate of 4 pence per Ordinary Share to shareholders registered at the close of business on 19 June 2015;
- 3.4 that Colin Morgan, being a Director retiring by rotation, be re-appointed a Director of the Company;
- 3.5 that Triodos Corporate Offices Limited, being a Director retiring by rotation, be re-appointed a Director of the Company;
- 3.6 that Deloitte LLP be appointed as Auditors to hold office to the conclusion of the next general meeting of the Company at which the accounts are laid and to authorise the Directors to fix their remuneration.

Each of the resolutions were put to the meeting and passed on a show of hands without demand for a poll.

4. Special Business

The Chairman proposed the following as an ordinary resolution.

- 4.1 that pursuant to article 16 of the Articles of Association of the Company and in accordance with Section 551 of the Companies Act 2006 (the **Act**) the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £10,890,094.50 of ordinary shares (being an amount equal to the issued share capital of the Company as at 18 May 2015) provided that this authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the next annual general meeting of the Company save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired;

The Chairman proposed the following as special resolutions.

- 4.2 that, subject to the passing of the resolution 7 (set out in paragraph 4.1 above) and pursuant to article 17 of the Articles of Association of the Company and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred in resolution 7 as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall:
 - 4.2.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £10,890,094.50 of ordinary shares (being an amount equal to the issued share capital of the Company as at 18 May 2015); and

- 4.2.2 expire at the conclusion of the next annual general meeting of the Company (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require the equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding the power conferred entered by this resolution has now expired.
- 4.3 That the terms of the agreements between the Company and each the persons listed in the schedule to the notice for the purchase by the Company, in aggregate, of up to 288,117 ordinary shares of £0.50 each in the capital of the Company as set out in the contracts produced to the meeting (**Purchase Contracts**) be approved and the Company be authorised to enter into the Purchase Contracts. The authority conferred by this resolution shall expire 31 July 2015.

Each of the resolutions were put to the meeting and passed on a show of hands without demand for a poll.

5. Questions and Any Other Business

- 5.1 A series of questions were raised from the floor, in response to which the Chairman provided answers, where necessary being assisted by other members of the Board and Katrina Cross. Questions included discussion on the Company's tender process with its auditors. It was discussed that the Company would expect to carry-out a re-tender process every 5 years but as the Company was in the process of changing applicable accounting standards the continuity is helpful. The Company will consider whether to tender in 2016.
- 5.2 The proportion of shares held by institutional investors was also discussed. Matthew Clayton explained that approximately 35% of the shares of the Company were held by institutional investors, and the largest institutional investor is The Alliance Trust which holds approximately 8%. The Chairman explained, supported by Katie Gordon, that the Board feel that the institutional investors really support what the Company is about and more individuals were supporting and even expecting their investment funds to invest in renewables.
- 5.3 The identity of the A shareholder was raised. The Board explained that as the Company used the Triodos brand, the A share was in place to protect the mission of the bank and ultimately the individual shareholders by taking control if it needed to.
- 5.4 Resolution 7 was discussed in detail. The number of shares that could be allotted pursuant to the authority was questioned as was the safeguards to protect the current shareholders against dilution. The Chairman explained that there were currently no proposals to exercise the authority and receive further investment but having the authority gave the Board flexibility and avoids having to call an extraordinary general meeting. In terms of safeguards, any share issue would need to be for the benefit of the Company as the Directors must comply with their fiduciary duties and despite the fact the Board have been granted this authority for many years, they have always

MINUTES OF THE 2015 ANNUAL GENERAL MEETING OF THE COMPANY (CONTINUED)

approached existing shareholders in the first instance. The Board would look to invest any funds responsibly and are held accountable each year for any allotment.

- 5.5 Following the resolutions being passed as set out in minutes 3 and 4 above, additional discussions were held with floor in respect of (a) debt diversification; (b) an external valuation for the directors' recommended share price/value being carried on five yearly cycle; (c) Matched Bargain Market improvements; (d) the importance of an improvement to communications being supported (like the newsletter or the website); (e) moving to IFRS and the likely impact on the financial statements; (f) the fact the upcoming half year report will only include operational figures given the Board is undertaking the IFRS project; (g) progressing with diversification; and (h) new government policy.

6. Close of Meeting

There being no further business the Chairman declared the Meeting closed.



Simon Roberts
Chairman

MINUTES OF A GENERAL MEETING OF THE COMPANY

HELD AT: Triodos Bank, Deanery Road, Bristol, BS1 5AS

ON: 26 February 2016 at 11.00 a.m

PRESENT: **Directors:**
Simon Roberts (in the Chair)
Matthew Clayton
Katie Gordon
Charles Middleton (authorised representative of Triodos Corporate Officer Limited)
Colin Morgan
Tania Songini
Peter Weston

Members, Triodos co-workers and advisers registered on the attendance list.

1. Notice, Quorum and Opening

The Notice convening the meeting being taken as read, Simon Roberts (**Chairman**) announced that the meeting was duly constituted and open.

The Chairman welcomed the shareholders to the meeting, and thanked them for attending. The Chairman explained how the business of the meeting was to be conducted, and also invited shareholders to use the meeting as an opportunity for questions to be raised of the board of directors (**Board**) in relation to the business of the meeting.

Each of the members of the Board introduced themselves and provided some background as to themselves and their role on the Board. Tania Songini was introduced as a new director of the Company, being appointed on 22 October 2015, after the previous annual general meeting of the Company held on 19 June 2015.

The Chairman stressed that the reason for the meeting was to approve the resolutions which would ensure the Company could operate independently of Triodos Bank (**Bank**). Further, the Chairman noted that the regulatory environment made this a necessary change and for that reason the Board of directors recommended that the members of the Company passed each resolution to be proposed.

2. Formal Business

Each of the resolutions set out in the notice of the meeting was proposed. Members were invited to raise questions in respect of the resolutions.

3. Questions

3.1 A series of questions were raised from the floor, in response to which the Chairman provided answers, where necessary being assisted by other members of the Board.

MINUTES OF A GENERAL MEETING OF THE COMPANY CONTINUED

- 3.2 The first question was raised by a member of the Company. They acknowledged the advantages of the Company remaining a part of the Triodos family, and asked whether (if the resolutions were passed) the Company would be allowed to say it was part of the Triodos family. Matthew Clayton explained that it was a happy parting and in the future the Company will use the terminology 'established by Triodos Bank' in its marketing literature. The Chairman added that the Bank had spent twenty years nurturing the Company and that this was to be a positive separation; the Company and the Bank would remain located in the same building and maintain a strong relationship.
- 3.3 A member of the Company observed that the Bank is governed by depository receipt holders and that the Company was part of this. The Chairman noted that the Company is and had always been a separate company, which formed part of the Bank's group. Further, the Chairman stated that the Bank owned the one A share in the Company, which gave the Bank certain rights amounting to a controlling influence. The member asked whether, if the Company bought back the A share, as was being proposed, there was a possibility the Company would be taken over by unethical parties.

Charles Middleton observed that the A share was a blunt instrument, and that the element of control restricted the Company. From the Bank's perspective, there was a recognition that the Company would be better operating outside of the Bank's group. Through the separation, the ethos of the Company would be maintained, and the management team of the Company was to remain the same. Charles Middleton added that the Bank has the opportunity to support the Company in different ways, and that the Bank would remain a significant lender to the Company.

The Chairman noted that the members of the Company own the Company, and that the Company aimed to connect funding with intent in the world. A member of the Company observed that the membership base could change over time. The Chairman acknowledged this, and added that this could happen in any event; the A share could not prevent this from happening. If the A share was to be used, it meant that something had gone terribly wrong. It is for the members of the Company to keep an eye on the Board. The Chairman concluded by stating that his four years working at the Bank and substantial experience both in his current role and previously at the Wind Fund (the predecessor name of the Company) made the Company part of his DNA, and that commitment of investors to renewable energy projects would continue.

- 3.4 A member of the Company queried the proposed new name of the Company (Thrive Renewables plc), and asked how the Board chose this name. The Chairman replied that there had been plenty of discussion, and that it was important to keep 'Renewables' in the Company's name to ensure brand consistency. The process also involved checking what names were available. In summary, the Chairman noted that the proposed name captured what the Company was trying to do.
- 3.5 A member of the Company noted that the Triodos name had been part of the Company for a considerable time, and that it was fairly widely known. Thrive (being the proposed new name) could be any company. The member

asked how the Board planned to ensure the new name would be promoted. The Chairman acknowledged that this would be a challenge, but that the change of name was required. The Board would have to rebuild a new brand, but with the same ethos. The Chairman added that this process would take time. Matthew Clayton added that the resolutions being proposed at the meeting would enable the Company to communicate to its members in different ways (than a bank would be able to). For example, there were restrictions on what a bank could communicate in the context of financial promotions. The changes being proposed would result in a more active dialogue with members of the Company.

- 3.6 A member of the Company noted he had similar concerns to those raised previously in the meeting, and that these had been largely dealt with by the Board. He added that the bottom line was that the Bank could not continue to father the Company, and it was for the members of the Company to determine the Company's future direction.
- 3.7 A member of the Company raised the benefits of the A share, querying whether, as a result of the resolutions being proposed, there are benefits which the Company currently enjoys that would be lost. If so, how would these be replaced? Matthew Clayton noted that the Company had been operating autonomously for several years and that the principal benefit was brand association, particularly when it came to capital raising. However, Matthew Clayton added that he was optimistic that this reputation could be maintained with the additional dedication of the core team.

The Chairman added that the Company was negotiating for office space within the Bank's offices, which would ensure further continuity. There would be a separate marketing team, which would lead to new opportunities in this respect.

Charles Middleton observed that the initial benefit of the Bank's association with the Company was now almost an impediment to the Company. It was important to recognise the early benefit of the association, where the Bank and the Company shared deals, but the regulatory landscape had changed significantly. The Chairman noted that the relationship between the Bank and the Company would be sustained. Matthew Clayton explained that a significant proportion of the Company's debt is currently with the Bank, and that there was no reason that this should change. Further, work between the Company and the Bank's corporate finance team could continue, and would be simpler as there would be no scope for conflict.

- 3.8 A representative of King & Shaxon, Pershing Nominees Limited, asked whether the Company would continue to feature on the Bank's website. Matthew Clayton explained that the Company would have its own website, and that it would be referred to on the Bank's website, since the Company would be a customer of the Bank.
- 3.9 A member of the company asked, if the resolutions were passed, who can buy shares in the Company. The Chairman replied that anyone could, as was currently the case. The Chairman added that the key strategic point of the Company was to enable small investors (by which the Chairman meant no negative connotation) to have a direct stake. The Company was focussed on retail investment, not institutional investment. Matthew Clayton noted that the Board were aware £36m had been trusted with them and that 15 projects had or are being developed. This was a driving principle of the Company and it would continue to act in this way.

MINUTES OF A GENERAL MEETING OF THE COMPANY CONTINUED

The Chairman added that the Company did not intend to raise funds from anywhere. The connection was with real people and there was a commitment to sustainable energy projects, in whatever form they will take in the future. The Chairman did acknowledge the member's concern, and the member concluded by stating that they did not doubt the ethos of the attendees at the meeting.

4. Resolutions

The Chairman proposed the following as an ordinary resolution.

- 4.1 That the terms of the off-market purchase agreement between the Company and Stichting Triodos Holdings for the purchase by the Company of the 'A' Ordinary share of £2 in the capital of the Company for a total consideration of £2.18 as set out in the contract produced to the meeting (Purchase Contract) be approved, and the Company be authorised to enter into the Purchase Contract. The authority conferred by this resolution shall expire on no later than 5 years after the date which it is passed.

The Chairman proposed the following as special resolutions.

- 4.2 That the registered name of the Company be changed to Thrive Renewables plc.
- 4.3 That, subject to the completion of the Purchase Contract and the cancellation of the 'A' Ordinary share of £2 in the capital of the Company, the draft articles of association produced to the meeting and, for the purposes of identification, initialled by the chairperson be adopted as the articles of association of the Company in substitution of, and to the exclusion of, the Company's existing articles of association.

Each of the resolutions were put to the meeting and passed on a show of hands without demand for a poll.

5. Close of Meeting

There being no further business the Chairman declared the meeting closed.



Simon Roberts
Chairman

DIRECTIONS TO THE VENUE

WHERE?

We have chosen to host our 2016 Annual General Meeting in the town of March, Cambridgeshire. We chose this area because it is accessible from major cities in the South East and the Midlands, whilst also being close to a cluster of 3 of our operational wind farms; Boardinghouse, March and Ransonmoor. There will be an opportunity after the AGM to get a coach to one of these sites, where you will be able to see all 3 wind farms.

Address:

St Wendreda's Church Hall,
Wimblington Road, March,
Cambridgeshire, PE15 9PY

Website:

<http://stwendreda.co.uk/index.php/about-us/how-to-find-us>
(please refer to this for an exact map location)



TRAIN

If you are travelling by train to March Train Station, there will be a coach to take you from the station over to the venue for our AGM – St Wendreda's Church Hall. This will leave the station at 9:45am so please ensure that you are present before this time and let us know if you would like a space.

TRAIN AND CYCLING

If you would like to combine the train with cycling, then it is only a short 1.8 mile cycle along the B1101 road South.

- Leave the station turning left (turning right should be a dead end).
- At the T junction, turn right down Station Road (B1101).
- Follow the road, curving to the right.
- Immediately after the curve, there is a cross roads with a metal band stand with arches in the middle of the road. Turn left and follow the road.
- Eventually you will see a yellow pub called 'The Stars' on your right. Take the immediate right hand turn after this down Church Road.
- Follow this road and you will

see the Church.

CAR FROM SOUTH

- Take the A141 Northbound
- Immediately after Priory Golf Centre, you will reach the Mill Hill Roundabout. Take the 3rd exit onto the B1101, Wimblington Road.
- Follow the road for 1 mile and then turn left when you see a brown sign that reads 'St Wendreda's Church'
- Turn immediately right to bring you to the church

CAR FROM NORTH

- Take the A141 Southbound
- Half a mile after March Golf Club you will reach the Mill Hill Roundabout. Take the 1st exit onto the B1101, Wimblington Road.
- Follow the road for 1 mile and then turn left when you see a brown sign that reads 'St Wendreda's Church'
- Turn immediately right to bring you to the church

WIND FARM SITE VISIT

After concluding the AGM, we will be visiting an operational wind farm project near to the town of March at 1.30pm. On this visit you will be able to see 3 of our operational wind farms; Boardinghouse, March and Ransonmoor. Please find below the timings of the coaches that will be able to take you there.

TIMINGS

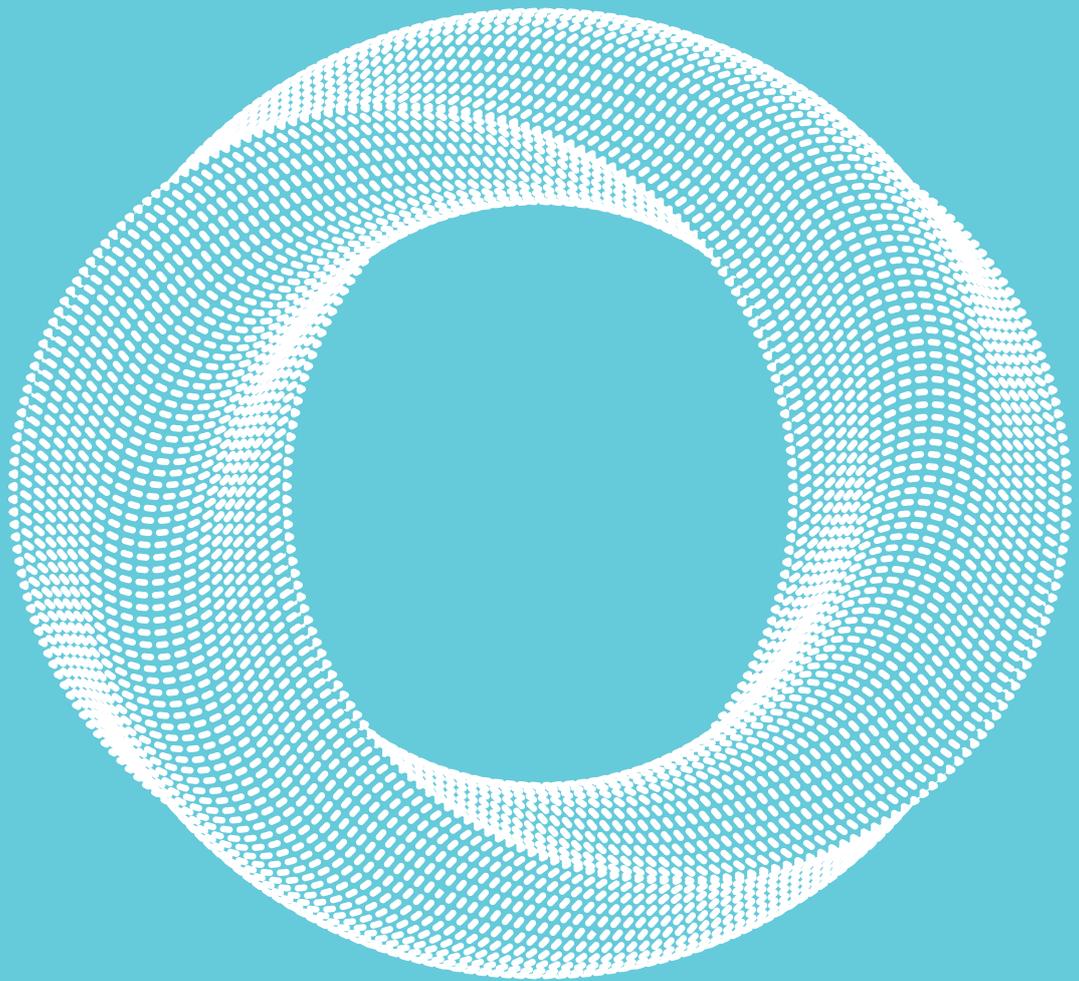
AFTER THE AGM AND LUNCH AT ST WENDREDA'S CHURCH HALL

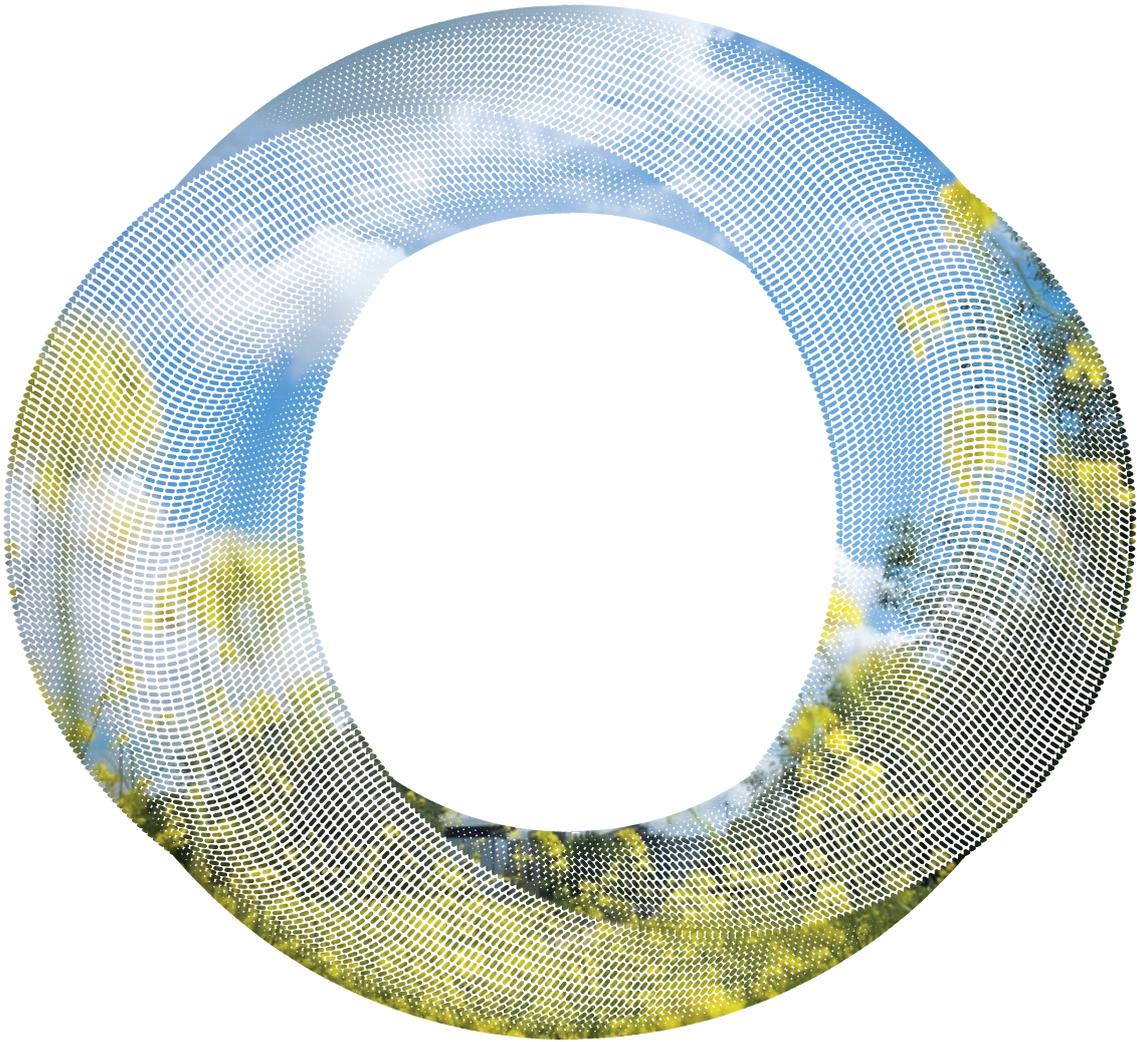
- 1:30pm Coach leaves for the site visit
- 1:45pm Coach arrives at the site
- 2:30pm Coach leaves to go back to St Wendreda's
- 2:45pm Coach leaves St Wendreda's to take people back to March Train Station
- 3:00pm Coach arrives at March Train Station

WHAT TO BRING?

- Suitable footwear – the ground is uneven and may be muddy!
- A warm, waterproof jacket – it can be windy up there!
- A camera







THRIVE
RENEWABLES

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