

APPENDIX FOUR

Orsted Hornsea Project Three (UK) Limited

Written resolution of the board of directors

Company: Orsted Hornsea Project Three (UK) Limited (Incorporated and registered in England and Wales with company number 08584210)

Address: 5 Howick Place, London, England, SW1P 1WG

1. **THE PROPOSED TRANSACTION**

1.1 The purpose of this resolution is to approve the making of a compulsory purchase order to enable the acquisition of certain rights over land required to facilitate the delivery of the Hornsea Three Project.

1.2 The Board have considered the following documents:

- 1.2.1 the Report to Board which explains the nature and purpose of the proposal;
- 1.2.2 the proposed Orsted Hornsea Project Three (UK) Limited (Ferry Road, Hartlepool) Compulsory Purchase Order 2023 (the "Order");
- 1.2.3 the supporting Draft Statement of Reasons; and
- 1.2.4 the Map referred to in the Order.

2. **DECLARATION OF INTEREST**

2.1 Each director confirms that in making these written resolutions they have no interest to declare in the business to be transacted in accordance with the provisions of sections 177 of the Companies Act 2006 as amended (the "Law") and the articles of incorporation.

3. **CONSIDERATION AND APPROVAL OF DOCUMENTS**

3.1 Each director confirms that in making these written resolutions:

- 3.1.1 they have carefully considered their obligations under section 172 of the Law to act in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole and in doing so have regard (amongst other matters) to certain factors set out in that section; and
- 3.1.2 while there are some commercial risks in approving and making the Order, there are significant benefits to the Company in doing so.

4. **RESOLUTION TO APPROVE DOCUMENTS AND TRANSACTION**

4.1 Having given due consideration to the provisions set out in the documents set out at paragraph 1.2 above, including in particular the impact on the human rights of those affected by the project as set out in the Report to Board, the Company **RESOLVES** to:-

- 4.1.1 Make the Order for the compulsory acquisition of new rights over land outlined on the plans entitled the "maps referred to in the Orsted Hornsea Project Three (UK) Limited (Ferry Road, Hartlepool) Compulsory Purchase Order 2023 " for the purposes of delivering the Hornsea Three Project.
- 4.1.2 Submit the Order, plans and accompanying certificates to the Secretary of State to request confirmation of the Order, pursue all necessary actions to secure confirmation of the Order and if confirmed exercise the powers of compulsory purchase authorised by the confirmed Order.

- 4.1.3 To continue to seek to acquire all outstanding new rights by negotiation to deliver the project in parallel with the statutory process outlined in section **Error! Reference source not found.** of the Report to Board.
- 4.1.4 To prepare and take all actions necessary for any inquiry into the proposed order and to appoint a professional team to prepare for and give evidence at any inquiry relating to the Order.
- 4.1.5 Make or defend references to the Upper Tribunal (Lands Chamber) on matters of disputed compensation.
- 4.1.6 Delegate to Helen Gray the power to undertake such actions as are resolved upon in paragraph 4.1.1 to 4.1.5 above.

5. **EXECUTION**

- 5.1 The directors resolve to approve all documents mentioned in this written resolution and all other documents, deeds, certificates and notices in connection with the Project and to which the Company is party and to authorise any Director (either singly or, in the case of a deed, with another Director or in the presence of a witness) or by affixing the common seal of Orsted Hornsea Project Three (UK) Limited) to execute all documents, deeds, certificates and notices mentioned in this written resolution and to execute and do all such acts, documents, deeds, certificates and notices as they may consider necessary or expedient in connection with the Project and to approve such amendments to such documents as they may, in their absolute discretion, think fit.
- 5.2 The directors resolve that execution in accordance with this paragraph of any document mentioned in this resolution to be conclusive evidence that the Company has approved the document's form and terms, including any amendments (which may be in manuscript).

Each director signifies their agreement to these resolutions by signing and dating, either electronically or in hard copy signature, where indicated below.

Signed by (Director): 

Signature: Phil de Villiers

Date: 28 June 2023

Signed by (Director): .

Signature:

Date:

Signed by (Director): .

Signature:

Date: