

APPROVAL AND SIGNING POLICY OF
THE COMPANY

Formatting modified for GPT purposes

Adopted [●], 2024

ARTICLE-I

PURPOSE AND ADOPTION

Section-I(1) Purpose. This approval and signing policy (including exhibits and schedules, this “Policy”) defines the officers and employees of [Company Name], PBC (the “Company”) and its Controlled Subsidiaries (1) whose assent is necessary to commit the Company or its Controlled Subsidiaries to certain actions; or (2) who are authorized to bind or represent the Company or its Controlled Subsidiaries with respect to such approved actions.

Section-I(2) Adoption. This Policy has been adopted as of the date first set forth above and supersedes and replaces any prior approval and signing policy of the Company. This Policy may be revised by unanimous consent of the CEO, President, CFO, and COO. This Policy shall be reviewed at least annually by such persons and may also be reviewed by the Board of Directors in accordance with the Amended & Restated Stockholders’ Agreement dated as of January 16, 2024 (as may be amended, supplemented, or superseded, the “Stockholders’ Agreement”). This Policy does not supersede other Company or Advisor policies, organizational documents, or action taken by the Board of Directors, and employees remain subject to such policies in all respects. In the event of conflict, the conflict shall be resolved by the General Counsel. Terms used but not defined in this Policy retain the meaning set forth in Exhibit B.

ARTICLE-II

APPROVAL AND SIGNING AUTHORITY

Section-II(1) Authority. The approval and signing authority of employees of the Company are set forth in Exhibit A. Approval rights may be delegated to another employee with the consent of the related member of the Executive Committee. Signing rights may be delegated to another employee with the consent of the related member of the Executive Committee and the General Counsel, provided that such delegation is limited in scope and is not longer than one (1) year.

ARTICLE-III

SEPARATELY GOVERNED SUBSIDIARIES

Section-III(1) The Company may from time to time, directly or indirectly, adopt a separate policy to govern a Controlled Subsidiary, which policy (i) sets forth the officers and employees of such Controlled Subsidiary whose assent is necessary to commit such entity to certain actions; and (ii) identifies the officers and employees of such Controlled Subsidiary that are authorized to bind or represent such Controlled Subsidiary with respect to such approved actions (each, a “Separate Approval and Signing Policy”). The Company hereby ratifies and confirms all Separate Approval and Signing Policies that have been adopted for Controlled Subsidiaries as of the effective date of this Policy, including without limitation the Separate Approval and Signing Policies that have been adopted for [Company1], LLC, [Company2], LP, [Company3], LLC, and [Company4]

Section-III(2) Each subsidiary that has been approved by the Company to adopt a Separate Approval and Signing Policy (a “Separately Governed Subsidiary”) may amend or modify such Separate Approval and Signing Policy in accordance with the terms of such policy and its organizational documents

Section-III(3) The authority of officers or employees of the Company who are also appointed as an officer, director, or manager of a Separately Governed Subsidiary shall be subject to compliance with both this Policy and to the Separate Approval and Signing Policy of such Separately Governed Subsidiary.

ARTICLE-IV

ADDITIONAL CONSIDERATIONS

Section-IV(1) Implementation. Employees shall follow the procedures set forth in Exhibit C and shall immediately report any violation of this Policy to the related member of the Operating Committee.

Section-IV(2) Distribution of Policy. This Policy shall be accessible to all Company officers and employees. This Policy is confidential and may not be distributed outside the Company without the consent of a member of the Executive Committee.

EXHIBIT-A
APPROVAL AND SIGNING AUTHORITY

APPROVAL & SIGNING MATRIX

	Action, Decision, or Document	Approval Requirements	Signing Rights
SECTION 1 CORPORATE ACTIONS (COMPANY1; COMPANY2; COMPANY3; COMPANY4 INVESTMENT HOLDINGS LIMITED)			
<i>Row-1.1</i>	Annual Budget/Annual Investment Plan	CFO and CEO, in consultation with the Board Finance & Audit Committee and subject to final approval by Board	---
<i>Row-1.2</i>	Financial regulatory filings (e.g. tax returns, annual accounts) of Company1, Company2 or Company3 or Company4 Investment Holdings Limited	<u>Company1, Company2: CEO and CFO</u> <u>Company3 and Company4 Investment Holdings Limited: CFO and Finance Director, and Head of Tax for tax filings</u>	<u>Company1, Company2:</u> <ul style="list-style-type: none"> All filings other than non-tax return tax filings: CEO or CFO Non-return tax filings, such as extensions: CEO, CFO, or Head of Tax <u>Company3 and Company4 Investment Holdings Limited: Finance Director, in its capacity as UK Director, unless a different UK Director of is authorized to sign by the Head of Legal, Europe</u>
<i>Row-1.3</i>	Other regulatory filing	<u>Company1, Company2: General Counsel, CFO and CEO</u> <u>Company3 and Company4 Investment Holdings Limited: CFO and either Related MD, Finance Director or Head of Legal, Europe</u>	<u>Company1, Company2: General Counsel, CFO or CEO</u> <u>Company3 and Company4 Investment Holdings Limited: Related MD, Finance Director, or Head of Legal, Europe, each in their capacity as UK Director of such entity, unless a different UK Director is authorized to sign by the Head of Legal, Europe</u>
<i>Row-1.4</i>	NDA - Generate template or external	Any member of the EC or Operating Committee, any MD, or any Principal (after Legal review if external or modified) In addition, NDAs in connection with employee recruitment may be approved by the VP of People Operations.	<u>Company1, Company2:</u> any member of the Operating Committee, the "Head" of a department or domain, a MD or Principal, or other Authorized Signatory, and, if the entity is an EPAC entity, the EPAC GM In addition, NDAs in connection with employee recruitment may be signed by the VP of People Operations.

	Action, Decision, or Document	Approval Requirements	Signing Rights
Row-1.5	Entity formation and appointment as entity directors, officers or managers	<p><u>Entity Formation</u>: any attorney in the legal department and consistent with New Entity Formation Procedure</p> <p><u>Appointment as UK Director to Company1, Company2 and Company3 Investment Holdings Limited</u>:</p> <p><u>Appointment as an officer, director, UK Director, or a manager of a Controlled Subsidiary (other than Company3 and Company4 Investment Holdings Limited)</u>: any attorney in the legal department</p> <p><u>Appointment to the board of directors (including UK Directors) or to the board of managers of an entity that is not a Controlled Subsidiary</u>: PMC, subject to the approval of the CPO.</p>	<p>The following employees of the Company are eligible to be appointed as officers, directors or managers of Controlled Subsidiaries:</p> <p>1) <u>Subsidiaries (except UK Subsidiaries)</u>:</p> <ul style="list-style-type: none"> <u>Investment Team</u>: Related MD, Related Principal <u>Asset Management and Project Delivery</u>: Head of Asset Management, Vice President of Asset Management or Related Director <u>Finance</u>: Treasurer <u>Legal</u>: with respect to a certificate of formation, any attorney or member of the legal operations team <u>EPAC</u>: General Manager <u>Other</u>: "Head" of a department or domain, and any other employee authorized by the General Counsel. <p>2) <u>UK Subsidiaries</u>:</p> <ul style="list-style-type: none"> <u>Investment Team</u>: Related MD, Related Principal <u>Asset Management and Project Delivery</u>: Senior Asset Manager, Asset Manager <u>Finance</u>: Finance Director <u>Legal</u>: Head of Legal, Europe <u>Other</u>: Any other employee authorized to act as a UK Director by the General Counsel.
Row-1.6	Bank accounts and related documentation	CFO and either Treasurer or Chief Accounting Officer	<p><u>Company1 and Company2</u>: CFO, COO, or Treasurer</p> <p><u>Subsidiaries (except UK Subsidiaries)</u>: CFO, COO, or Treasurer, in their capacity as Authorized Signatory</p> <p><u>UK Subsidiaries</u>: (a) MD, in its capacity as UK Director of such entity, unless a different UK Director is authorized to sign by the Head of Legal, Europe, or (b) CFO,</p>

	Action, Decision, or Document	Approval Requirements	Signing Rights
			COO, or Treasurer, in their capacity as Authorized Signatory
Row-1.7	Corporate or Advisor (including Advisor-managed) expenses reflected in the applicable budget (e.g., service contracts and vendors for corporate, Advisor or managed fund matters;)	<u>< \$150K</u> (a) Corporate: Relevant Operating Committee member; (b) Advisor: Head of Fund Operations or Fund Controller <u>\$150K-\$500K</u> (a) Corporate: Relevant Operating Committee member; (b) Advisor: Head of Fund Operations <u>> \$500K</u> (a) Corporate: Any two of COO, CFO, President, CEO; (b) Advisor: satisfaction of the foregoing requirement, plus Head of Fund Operations	Company1 and Company2: <u>< \$500K</u> Relevant Operating Committee member, any member of the EC <u>> \$500K</u> Any member of the EC <u>Advisor:</u> any officer of the Advisor or Advisor-managed entity. <u>UK Subsidiaries:</u> any UK Director of such entity.
Row-1.8	Corporate or Advisor (including Advisor-managed) expenses not reflected in the applicable budget	<u>< \$25K</u> Any member of the EC or, if pertaining to EPAC, the EPAC GM <u>\$25K-\$500K</u> CFO and any one of CEO, President, or COO <u>> \$500K</u> CFO, President, and CEO	Company1 and Company2: Any member of EC <u>Advisor:</u> any officer of the Advisor or Advisor-managed entity. <u>UK Subsidiaries:</u> any UK Director of such entity.
SECTION 2 LEGAL			
Row-2.1	Outside law firm	<u>For corporate investments into Company:</u> General Counsel and either CEO or President <u>For other corporate purposes:</u> General Counsel and related member of EC <u>For investments and project debt:</u> General Counsel and Related MD <u>For items related to existing Programs:</u> General Counsel <u>UK Subsidiaries:</u> new engagements of law firms that have been previously engaged, or refresh of existing engagement letters: General Counsel or Head of Legal, Europe	Company1 and Company2: : General Counsel, Associate General Counsel <u>UK Subsidiaries:</u> Head of Legal, Europe, acting in its capacity as UK Director
Row-2.2	Settlement of disputes	Company1 and Company2: <u>Disputed Amount \$0-\$500k</u> COO and CFO	Any duly-appointed officer, manager, general manager, or UK Director of such entity

	Action, Decision, or Document	Approval Requirements	Signing Rights
		<u>Disputed Amount >\$500K</u> President, COO and CFO <u>Subsidiaries (including UK Subsidiaries):</u> <u>Disputed Amount \$0-\$500k</u> COO, CIO-Infra, and CFO <u>Disputed Amount >\$500K</u> IC/PMC <u>Legal Department:</u> In addition to the above approval requirements, all settlements must receive the approval of an attorney in the legal department. The approval of the General Counsel is required for any settlement involving (a) any admission of liability; (b) any allegation of criminal liability; (c) any investigation or proceeding brought by or involving a regulatory or other governmental authority; (d) any dispute with any investor (debt or equity) in the Company; (e) any settlement that imposes material restrictions or limitations that adversely affect the ability of the Company to conduct business in the ordinary course; or (f) any settlement for which the existence or terms will not be subject to confidentiality for a period of at least one (1) year.	
Row-2.3	Initiating formal dispute resolution (arbitration, litigation, injunctive relief)	CEO, CFO, CIO Infra, President, COO and General Counsel (after discussion at EC), and, if pertaining to EPAC, the EPAC GM	---
SECTION 3 PEOPLE AND CULTURE			
Row-3.1	Employee recruitment, including job descriptions and hiring of external recruiters and related consultants	Hiring Manager (if applicable) and Chief People Officer or VP of Talent (who may, if pertaining to EPAC, delegate to the EPAC GM)	<u>Company1 and Company2:</u> Chief People Officer Subsidiaries (except UK Subsidiaries): Chief People Officer <u>UK Subsidiaries:</u> any UK Director of such entity
Row-3.2	Offer of Employment (budgeted job specification)	Hiring Manager, Chief People Officer, and CEO.	<u>Company1 and Company2:</u> : CEO, Chief People Officer

	Action, Decision, or Document	Approval Requirements	Signing Rights
			<u>Subsidiaries (except UK Subsidiaries)</u> : Chief People Officer, or if pertaining to EPAC, the EPAC GM <u>UK Subsidiaries</u> : Chief People Officer, in its capacity as UK Director of such entity, unless a different UK Director is authorized to sign by the Head of Legal, Europe
Row-3.3	Offer of Employment (unbudgeted job specification)	Hiring Manager, CEO, CFO and Chief People Officer.	Company1 and Company2: <u>and Subsidiaries (except UK Subsidiaries)</u> : CEO, Chief People Officer or, if for EPAC, the EPAC GM <u>UK Subsidiaries</u> : Chief People Officer, in its capacity as UK Director of such entity, unless a different UK Director is authorized to sign by the Head of Legal, Europe
Row-3.4	Employee policies, including the Handbook, Code, and Norms	CEO, Chief People Officer, and Chief Compliance Officer	---
Row-3.5	Employee compensation plans (including banding and adjustments)	Chief People Officer, CFO, President and CEO	---
Row-3.6	Employee Benefits Plans	Chief People Officer, CEO and CFO	Chief People Officer, CEO or CFO
SECTION 4 CORPORATE COMMUNICATIONS			
Row-4.1	Talking points for public speaking engagements	Head of External Affairs and CEO	---
Row-4.2	Press releases (by Company, or by a partner with Company review/consent), media interviews	Head of External Affairs, General Counsel and CEO	---
Row-4.3	Public speaking roles (conferences, community events), with corporate disclosure limited to approved talking points	Director of Communications	---
Row-4.4	Investment-related case studies or brochures	Director of Communications and Related MD	---
SECTION 5 INVESTMENT ACTIVITIES			
Row-5.1	Non-binding term sheets, bids for municipal contracts, support letters	<u>Non-Binding Term Sheet</u> : COO, CIO Infra or the President, plus the Related MD or “Head” of a department or domain or any member of the IC/PMC <u>Non-Binding bids for municipal</u>	Company1 and Company2: <u>and Subsidiaries (except UK Subsidiaries)</u> : Related MD, “Head” of a department or domain, Operating Committee member, or if pertaining to EPAC, the EPAC GM

	Action, Decision, or Document	Approval Requirements	Signing Rights
		<u>contracts, support letters:</u> Related MD or any member of the IC/PMC	<u>UK Subsidiaries:</u> Related MD, in its capacity as UK Director of such entity, unless a different UK Director is authorized to sign by the Head of Legal, Europe
Row-5.2	Diligence expense and related items, including engagement of consultants.	IC/PMC	<u>Company1 and Company2:</u> Related MD or Related Principal <u>Subsidiaries (except UK Subsidiaries):</u> Any Authorized Signatory <u>UK Subsidiaries:</u> any UK Director
Row-5.3	Restrictions on business activities (e.g. non-circumvention, ROFRs, non-competes, etc.)	IC/PMC	<u>Company1 and Company2:</u> or <u>Subsidiaries (except UK Subsidiaries):</u> Related MD <u>UK Subsidiaries:</u> any UK Director
Row-5.4	Proposal of new fund strategies or mandates to Board of Directors	Executive Team	N/A
Row-5.5	Fund formation agreements for funds managed by the Advisor (e.g. limited partnership agreement, subscription agreement, side letters, investment management agreement, fee and expense agreement)	CEO, President, CFO, GC	<u>Subsidiaries (except UK Subsidiaries):</u> any director, officer, manager, or general manager of such entity. <u>UK Subsidiaries:</u> any UK Director of such entity.
Row-5.6	New investment or partnership related document (a "Program"), including partnership arrangements, framework agreements, asset purchase agreements, right to finance agreements, loan agreements (as lender), warehouse agreements, stock purchase agreement, tax equity funds, long-term revenue contracts, site control instrument and other agreements relating thereto or any amendment to such agreements	IC/PMC	<u>Subsidiaries (except UK Subsidiaries):</u> any director, officer, manager, or general manager of such entity. <u>UK Subsidiaries:</u> any UK Director of such entity.
Row-5.7	Milestone payment under approved Program that is on track and on budget, as modified in accordance with approval as may be required from the IC/PMC	<u>Draw request < \$3M</u> CIO, President, COO, Related MD or Principal <u>Draw request \$3M-\$10M</u> (1) COO, CIO Infra, or President, and (2) Related MD or Principal <u>Draw request > \$10M</u> COO, CFO, CIO, President,	<u>Subsidiaries (except UK Subsidiaries):</u> any Authorized Signatory <u>UK Subsidiaries:</u> any UK Director of such entity

	Action, Decision, or Document	Approval Requirements	Signing Rights
		Related MD and Principal	
Row-5.8	Milestone payment under non-conforming project	<u>Variance is < \$1M:</u> (1) Related MD and (2) CIO, President, or COO <u>Variance is ≥ \$1M:</u> IC/PMC	<u>Subsidiaries (except UK Subsidiaries):</u> any Authorized Signatory <u>UK Subsidiaries:</u> any UK Director of such entity
SECTION 6 PORTFOLIO/ASSET MANAGEMENT			
Row-6.1	Expense for operating Project, where the expense is in budget, as modified in accordance with approval as may be required from the IC/PMC	<u><\$25K:</u> (a) the asset manager assigned oversight over such Project, and (b) Treasurer <u>\$25K - \$100K:</u> <u>Subsidiaries (except UK Subsidiaries):</u> (a) Head of Asset Management, Vice President of Asset Management, or Related Director, or if pertaining to EPAC, the EPAC GM, and (b) Treasurer <u>UK Subsidiaries:</u> Senior Asset Manager, and Treasurer <u>> \$100K-\$250K</u> (a) Head of Asset Management or, if pertaining to EPAC, the EPAC GM, and (b) Treasurer <u>> \$250K</u> (1) COO, (2) Head of Asset Management or, if pertaining to EPAC, the EPAC GM, and (3) Treasurer	<u>Subsidiaries (except UK Subsidiaries):</u> any Authorized Signatory <u>UK Subsidiaries:</u> Asset Manager or Senior Asset Manager, as applicable, each in their capacity as any UK Director of such entity, unless a different UK Director is authorized to sign by the Head of Legal, Europe
Row-6.2	Expense for operating Project, where the expense is not in budget	<u>< \$50K</u> (a) Head of Asset Management or, if pertaining to EPAC, the EPAC GM, and (b) Treasurer <u>\$50K-\$100K</u> (a) COO and Head of Asset Management or, if pertaining to EPAC, the EPAC GM, and (b) Treasurer <u>>\$100K-\$500K</u> (a) COO, (b) Related MD, (c) Head of Asset Management or, if pertaining to EPAC, the EPAC GM, and (d) Treasurer	<u>Subsidiaries (except UK Subsidiaries):</u> any Authorized Signatory <u>UK Subsidiaries:</u> any UK Director of such entity

	Action, Decision, or Document	Approval Requirements	Signing Rights
		>\$500K (a) IC/PMC, and (b) CFO	
Row-6.3	Short-term revenue contracts	< \$250K annually Head of Asset Management, Vice President of Asset Management, or Related Director > \$250K annually Head of Asset Management, COO, Related MD, or if pertaining to EPAC, the EPAC GM	<u>Subsidiaries (except UK Subsidiaries):</u> any Authorized Signatory <u>UK Subsidiaries:</u> any UK Director of such entity
Row-6.4	Working capital drawdown	IC/PMC	<u>Subsidiaries (except UK Subsidiaries):</u> any Authorized Signatory <u>UK Subsidiaries:</u> any UK Director of such entity
Row-6.5	Financial regulatory filings (e.g. tax returns, annual accounts) of any subsidiary of The Company.	<u>Subsidiaries (except UK Subsidiaries):</u> CFO, COO, Treasurer, Chief Accounting Officer or Head of Tax <u>UK Subsidiaries:</u> Finance Director, and Head of Tax for tax filings	<u>Subsidiaries (except UK Subsidiaries):</u> CFO or Head of Tax, in their capacity as Authorized Signatory, or other Authorized Signatory specifically authorized by either of the foregoing persons <u>UK Subsidiaries:</u> Finance Director, in its capacity as UK Director, unless a different UK Director of is authorized to sign by the Head of Legal, Europe
Row-6.6	Regulatory submissions and supporting certificates made in the ordinary course, certification and declarations to insurance providers or other service providers, entity management actions, and other certification with respect to an individual project or a project subsidiary.	<u>Actions on Schedule 1</u> ("Ordinary Course Asset Management"): the asset manager assigned to such project or project subsidiary <u>Actions not on Schedule 1:</u> Related Director, Vice President of Asset Management, Head of Asset Management or, if pertaining to EPAC, the EPAC GM Any action involving or in connection with entity management must be approved by the legal operations group of the legal department.	<u>Subsidiaries (except UK Subsidiaries):</u> (a) any Authorized Signatory, and (b) with respect to Ordinary Course Asset Management, the asset manager assigned to such project or project subsidiary. W9s may also be signed by the Senior Paralegal or any member of the legal operations group of the legal department. <u>UK Subsidiaries:</u> any UK Director of such entity
Row-6.7	Credit or intake applications with service providers or vendors	<u>Subsidiaries (except UK Subsidiaries):</u> CFO, Treasurer, Controller, Chief Accounting Officer or Head of Tax, and (2) Related Director, Vice President of Asset Management, Head of Asset Management or, if pertaining to	<u>Subsidiaries (except UK Subsidiaries):</u> any Authorized Signatory <u>UK Subsidiaries:</u> any UK Director of such entity

	Action, Decision, or Document	Approval Requirements	Signing Rights
		EPAC, the EPAC GM (with legal review for non-routine submissions) <u>UK Subsidiaries</u> : (1) Related MD, Related Principal or Finance Director and (2) Senior Asset Manager or Asset Manager (with legal review for non-routine submissions)	
Row-6.8	Disposition of asset not related to end of term of relevant contract	PMC and CFO	<u>Subsidiaries (except UK Subsidiaries)</u> : any Authorized Signatory <u>UK Subsidiaries</u> : any UK Director of such entity
Row-6.9	Disposition of asset related to end of term of relevant contract	COO, Related MD or Head of Asset Management, in accordance with PMC approval	<u>Subsidiaries (except UK Subsidiaries)</u> : any Authorized Signatory <u>UK Subsidiaries</u> : any UK Director of such entity
Row-6.10	All other documents relating to existing Programs that are not addressed in this policy	(1) COO, (2) Related MD and (3) Head of Asset Management, Vice President of Asset Management or, if pertaining to EPAC, the EPAC GM	<u>Subsidiaries (except UK Subsidiaries)</u> : any Authorized Signatory <u>UK Subsidiaries</u> : any UK Director of such entity
SECTION 7 INDEBTEDNESS/OBLIGATIONS			
Row-7.1	Indebtedness or guaranty with recourse to Company or subsidiary directly owned by Company (ie, GC Portfolio Holdings I)	CEO and CFO (subject to Board approval to the extent required pursuant to the Stockholders' Agreement and other approvals)	CEO or CFO
Row-7.2	Drawdown on corporate indebtedness	<u>Drawdown < \$25M</u> CFO or Treasurer <u>Drawdown > \$25M</u> CFO or CEO	CEO, CFO, President, or Treasurer
Row-7.3	Guarantee by Company or subsidiary directly owned by Company (ie, GC Portfolio Holdings I) of customary bad acts (ie, not requiring consent of Board or corporate lenders)	Related MD (subject to legal department review of guaranty)	Related MD
Row-7.4	Project-level indebtedness (non-recourse to Company or subsidiary directly owned by Company (ie, GC Portfolio Holdings I) other than customary bad acts), including waivers, amendments, prepayments and full payoff	IC/PMC	<u>Subsidiaries (except UK Subsidiaries)</u> : Related MD <u>UK Subsidiaries</u> : Related MD, in its capacity as UK Director, unless a different UK Director is authorized to sign by the Head of Legal,

	Action, Decision, or Document	Approval Requirements	Signing Rights
			Europe
Row-7.5	Drawdown on project-level indebtedness	<u>Drawdown < \$10M</u> Principal <u>Drawdown \$10M to \$25M</u> Related MD <u>Drawdown > \$25M</u> CIO, President, or CFO	<u>Subsidiaries (except UK Subsidiaries):</u> Related MD or Related Principal <u>UK Subsidiaries:</u> Related MD or Related Principal, each in their capacity as UK Director, unless a different UK Director is authorized to sign by the Head of Legal, Europe
Row-7.6	Hedging Transactions (interest rate hedging, foreign exchange hedging, and commodities hedges)	<u>Interest Rate Hedges and Commodities Hedges:</u> <ul style="list-style-type: none"> Transaction: CFO Executing Trade: CFO or Treasurer Confirmation of Trade: CFO or Treasurer <u>Foreign Exchange Hedges:</u> <ul style="list-style-type: none"> Transaction: CFO or Treasurer Executing Trade: CFO, Treasurer, or Senior Treasury Analyst Confirmation of Trade: CFO or Treasurer 	<u>Company1 and Company2:</u> President, CFO, or Treasurer <u>Subsidiaries (except UK Subsidiaries):</u> CIO Infra, President, CFO, or Treasurer, signing in their capacity as an Authorized Signatory <u>UK Subsidiaries:</u> Finance Director in its authority as a UK Director, unless a different UK Director is authorized to sign by the Head of Legal, Europe

Schedule-1 to Approval & Signing Matrix
ORDINARY COURSE ASSET MANAGEMENT

1. Silverstone Energy Portfolios:
 - a. Interconnection approvals
 - b. Gas-related agreements that are planned and within budget
 - c. Public Utility of Texas registration amendments
2. NovaGrid Portfolios:
3. All Portfolios:
 - a. External ACH wire information forms
 - b. Customer vendor intake forms for purposes of accounts payable or accounts receivable systems
 - c. Property tax reimbursement forms

Exhibit-B to Approval and Signing Policy
DEFINITIONS

Section-B(1) The following terms shall have the meanings ascribed thereto:

“Advisor” means Company1.

“Approver” means the individual vested with the right to approve an action in accordance with this Policy.

“Authorized Signatory” means any of the following: [Title 1], [Title 2], [Title 3], [Title 4], [Title 5], the [Project GM] (with respect to [Project Name]), any person expressly designated in this Policy as an Authorized Signatory for designated purposes, or any person duly appointed as an officer, director, manager, or general manager of such entity in accordance with this Policy.

“Controlled Subsidiary” means any entity, excluding any Separately Governed Subsidiary, that the Company directly or indirectly (a) beneficially owns more than 50% of the voting securities; or (b) possesses the power to direct or cause the direction of the management or policies, whether through ownership of voting securities, by acting as the managing member, or by electing or appointing a majority of the board of directors, board of managers, or similar governance body.

“Document” means an agreement, certificate, notice, declaration, application, or other documentation that the Company or one of its subsidiaries may enter into or deliver from time to time.

“[Project GM]” means [Person Name], in their capacity as general manager of the operating project known as [Project Name].

“Executive Committee” or “EC” means the executive committee of the Company, which on the date hereof includes the following members and their respective titles: [List of Titles and/or Positions].

Evan Parker (CEO), Leah Morgan (CFO), Adrian Wells (COO), Colin Tate (CIO, Infrastructure), Maya Benson (CPO), Julian Cross (GC), Owen Whitaker (President), Noah Griffin (SMD, Capital Markets), Samantha Reed (CRO)

“Greenstone Upcycle” means (a) Greenstone Upcycle, LLC and all direct and indirect subsidiaries thereof; and (b) all direct and indirect subsidiaries of Greenstone UK Holdings Limited, excluding Greenstone UK I Limited.

“IC Charter” means, as context requires, the charter of the IC of the Company or the Advisor, in each case as amended, supplemented, or superseded.

“Investment Committee” or “IC” means, as context requires, the investment committee of the Company or the Advisor, in each case as determined pursuant to the charter thereof.

“Operating Committee” means the executive committee of the Company as constituted from time to time. As of the date hereof, the Operating Committee consists of the Executive Committee, all Senior Managing Directors of the investment team and the capital markets team, and the Head of External Affairs and Impact.

“PMC Charter” means, as context requires, the charter of the PMC of the Company or the Advisor, in each case as amended, supplemented, or superseded.

“Portfolio Management Committee” or “PMC” means, as context requires, the portfolio management committee of the Company or the Advisor, in each case as determined pursuant to the charter thereof.

“Related MD” means the MD or SMD leading or responsible for an investment or opportunity, as determined by the

“Related Principal” means the Principal assigned to an investment or opportunity, as determined by the IC.

“Signer” shall mean the individual vested with the right to sign a Document.

Exhibit-C to Approval and Signing Policy
POLICY PROCEDURES

Section-C(1) For Approvers and Signers. It is the responsibility of each employee requested to approve a Document to have the documentation and information necessary to grant such approval, and it is the responsibility of each employee requested to execute a Document to ensure that the required approvals have been obtained.

Section-C(2) For Approval or Signing Seekers. It is the responsibility of each employee seeking the approval and execution of Document to coordinate the timely and proper approval and execution thereof by an Approver or a Signer (as the case may be) in order to ensure that such Approver or Signer has the information necessary to make an informed decision on approval and execution.

Section-C(3) Titles. The titles of Approvers and Signers set forth herein relate solely to that person's position at the Company. For any subsidiary of the Company, an employee may only sign on behalf of such subsidiary if such employee is a director, officer or manager of such subsidiary or duly appointed by such subsidiary as an "authorized signatory" or other title designated by such subsidiary. Employees authorized by this Policy to execute in their capacity as an "Authorized Signatory" shall execute duly approved actions in such capacity unless the individual has also been appointed as an officer, manager, general manager, or director of such entity and an attorney in the legal department has advised them to execute in such capacity.

Section-C(4) Hierarchy. The authority of an Approver or a Signer may be exercised by the manager of such Approver or Signer; provided, that the Signer for any UK Subsidiary must be a UK Director.

Section-C(5) Method of signing. A Signer may sign a Document by wet-ink signature, by DocuSign or by another electronic signing service acceptable to the General Counsel or in relation to any UK Subsidiary, the General Counsel and the Head of Legal, Europe. Pasting a PDF, GIF or other manifesting of a signature unattended by an approved electronic tracking service is prohibited.