

Minutes of the decision of the board of directors

of REDSIDE investiční společnost, a.s.

Date: 29 July 2022

Place: V Celnici 1031/4, 110 00 Praha 1

Participants:

Rudolf Vřešťál, chairman of the board of directors

Ing. Karel Krhovský, member of the board of directors

Ing. Martin Dratva, member of the board of directors

Rapporteur: Ing. Karel Krhovský

The board of directors of REDSIDE investiční společnost, a.s. (hereinafter the „REDSIDE“), as the manager of NOVA Green Energy, SICAV, a.s. (hereinafter the „Company“), which establishes the subfund NOVA Green Energy – subfund 1 (hereinafter the “Subfund 1”) and at the same time the sole member of the board of directors of the Company has passed the following decision:

Meeting agenda:

1. Commencement of the meeting
2. Decision on Subfund 1’s dissolution with entry into liquidation
3. Conclusion of the meeting

1. Commencement of the meeting

The meeting of the board of directors was commenced by Rudolf Vřešťál, chairman of the board of directors, who welcomed the participants and informed them about the abovementioned agenda.

2. Decision on Subfund 1’s dissolution with entry into liquidation

REDSIDE as Company’s manager (and the sole member of the board of directors and administrator) has already taken all steps during the current suspension of the issue and redemption of the Subfund 1’s investment shares, aiming at realization of notified intention called “Side-pocket”, i.e. the period was used for:

- Preparation of the financial statement of Subfund 1 in accordance with IFRS standards and preparation of Company’s and Subfund 1’s annual report for year 2021 verified by auditor PricewaterhouseCoopers Audit, s.r.o.;
- Complex revaluation of Subfund 1’s portfolio by an independent expert institute AP Appraisal, s.r.o.;
- Completion of NOVA Green Energy – subfund 2 (hereinafter the “Subfund 2”) statute, decision on the establishment of Subfund 2, which was subsequently entered into the Czech National Bank registry;
- Setting up the operational functioning of Subfund 2;
- Conclusion of a depositary agreement with Unicredit Bank Czech Republic and Slovakia, a.s.;
- Commencement of complex refinancing of Subfund 1’s portfolio of Slovak photovoltaic power plans in the context of approval of so-called repowering (extension of support with a surcharge);
- Transfer of “healthy” assets from Subfund 1 to Subfund 2 and subsequent issue of Subfund 2’s investment shares and their purchase by Subfund 1.

Thus, Subfund 1 will subsequently cease its investment activities and gradually transfer its assets to Subfund 2, after duly consideration of the risks. During the liquidation of Subfund 1, advances for the liquidation balance will be paid to holders of the investment shares in “in kind” form, i.e. non-monetary form – in the form of investment shares of Subfund 2.

After the Subfund 1's entry into liquidation, the administrator will draw up an extraordinary financial statement of the fund in accordance with Section 17 of Act No. 563/1991 Coll., on accounting, as amended. REDSIDE will decide - based on the financial statement - on partial payment of liquidation balance in the form of investment shares of Subfund 2.

The "Side-pocket" transformation is described in more detail in presentation and documents, which are available on Company's website [NOVA Green Energy - Podfond 1 | Redside \(redsidefunds.com\)](https://www.redsidefunds.com) in section "Information for clients/NOVA Green Energy – "Side-pocket".

Chairman of the Board proposed to vote for the **following decision** of the Company's board of directors:

*"Board of directors proposes the adoption of the following resolution: **Subfund 1 is dissolved with entry into liquidation effective from 1 August 2022.**"*

Subsequently, the vote was taken.

For the adoption of the resolution: **all**

Against the adoption of the resolution: **none**

Abstention from the vote: **none**

The board of directors approved the resolution.

3. Conclusion of the meeting

This concluded the agenda of the meeting. The chairman of the Board thanked everyone for the participation.

Rudolf Vřešťál as an authorized representative of the sole member of Company's board of directors hereby accepts this adopted resolution also as the decision of the sole member of the Company's board of directors.

In Prague on 29 July 2022



Rudolf Vřešťál

Chairman of the board of directors



Ing. Karel Krhovský

Member of the board of directors