

COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of association of CleanTech UTC

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company

<i>Name of each subscriber</i>	<i>Authentication by each subscriber</i>
Professor Julian Crampton	<i>Julian M. Crampton</i>
Sir Rodney Aldridge	<i>Rodney Aldridge</i>
Jenny Rowlands	<i>Jenny Rowlands</i>

Dated 12 November 2012.