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## NOTICE OF ACQUISITION

### **MEIF RENEWABLE ENERGY UK PLC**

**(ISIN: XS1179253155 AND XS1179248825)**

On 17 September 2015, MEIF Renewable Energy UK PLC (the "**Issuer**") announced that funds managed by Octopus Investments had agreed to acquire 100% of the Issuer's share capital on or around 30 October 2015 (the "**Acquisition**"). The Issuer is providing this notice pursuant to Section 4.09(a)(iii) of the indenture dated as of February 5, 2015 (the "**Indenture**") among, inter alios, the Issuer, and U.S. Bank Trustees Limited, as trustee, governing the Issuer's 6.75% Senior Secured Notes due 2020.

The Issuer confirms that immediately prior to and immediately following the Acquisition (and giving *pro forma* effect thereto), the Consolidated Leverage Ratio (as defined in the Indenture) will have been less than 4.0 to 1.0 assuming that the Acquisition is completed before August 2016. Consequently, the Acquisition will not result in a Change of Control under the Indenture.

#### **Forward-looking Statements**

*This report includes forward-looking statements, which are based on our current expectations and projections about future events. All statements other than statements of historical facts included in this report including, without limitation, statements regarding our future financial position, risks and uncertainties related to our business, strategy, capital expenditures, projected costs and our plans and objectives for future operations, including our plans for future costs savings and synergies, may be deemed to be forward-looking statements. Words such as "believe," "expect," "anticipate," "may," "assume," "plan," "intend," "will," "should," "could," "estimate," "risk" and similar expressions or the negatives of these expressions are intended to identify forward-looking statements. By their nature, forward-looking statements involve known and unknown risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not guarantees of future performance. You should not place undue reliance on these forward-looking statements. In addition any forward-looking statements are made only as of the date of this report, and we do not intend and do not assume any obligation to update any statements set forth in this report. Many factors may cause our results of operations, financial condition, liquidity and the development of the industry in which we compete to differ materially from those expressed or implied by the forward-looking statements contained in this report.*