RNS Number: 3639P US Solar Fund PLC 21 May 2024

21 May 2024

# <u>US SOLAR FUND PLC</u> (USF, the "Company") Result of 2024 Annual General Meeting (the "AGM")

US Solar Fund plc (LON: USF (USD)/USFP (GBP)), announces that at the Company's 2024 AGM held today, all resolutions were passed by way of a poll and the results of the poll are set out below.

Resolutions 1 to 9 (inclusive) were proposed as ordinary resolutions and resolutions 10 to 13 (inclusive) were proposed as special resolutions.

	Resolution	Votes For*	%	Votes Against	%	Total votes validly cast	Total votes cast as % of issued share capital	Vote Withheld **
1	Receive annual accounts for period ended 31 December 2023	211,156,701	95.68	9,529,058	4.32	220,685,759	66.43	7,051,580
2	Approve directors' remuneration report	210,710,810	95.51	9,903,659	4.49	220,614,469	66.41	7,122,870
3	Appointment of external auditor	218,012,846	95.78	9,615,513	4.22	227,628,359	68.52	108,980
4	Authorise the Directors to fix the auditor's remuneration	218,042,123	95.79	9,586,236	4.21	227,628,359	68.52	108,980
5	Re-elect Gillian Nott as a director	148,011,894	65.02	79,635,060	34.98	227,646,954	68.53	90,385
6	Re-elect Jamie Richards as a director	184,462,822	81.04	43,157,504	18.96	227,620,326	68.52	117,013
7	Re-elect Thomas Plagemann as a director	217,824,889	95.70	9,795,437	4.30	227,620,326	68.52	117,013
8	Approval of dividend policy	217,970,572	95.79	9,568,393	4.21	227,538,965	68.50	198,374
9	To authorise the allotment of Ordinary shares	215,237,787	94.59	12,309,571	5.41	227,547,358	68.50	189,981
10	To authorise the disapplication of statutory pre- emption rights	213,833,662	93.97	13,719,653	6.03	227,553,315	68.50	184,024
11	To authorise the Company to make market purchase of its own ordinary shares	217,076,866	95.36	10,553,580	4.64	227,630,446	68.52	106,893
12	To permit general meetings to be called on 14 days' notice	217,931,000	95.77	9,632,803	4.23	227,563,803	68.50	173,536
	That the Company	Z11,931,000	30.11	<del>ა,</del> სა∠,ბსპ	4.23	221,303,803	06.00	173,530

13	ceases to continue as an investment trust	74,446,601	35.37	136,045,906	64.63	210,492,507	63.36	17,244,832
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<sup>\*</sup> Includes discretionary votes

#### Director Retirement

Rachael Nutter, who has served on the Board since the Company's inception in 2019, was not standing for re-election at the AGM and accordingly she stands down as a Director of the Company with effect from today. The Board thanks Rachael for her valued contributions and wise counsel over the past five years.

#### Statements on resolutions 5 and 13

The Board notes that all resolutions were passed by a majority in accordance with the relevant thresholds.

In addition, and as announced separately today, the proposed Tender Offer has been approved by an overwhelming majority of shareholders.

The Board acknowledges that significant minority votes were cast against the re-election of Gill Nott (34.98%) and were cast for the discontinuation of the Company (35.37%). The Board will continue its engagement with shareholders and notes that discussions with shareholders since the announcement of the Tender Offer have been constructive. In the view of the Board and Investment Manager, the plans set out last month regarding the Tender Offer, interim dividend policy and refinancing plans, reflect the best approach to deliver maximum value for all shareholders. Wide-ranging support from shareholders for the Company's strategy has been expressed. The Board and Investment Manager look forward to continuing constructive and supportive discussions with all shareholders.

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### Notes:

Every shareholder has one vote for every Ordinary Share held. As at close of business on 17 May 2024, the share capital of the Company consisted of 332,192,361 Ordinary Shares with voting rights. The Company does not hold any shares in Treasury.

In accordance with Listing Rule 9.6.2 copies of all the resolutions passed, other than ordinary business, will be submitted to the National Storage Mechanism and will shortly be available for inspection at <a href="https://data.fca.org.uk/#/nsm/nationalstoragemechanism">https://data.fca.org.uk/#/nsm/nationalstoragemechanism</a>.

## **About US Solar Fund plc**

US Solar Fund plc, established in 2019, listed on the premium segment of the London Stock Exchange in April 2019. The Company's investment objective is to provide investors with attractive and sustainable dividends with an element of capital growth by owning and operating solar power assets in North America and other OECD countries in the Americas.

The solar power assets that the Company acquires or constructs are expected to have an asset life of at least 30 years and generate stable and uncorrelated cashflows by selling electricity to creditworthy offtakers under long-term power purchase agreements (or PPAs). The Company's portfolio currently consists of 41 operational solar projects with a total capacity of 443MWDC, all located in the United States.

Further information on the Company can be found on its website at <a href="http://www.ussolarfund.co.uk">http://www.ussolarfund.co.uk</a>.

## **About Amber Infrastructure Group**

Amber Infrastructure (Amber) is an international infrastructure specialist, focused on investment origination, development, asset management and in Europe, fund management. Amber's core business focuses on infrastructure assets across the public, transport, energy, digital and demographic infrastructure sectors that support the lives of people, homes and businesses internationally.

Among other funds, Amber Infrastructure advises International Public Partnerships, a FTSE 250-listed Company with a market cap of approximately £2.5 billion and 15-year track record of long-term investment in infrastructure assets globally. Amber is headquartered in London with offices in Europe, North America and Australia and employs c.180 infrastructure professionals. Amber has had a strategic partnership with the Hunt Group of Companies in the US since 2015. Learn more at www.amberinfrastructure.com.

<sup>\*\*</sup> A vote withheld is not a vote in law and is not counted in the calculation of the votes for or against a resolution.

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