

## WRITTEN RESOLUTION OF THE MEMBERS OF THE SUBSIDIARIES OF BIGHAND UK TOPCO LIMITED

In accordance with s479A of the Companies Act 2006, we, being the members of the below listed direct and indirect subsidiaries of BigHand UK Topco Limited (the "**Subsidiaries**"), consent unanimously to invoke audit exemption for the year ending 31st March 2021.

### Subsidiaries

	Principal place of business/ Country of incorporation	Registered number
BigHand UK Holdco Limited	England & Wales	12833635
BigHand UK Midco Limited	England & Wales	12833971
BigHand UK Bidco Limited	England & Wales	12834023
BH Group Topco Limited	England & Wales	11267353
BH Group Midco Limited	England & Wales	11267753
BH Group Bidco Limited	England & Wales	11267908
BH Topco Limited	England & Wales	7981569
BH Midco Limited	England & Wales	7991572
BH Bidco Limited	England & Wales	7915020
BigHand Holdings Limited	England & Wales	5819091
BigHand Limited	England & Wales	3128724
nFlow Software Limited	England & Wales	3916189
DW Reporting Limited	England & Wales	8348786
Iphelion Limited	England & Wales	05743298
Mason & Cook Limited	England & Wales	08622091

Parental guarantee will be provided by BigHand UK Topco Limited (12832924) which will prepare consolidated financial statements for the period ended 31<sup>st</sup> March 2021.

Sam Toulson is a director of the parent companies of each of the subsidiaries listed above and therefore he may sign on behalf of the members of each company to give their unanimous consent.

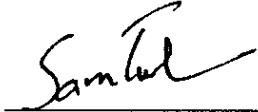
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COMPANIES HOUSE

Signed on behalf of each of the members of the Subsidiaries:

BIGHAND UK TOPCO LIMITED, being the sole member of BIGHAND UK HOLDCO LIMITED



Name: Sam Toulson

Title: Director

Date: 15 November 2021

BIGHAND UK HOLDCO LIMITED, being the sole member of BIGHAND UK MIDCO LIMITED



Name: Sam Toulson

Title: Director

Date: 15 November 2021

BIGHAND UK MIDCO LIMITED, being the sole member of BIGHAND UK BIDCO LIMITED



Name: Sam Toulson

Title: Director

Date: 15 November 2021

BIGHAND UK BIDCO LIMITED, being the sole member of DW REPORTING LIMITED, BIGHAND LIMITED and BH GROUP BIDCO LIMITED

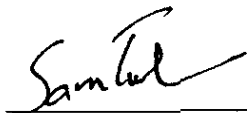


Name: Sam Toulson

Title: Director

Date: 15 November 2021

BH GROUP TOPCO LIMITED, being the sole member of BH GROUP MIDCO LIMITED

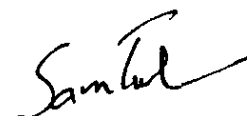


Name: Sam Toulson

Title: Director

Date: 15 November 2021

BH GROUP MIDCO LIMITED, being the sole member of BH TOPCO LIMITED



Name: Sam Toulson

Title: Director

Date: 15 November 2021

BH TOPCO LIMITED, being the sole member of BH MIDCO LIMITED



Name: Sam Toulson

Title: Director

Date: 15 November 2021

BH MIDCO LIMITED, being the sole member of BH BIDCO LIMITED

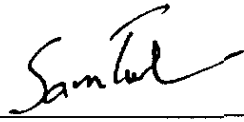


Name: Sam Toulson

Title: Director

Date: 15 November 2021

BH BIDCO LIMITED, being the sole member of BIGHAND HOLDINGS LIMITED

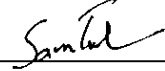


Name: Sam Toulson

Title: Director

Date: 15 November 2021

BIGHAND LIMITED, being the sole member of BH GROUP TOPCO LIMITED, MASON & COOK LTD.,  
NFLOW SOFTWARE LIMITED and IPHELION LIMITED



Name: Sam Toulson

Title: Director

Date: 15 November 2021