Company Number: 11282547

PRIVATE COMPANY LIMITED BY SHARES

COGNITANT GROUP LIMITED (THE COMPANY)

WRITTEN RESOLUTIONS OF THE MEMBERS

Passed on 17 October 2023

The following resolutions were passed, in the case of resolution 1, as an ordinary resolution of the Company, and in the case of resolution 2, as a special resolution of the Company, on the date stated above pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**) (the **Resolutions**).

ORDINARY RESOLUTION

1.   **THAT** in accordance with section 551 of the Act, the directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £35.795 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of these Resolutions save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTION

2.   **THAT** the rights of pre-emption in respect of issues of new shares in the capital of the Company contained in article 10 of the articles of association of the Company be dis-applied in respect of the allotment and issue of up to 27,168 Ordinary Shares of £0.001 each in the capital of the Company pursuant to the authority granted under Resolution 1 above at a price of not less than £36.82 per Ordinary Share, on or before 30 September 2024.

DocuSigned by:

Timothy Kingrose

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Director

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