

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE SHAREHOLDERS
Of
ACQUISITION U.K. LIMITED

Date: 20 March 2023 (the "**Circulation Date**")

Pursuant to sections 282, 283 and Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose the following resolution (1) as Ordinary Resolutions and resolution (2), as a Special Resolution (the "**Resolutions**").

ORDINARY RESOLUTION

1. **THAT**, subject to the passing of Resolution 2 below, in accordance with section 551 of the Act, the directors of the Company be and hereby are generally and unconditionally authorised to allot ordinary shares of £1.00 each in the capital of the Company (the "**Shares**") having the rights and being subject to the restrictions set out in the articles of association of the Company (the "**Articles**"), or grant rights to subscribe for or to convert any security into Shares in the Company ("**Rights**") up to an aggregate nominal value of £1.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the passing of these Resolutions.

This authority is in addition to all previous authorities conferred on the directors in accordance with section 551 of the Act.

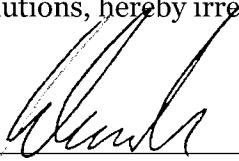
SPECIAL RESOLUTION

2. **THAT**, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in regulation 5 of the memorandum of association of the Company, which by virtue of section 28 of the Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted.

AGREEMENT TO WRITTEN RESOLUTIONS

Please read the notes at the end of this document before signifying your agreement to the Resolutions. The Resolutions may be executed in one or more counterparts each of which when executed shall be an original, but all counterparts together shall constitute one and the same instrument.

The undersigned, being persons entitled on the date set out above to vote on the Resolutions, hereby irrevocably agree to the Resolutions:

A handwritten signature in black ink, appearing to be 'GXS', is written over a horizontal line.

For and on behalf of
GXS UK Holding Limited

NOTES

1. You can choose to agree to all of the resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the company using one of the methods set out below:

By hand or post to the company's registered office: 420 Thames Valley Park Drive, Thames Valley Park, Reading, Berkshire, RG6 1PT

By e-mail to: Jules Walton, Junior Legal Counsel – jwalton@opentext.com.

If you do not agree to the Resolutions, you do not need to do anything; you will not be deemed to agree if you fail to reply.

Only the e-mail address given above, and no other electronic address given in this document or in any accompanying document, may be used to send any document or information relating to the Resolutions. The electronic address given above may only be used for the purposes specified.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless within 28 days of the Circulation Date, sufficient agreement has been received for all of the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before this date. Your agreement will be ineffective if received after that date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney, or other authority, please send a copy of the relevant power of attorney or authority when returning this document.