Company number: 01602662

The Companies Act 2006

COMPANY LIMITED BY SHARES

RESOLUTIONS

of

APTITUDE SOFTWARE GROUP PLC

PASSED 27 MAY 2026

At the annual general meeting of the Company duly convened and held at the Company's registered office at 8th Floor, 138 Cheapside, London, England, EC2V 6BJ on 27 May 2026 at 09:00 a.m., the following resolutions were duly passed as ordinary and special resolutions:

ORDINARY RESOLUTIONs

RESOLUTION 4 – FINAL DIVIDEND

4. To declare a final dividend of 3.6 pence per ordinary share of 7 1/3 pence each for the year ended 31 December 2025 to be paid on 12 June 2026 to shareholders whose names appear on the register at the close of business on 22 May 2026.

RESOLUTION 11 – ALLOTMENT OF SECURITIES

11. That, in accordance with section 551 of the Companies Act 2006 ("**CA 2006**"), the Directors be generally and unconditionally authorised to allot shares in the Company and to grant rights to subscribe for, or to convert any security into shares of the Company:
    a. up to an aggregate nominal amount of £1,332,737.12– such amount to be reduced by any allotments or grants made under paragraph (b) below in excess of such sum; and
    b. comprising equity securities (as defined in section 560 of the Act) in the Company up to an aggregate nominal amount of £2,665,474.24 (such amount to be reduced by any allotments or grants made under paragraph (a) above) in connection with a fully pre-emptive offer:
        i. to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
        ii. to holders of other equity securities as required by the rights of those securities or, if the Directors consider it necessary,

    and, in both cases, so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter.

The authorisations pursuant to this resolution shall expire at the conclusion of the Annual General Meeting of the Company in 2027, (unless the resolution is previously renewed, varied or revoked by the Company in a General Meeting). However, if the Company, before such authority expires, makes any offer or agreement which would or might require shares to be allotted, or rights to subscribe for or convert any security into shares to be granted, after this authority expires, the Directors may allot such shares and grant rights to subscribe for or to convert any security into shares in pursuance of any such offer or agreement as if the authorisation conferred hereby had not expired.

SPECIAL RESOLUTIONS

Resolution 12 - Disapplication of pre-emption rights

12. That subject to the passing of Resolution 10 and pursuant to sections 570 and 573 of the CA 2006, the Directors be and are authorised to allot equity securities (within the meaning of section 560 of the CA 2006) for cash under the authority conferred by that Resolution and/or to sell ordinary shares held by the Company as treasury shares for cash as if section 561 of the CA 2006 did not apply to any such allotment or sale, provided that such authority shall be limited to:

    a. the allotment of equity securities in connection with or pursuant to an offer by way of rights issues, open offer or other pre-emptive offer to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings (but in the case of an allotment pursuant to the authority granted by paragraph (b) of Resolution 10, such power shall be limited to the allotment of equity securities in connection with an offer by way of a rights issue), but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange;

    b. the allotment of equity securities or sale of treasury shares (otherwise than pursuant to paragraph (a) of this Resolution) to any person up to an aggregate nominal amount of £399,821.14; and

    c. the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) or paragraph (b) of this Resolution) up to a nominal amount of equal to 20% of any allotment of equity securities or sale of treasury shares from time to time under paragraph (b) of this Resolution, such authority to be used only for the purposes of making a follow-on offer which the Board of the Company determines to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this Notice of Meeting.

    The authority granted by this Resolution will expire at the conclusion of the Company's next annual general meeting after the passing of this Resolution, save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted (or treasury shares to be sold) after the authority expires and the Directors may allot equity securities (or sell treasury shares) in pursuance of any such offer or agreement as if the authority had not expired.

    This Resolution revokes and replaces all unexercised powers previously granted to the Directors pursuant to sections 570 and 573 of the CA 2006 to allot equity securities or sell treasury shares as if section 561 of the CA 2006 did not apply but without prejudice to any allotment of equity securities or sale of treasury shares already made or agreed to be made pursuant to such authorities.

Resolution 13 - Disapplication of additional pre-emption rights

13. That subject to the passing of Resolutions 10 and 11, the Directors be and are generally authorised, in addition to the authority granted pursuant to Resolution 11, to allot equity securities (within the meaning of section 560 of the CA 2006) for cash under the authority conferred by that Resolution and/or to sell ordinary shares held by the Company as treasury shares as if section 561 of the CA 2006 did not apply to any such allotment or sale, provided that such authority shall be:

    a. limited to the allotment of equity securities or sale of treasury shares to any person up to an aggregate nominal amount of £399,821.14;

    b. used only for the purposes of financing (or refinancing, if the authority is to be used within twelve months after the original transaction) a transaction which the Board of the Company determines to be an acquisition or another capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this Notice of Meeting; and

    c. limited to the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) of this Resolution) up to a nominal amount equal to 20% of any allotment of equity securities or sale of treasury shares from time to time under paragraph (a) of this Resolution, such authority to be used only for the purposes of making a follow-on offer which the Board of the Company determines to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this Notice of Meeting.

    The authority granted by this Resolution will expire at the conclusion of the Company's next annual general meeting after the passing of this Resolution, save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted (or treasury shares to be sold) after the authority expires and the Directors may allot equity securities (or sell treasury shares) in pursuance of any such offer or agreement as if the authority had not expired.

Resolution 13 - Purchase of own shares

14. That the Company be and is hereby generally and unconditionally authorised pursuant to Section 701 of the CA 2006 to make market purchases (within the meaning of section 693(4) of such Act) of ordinary shares of 7 1/3 pence each in the capital of the Company ("**Ordinary Shares**") on such terms as the Directors think fit provided that:

    a. the maximum aggregate number of Ordinary Shares hereby authorised to be purchased is limited to 5,452,106 Ordinary Shares;

    b. the minimum price which may be paid for each Ordinary Share is 7 1/3 pence being the nominal value of each Ordinary Share; and

    c. the maximum price (exclusive of expenses) which may be paid for each

Ordinary Share is an amount equal to the higher of (i) 105% of the average of the middle market quotations for an Ordinary Share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the Company agrees to buy the shares concerned; and (ii) the higher of the price of the last independent trade of any Ordinary Share and the highest current independent bid for an Ordinary Share in the trading venue where the purchase is carried out.

The authority conferred by this Resolution 13 shall expire at the conclusion of the next annual general meeting of the Company in 2027 (except in relation to the purchase of Ordinary Shares, the contract for which was concluded before such date and which is completed wholly or partly after such date) unless such authority is renewed prior to such time.

Resolution 15 - Notice period for meetings

15. That a general meeting, other than an annual general meeting, may be called on not less than 14 clear days' notice.

Simon Kelly

Company Secretary

Date: 27 May 2026