

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or about what action to take, you should immediately seek your own professional advice from your stockbroker, solicitor, accountant, bank manager or other appropriately qualified independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended) ("FSMA") if you are taking advice in the United Kingdom or, if you are taking advice in another jurisdiction, from another appropriately authorised independent financial adviser. All shareholders are advised to consult their professional advisers regarding their own tax position.

If you sell or have sold or otherwise transferred all of your Ordinary Shares you should at once forward the circular to shareholders of NCC Group plc (the "**Company**") dated 7 July 2026 (the "**Circular**"), together with any accompanying documents (but not this Tender Form, and personalised Form of Proxy or reply paid envelope), to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee. **However, these documents should not be mailed, distributed, sent, forwarded to or transmitted in or into the United States, Australia, Canada, Japan, New Zealand, Singapore, the Republic of South Africa or any other jurisdiction which would breach any applicable law or regulations (a "Restricted Jurisdiction").** If you sell or otherwise transfer, or have sold or otherwise transferred, only part of your holding of Ordinary Shares, you should retain these documents and consult the bank, stockbroker or other agent through whom the sale or transfer was effected.

The Tender Offer is not being made, directly or indirectly, in or into, or by use of the mail, or by any means or instrumentality (including, without limitation, facsimile transmission, telex, telephone and email) of interstate or foreign commerce of, or any facilities of a national securities exchange of, any Restricted Jurisdiction. Copies of the Circular and this Tender Form are not being and must not be mailed or otherwise distributed or sent in or into a Restricted Jurisdiction including to shareholders with registered addresses in these Restricted Jurisdictions. Therefore, persons outside of the United Kingdom into whose possession this Tender Form and the accompanying Circular and Form of Proxy come should inform themselves about, and observe, such restrictions.

Further information for Overseas Shareholders is set out in paragraph 5 of Part V of the Circular. Any person (including nominees, trustees or custodians) who would, or otherwise intends to, forward this document and/or any related document to any jurisdiction outside the United Kingdom should read this paragraph before taking any action.

Investec Bank plc ("**Investec**"), which is authorised in the United Kingdom by the Prudential Regulation Authority and regulated in the United Kingdom by the Prudential Regulation Authority and the Financial Conduct Authority, is acting exclusively for the Company as financial adviser and broker and no one else in connection with the Tender Offer and none of Investec, nor any of its affiliates, branches or subsidiaries will be responsible to anyone other than the Company for providing the protections afforded to clients of Investec, nor for providing advice in relation to any matter in referred to in the Circular. Neither Investec nor any of its subsidiaries, branches or affiliates or any of its and their respective directors, officers, employees, representatives or agents owes or accepts any duty, liability or shall be held responsible in any way whatsoever for any direct, indirect or consequential losses (whether in contract, in tort, under statute or otherwise) arising in connection with, or from the use of, the Circular or the contents of the Circular or reliance on the information contained herein, except to the extent this would be prohibited by law or regulation.

This Tender Form should be read in conjunction with the Circular, the terms and conditions of which form part of this Tender Form. Unless the context otherwise requires, the definitions used in the Circular apply in this Tender Form.

NCC Group plc

(Incorporated in England & Wales with company number 04627044)

Tender Form

PROPOSED PURCHASE OF ORDINARY SHARES FOR UP TO £170 MILLION BY WAY OF A TENDER OFFER

IF YOU HOLD ORDINARY SHARES VIA CREST YOU DO NOT NEED TO COMPLETE A TENDER FORM IN RESPECT OF THOSE ORDINARY SHARES, AND YOU SHOULD REFER TO PART V OF THE CIRCULAR ON HOW TO TENDER THOSE ORDINARY SHARES

DO NOT COMPLETE OR RETURN THIS TENDER FORM IF YOU DO NOT WISH TO TENDER ANY ORDINARY SHARES

The Tender Offer will only be available to Qualifying Shareholders on the Register on the Tender Offer Record Date and in respect of the number of Ordinary Shares registered in those Shareholders' names at such time and will close at 1.00 p.m. (UK time) on 1 September 2026, unless extended by means of an announcement through a Regulatory Information Service.

IF YOU WISH TO TAKE UP THE TENDER OFFER AND YOU HOLD YOUR ORDINARY SHARES IN CERTIFICATED FORM (I.E. NOT IN CREST), PLEASE SEND THIS COMPLETED, SIGNED AND WITNESSED TENDER FORM, TOGETHER WITH ANY VALID SHARE CERTIFICATE(S) AND/OR OTHER DOCUMENT(S) OF TITLE IN RESPECT OF THE ORDINARY SHARES TENDERED, BY POST IN THE ACCOMPANYING REPLY PAID ENVELOPE (FOR USE IN THE UK ONLY) OR ADDRESSED TO CORPORATE ACTIONS, EQUINITI LIMITED, HIGHDOWN HOUSE, YEOMAN WAY, WORTHING, WEST SUSSEX BN99 6DA AS SOON AS POSSIBLE AND, IN ANY EVENT, SO AS TO BE RECEIVED NO LATER THAN 1.00 P.M. (UK TIME) ON 1 SEPTEMBER 2026.

To participate in the Tender Offer, please complete page 3 of this Tender Form by following the corresponding instructions and further notes set out on pages 2 and 4 of this Tender Form. A Tender Form, once received by the Receiving Agent, will be irrevocable. The full terms and conditions of the Tender Offer are set out in Part V of the Circular.

Please read Part V of the Circular, the terms of which are incorporated into and form part of this Tender Form.

If, in the Company's determination (in its absolute discretion), the Tender Form has not been validly completed, the tender may not be accepted as a valid tender.

Please read the Circular and this Tender Form carefully. If you have any questions with regard to the Tender Offer or on how to complete the Tender Form, please telephone the Shareholder Helpline operated by the Receiving Agent on +44 (0)371 384 2050. Lines are open from 8.30 a.m. to 5.30 p.m. (London time) Monday to Friday (except English and Welsh public holidays). Please note that calls to the Shareholder Helpline number may be monitored or recorded. Calls to the Shareholder Helpline from outside the UK are chargeable at the applicable international rate. Different charges may apply to calls from mobile telephones and calls may be recorded and randomly monitored for security and training purposes. For legal reasons, the Receiving Agent will not be able to give advice on the merits of the Tender Offer or provide legal, financial or personal taxation advice and, accordingly, for such advice, you should consult your stockbroker, solicitor, accountant, bank manager or other independent financial adviser.

HOW TO COMPLETE THIS FORM

Remember to return your NCC Group plc Share certificate(s) equal to or in excess of the amount you wish to tender. Tender Forms submitted without certificate cover or other documents of title will be rejected.

BALANCE OF ORDINARY SHARES

The number shown in Box 1A on page 3 is the total number of Ordinary Shares registered against your name(s) on the register of members of the Company at 6.00 p.m. on 3 July 2026. This is provided for information purposes only. The number of Ordinary Shares that can be tendered in the Tender Offer must not exceed the number of Ordinary Shares held by you at 6.00 p.m. on 1 September 2026 (or such later time and date as the Company may determine to be the Tender Offer Record Date) (the “**Tender Offer Record Date**”). **There is no requirement for you to tender any Ordinary Shares in the Tender Offer.**

CONTACT EMAIL AND TELEPHONE NUMBER

In Box 1B and Box 1C, please provide an email address and a daytime telephone number including your full dialling code, in case of queries relating to the completion of this Tender Form.

TENDERING YOUR ORDINARY SHARES

Please place a cross or a tick in Box 2A to indicate your intention to tender your full Guaranteed Entitlement only, held by you at the Tender Offer Record Date.

Alternatively, please complete Box 2B to tender a specific number of Ordinary Shares which is more than or less than your full Guaranteed Entitlement.

If you tender LESS than or EQUAL TO your Guaranteed Entitlement, your tender of Ordinary Shares will be accepted by Investec in full, subject only to satisfaction of the conditions to the Tender Offer detailed in Part V of the Circular.

If you tender MORE than your full Guaranteed Entitlement, please note that the number of Ordinary Shares that Investec will be authorised to purchase from you will depend on the aggregate number of Ordinary Shares validly tendered by all Qualifying Shareholders. In the event that the Tender Offer is oversubscribed, your Excess Entitlement will be scaled back pro rata to the total number of Ordinary Shares so tendered by that Qualifying Shareholder, such that the total cost of Ordinary Shares purchased pursuant to the Tender Offer does not exceed £170 million and if any fractions arise from scaling back, the number of Ordinary Shares accepted will be rounded down to the nearest whole number.

If you have signed Box 3 and not completed any of Boxes 2A or 2B or, if you have completed Box 2A or 2B and signed Box 3, provided that the Tender Form is otherwise in order and accompanied by all other relevant documents, you will be deemed to have tendered all of the Ordinary Shares represented by the accompanying share certificate(s).

If you have completed both Box 2A and 2B and signed Box 3, provided that the Tender Form is otherwise in order and accompanied by all other relevant documents, you will be deemed to have tendered the number of Ordinary Shares entered in Box 2B.

SIGNING THE TENDER FORM

If you wish to participate in the Tender Offer, you must sign Box 3 on page 3, regardless of which other Box(es) you complete. In the case of a joint holding, all the joint holders must sign. Before signing Box 3, Shareholders should please read Part V of the Circular. **By signing this Tender Form, you irrevocably undertake, represent, warrant and agree as provided in paragraph 3.7 of Part V of the Circular.**

Each individual signing must do so in the presence of an independent witness, who must be 18 years of age or over and should not be one of the joint registered holders or otherwise have any financial interest in the relevant Ordinary Shares or in the proceeds resulting from completion of the Tender Offer. The witness should state his or her name and address and sign where indicated. The same person may witness the signature of each joint holder. If this Tender Form is not signed by the registered holder(s), insert the name(s) and the capacity (e.g., executor(s)) of the person(s) signing this Tender Form. You should deliver evidence of your authority in accordance with the section headed “Further Notes” on page 4.

A company incorporated in England and Wales or Scotland may affix its common seal, which should also be witnessed in accordance with its articles of association or other applicable regulation. Alternatively, a company to which the Companies Act 2006 applies may execute this Tender Form as a deed by two directors or by one director and the company secretary or by one director in the presence of a witness. If the holder is a company incorporated outside the UK, it may sign in accordance with the laws of its jurisdiction of incorporation.

This Tender Form should not be signed in any Restricted Jurisdiction. This Tender Form shall, when executed, take effect as a deed.

CHANGE OF ADDRESS DETAILS/ALTERNATIVE ADDRESS

If your address as pre-printed in Box 1 at the top of page 3 has changed or is incorrect, please tick Box 4A and insert your new/correct address. If you want your consideration and/or other documents to be sent to someone other than the first named registered holder at the address set out at the top of page 3 (e.g. your bank manager or stockbroker), you should tick Box 4B and insert the alternative address (but not an address in any Restricted Jurisdiction). Unless you complete Box 4A or 4B and provide a new/alternative address in Box 4, your proceeds from the Tender Offer will be sent to the name(s) or address(es) shown in Box 1 at the top left of page 3.

ANY QUESTIONS/FURTHER COPIES OF THIS TENDER FORM

If you have any questions on how to complete this Tender Form or you need further copies of the Tender Form, please telephone the Shareholder Helpline, details of which are set out on the front cover of this Tender Form.

DO NOT COMPLETE AND RETURN THIS FORM IF YOU DO NOT WISH TO TENDER ANY ORDINARY SHARES. PLEASE COMPLETE THIS FORM IN BLOCK CAPITALS AND RETURN THIS FORM IF YOU WISH TO TENDER ORDINARY SHARES

1. Shareholder Information

Name and Address of Registered Shareholder(s):

Total number of Ordinary Shares held as at 6.00 p.m. on 3 July 2026:

1A:

Contact email address in the event of a query:

1B:

Daytime telephone number, in the event of a query:

1C:

Shareholder Reference Number:

2. Election to participate in the Tender Offer

Note: You can only select ONE of the below options

If you wish to tender your full Guaranteed Entitlement, please place a cross or a tick in Box 2A

OR

If you wish to tender a specific number of Ordinary Shares which is more than or less than your full Guaranteed Entitlement, please insert such number of Ordinary Shares in Box 2B

Box 2A

Box 2B

IMPORTANT: Please remember to enclose your share certificate(s) equal to or in excess of the amount you wish to tender. Tender Forms submitted without certificate cover or other documents of title will be rejected.

I/We the undersigned, having read the Circular, hereby tender to the Company, on the terms and subject to the conditions set out in the Circular and this Tender Form, Ordinary Shares as indicated in Box 2A or 2B above.

3. Execution as a deed by an individual/by a company

IMPORTANT. Each Shareholder who is an individual MUST SIGN IN THE PRESENCE OF AN INDEPENDENT WITNESS who must ALSO SIGN and print his or her name and address where indicated. The witness must be 18 years of age or older and must not be one of the registered holders. In the case of a joint holding, ALL joint holders must sign.

| BOX 3A: Execution as a deed by individual(s) | Signed and delivered as a deed by: | |
|---|---|---|
| Registered holder | Witness signature | Witness name and address |
| <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> |
| Joint registered holder | Witness signature | Witness name and address |
| <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> |
| Joint registered holder | Witness signature | Witness name and address |
| <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> |
| Joint registered holder | Witness signature | Witness name and address |
| <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> |

| Box 3B: Execution as a deed by a company | Executed and delivered as a deed by the company named below: | |
|--|--|---|
| Name of Company <input style="width: 100%; height: 30px;" type="text"/> | Acting by: Name of Director | Signature of Director |
| | <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> |
| | Name of Director/Secretary/Witness* | Signature of Director/Secretary/Witness* |
| | <input style="width: 100%; height: 30px;" type="text"/> | <input style="width: 100%; height: 30px;" type="text"/> |

* This Tender Form may also be executed and delivered as a deed under the common seal of the company named above in accordance with applicable statutory requirements, or in the case of a company incorporated outside of the United Kingdom, either under its common seal as above, if applicable, or by the person(s) named opposite who, in accordance with the laws of the territory in which the company is incorporated, is/are acting under the authority of the company.

4. Change of address/Alternative address

4A Tick Box 4A if you are advising of a new/corrected address to which consideration or returned documents should be sent.

4B Tick Box 4B if you are advising of an alternative address to which consideration or returned documents should be sent.

Name

House Number Post Code

House Details

Please tick this box if this Tender Form is a replacement Tender Form.

FURTHER NOTES

1. IF THE PERSON NAMED AS REGISTERED HOLDER (BOX 1) IS AWAY FROM HOME (E.G. ABROAD OR ON HOLIDAY) OR WHERE A POWER OF ATTORNEY HAS BEEN GRANTED

You should send this Tender Form by the quickest means (such as air mail) to the holder, but do not send it to any Restricted Jurisdiction. If a Shareholder has executed a power of attorney, the attorney may sign this Tender Form. The original power of attorney, (or a duly certified copy, as provided in the Powers of Attorney Act 1971) must be lodged with this completed Tender Form. Equiniti Limited will note the power of attorney and return it as directed. **No other signatures will be accepted.**

2. IF THE SOLE REGISTERED HOLDER HAS DIED

If court confirmation, probate or letters of administration has/have been registered with Equiniti Limited at Highdown House, Yeoman Way, Worthing, West Sussex BN99 6DA, this Tender Form must be executed by the personal representative(s) of the deceased in the presence of a witness, and lodged with Equiniti Limited at the address above, together with the relevant share certificate(s) and/or other document(s) of title. If court confirmation, probate or letters of administration has/have been granted but have not been registered with Equiniti Limited, the personal representative(s) should execute this Tender Form and forward it to Equiniti Limited at the address above by post, together with the relevant share certificate(s) and/or other document(s) of title. A copy of the court confirmation, probate or letters of administration must be lodged as soon as possible thereafter and, in any event, so as to be received by Equiniti Limited by no later than 1.00 p.m. (UK time) on 1 September 2026.

3. IF ONE OR MORE OF THE REGISTERED HOLDERS HAVE DIED

This Tender Form is valid if executed by all the surviving holders, each in the presence of a witness, and lodged with Equiniti Limited at the address above, accompanied by the death certificate, court confirmation, probate or letters of administration in respect of the deceased joint holder(s).

4. IF YOUR SHARE CERTIFICATE(S) ARE HELD BY YOUR STOCKBROKER, BANK OR OTHER AGENT

If your share certificate(s) and/or other document(s) of title is/are with your bank, stockbroker or other agent, you should complete this Tender Form and, if the share certificate(s) and/or other document(s) of title is/are readily available, arrange for the Tender Form to be lodged (together with any valid share certificate(s) and/or other documents of title in respect of the Ordinary Shares tendered) by such agent with Equiniti Limited at the address above. If the share certificate(s) and/or other document(s) of title is/are not readily available, you should lodge the Tender Form with Equiniti Limited at the address above duly completed together with a note saying "share certificate(s) and/or other document(s) of title to follow" and arrange for the share certificate(s) and/or other document(s) of title to be forwarded to Equiniti Limited as soon as possible thereafter. It will be helpful for your agent to be informed of the full terms of the Tender Offer. All documentation must be received by Equiniti by no later than 1.00 p.m. (UK time) on 1 September 2026.

5. IF YOU HAVE LOST ANY OF YOUR SHARE CERTIFICATE(S) AND/OR OTHER DOCUMENT(S) OF TITLE

You should complete the Tender Form and send it together with a letter of explanation to Equiniti Limited at the address above. You should then either call the Shareholder Helpline, details of which are set out on the front cover of this Tender Form, or contact Equiniti Limited for a template letter of indemnity which should be completed and returned in accordance with the instructions given. All documentation must be received by Equiniti Limited by no later than 1.00 p.m. (UK time) on 1 September 2026.