

COGNIZANT TECHNOLOGY SOLUTIONS CORPORATION

Finance and Strategy Committee Charter

Updated February 25, 2021

A. Purpose

The purpose of the Finance and Strategy Committee (the “**Committee**”) is to assist the Board of Directors (the “**Board**”) with respect to the development of the Company’s corporate plans, strategies and objectives and oversight of certain financial and operational matters of the Company, including:

- targeted financial model;
- capital structure and allocation;
- enterprise resource planning and management;
- growth and scalability of corporate processes and systems;
- treasury matters (including hedging strategies);
- service delivery;
- investor relations; and
- insurance.

B. Structure and Membership

1. **Number**. The Committee shall consist of such number of directors as the Board shall from time to time determine.
2. **Chair**. Unless the Board elects a Chair of the Committee, the Committee shall elect a Chair by majority vote.
3. **Compensation**. The compensation of the Committee members shall be as determined by the Board.
4. **Selection and Removal**. Members of the Committee shall be appointed by the Board. The Board may remove members of the Committee from the Committee at any time, with or without cause.

C. Authority and Responsibilities

General

The Committee shall discharge its responsibilities, and shall assess the information provided by the Company’s management, in accordance with its business judgment. In addition to the duties and responsibilities expressly delegated to the Committee in this

Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with the purposes of the Committee, the Company's Corporate Governance Guidelines adopted by the Board, the Company's bylaws, and applicable Nasdaq rules.

Strategy

The Committee shall assist the Board in the development of the Company's corporate plans, strategies and objectives.

Operating Review

1. Targeted Financial Model. The Committee shall regularly evaluate the Company's targeted financial model, with the assistance of the Company's management and any advisors engaged by the Company, the Board and/or the Committee, make recommendations to the Board as to the appropriate targeted financial model for the Company, and oversee management's plans to attain such targeted financial model.
2. Enterprise Resource Planning and Management. The Committee shall periodically review and discuss with management the Company's risks relating to its enterprise resources, including employee turnover, compensation costs, competition for talent, alignment of employee skill sets with Company needs, demand-supply management and talent attraction and deployment, and management's plans to mitigate such risks.
3. Growth and Scalability. The Committee shall periodically review and discuss with management the Company's plans and strategies to manage growth and the scalability of corporate functions, internal processes and systems, including making recommendations to the Board regarding any significant investments the Committee believes are necessary to support such growth.
4. Service Delivery. The Committee shall periodically review and evaluate the Company's framework for managing service delivery risks, including contractual, people concentration, global delivery network and client's business outcome risks.
5. Investor Relations. The Committee shall periodically review and evaluate investor relations matters in respect of the Company, including management's engagement with stockholders, stockholder ownership positions and views of the Company and analyst views of and estimates with respect to the Company.
6. Insurance. The Committee shall periodically review and evaluate property and casualty insurance matters in respect of the Company, including directors' and officers' insurance and errors and omissions insurance policies and coverages.

Financial Review

7. Capital Structure and Allocation. The Committee shall periodically evaluate and provide the Board with recommendations regarding the Company's capital structure and capital allocation policies and strategy.

8. Dividends and Stock Repurchases. The Committee shall periodically review and discuss with management and the Board the Company's dividend policies and stock repurchase programs.

Treasury Oversight

8. Treasury Oversight. The Committee shall be responsible for overseeing treasury matters, including without limitation:
 - (i) Reviewing and approving the Company's hedging policies and practices to manage risk and volatility, including without limitation annual review and approval of the Company's election of the end-user exception to mandatory clearing of certain swap transactions, in accordance with the Company's Hedging and Risk Management Policy; and
 - (ii) Reviewing, and making recommendations to the Board with respect to, the Company's capital funding requirements.

D. Procedures and Administration

1. Meetings. The Committee shall meet as often as it deems necessary in order to perform its responsibilities. Meetings and actions of the Committee shall be governed by the provisions of the bylaws of the Company concerning meetings and other actions of the Board and its committees. The Committee shall keep such records of its meetings as it shall deem appropriate.
2. Reports to the Board. The Committee shall report on its progress to the Board on a quarterly basis, or as otherwise requested by the Board.
3. Charter. The Committee shall annually review and assess the adequacy of this Charter and recommend any proposed changes to the Board.
4. Advisors. The Committee shall have the authority to engage such legal and other advisors (independent or otherwise) as it deems necessary or appropriate to carry out its responsibilities. Such advisors may be the regular advisors to the Company. The Committee will be directly responsible for the appointment, compensation and oversight of any advisor it retains. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any advisor retained by the Committee.
5. Investigations. The Committee shall have the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it shall deem appropriate, including the authority to request any officer, employee or advisor of the Company to meet with the Committee or any advisors engaged by the Committee.
6. Additional Parties. The Committee may invite to its meetings any member of management, other personnel of the Company, any other member of the Board, or any third parties, as it deems, in its sole discretion, appropriate to carry out its responsibilities.
7. Self-Evaluation. At least annually, the Committee shall evaluate its own performance.