

Company no. 00128467

The Companies Act 2006

Private company limited by shares

Written resolution

of

COE Group Limited

27 October 2020 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of COE Group Limited (the "**Company**") propose that the resolution below is passed as a special resolution (the "**Special Resolution**").

Special Resolution:

1. That the capital of the Company be and is reduced by:
 - (a) cancelling 36,744,300 of the ordinary shares of £0.01 in the capital of the Company each of which is issued as fully paid;
 - (b) cancelling 108,763,200 of the deferred shares of £0.01 in the capital of the Company each of which is issued as fully paid; and
 - (c) cancelling the entire balance of the share premium account of the Company

Important:

Please read the notes at the end of this document before signifying your agreement to the Special Resolution.

The undersigned, being the person(s) entitled to vote on the Special Resolution on the Circulation Date hereby irrevocably agree to such Special Resolution.

Signed 
duly authorised signatory
for and on behalf of
Thruvision Group plc

Number of ordinary shares: 36,744,400
Number of deferred shares: 108,763,200

Date: 27 October 2020

