

PUBLIC OPENING POSITION DISCLOSURE BY A PARTY TO AN OFFER
Rules 8.1 and 8.2 of the Takeover Code (the "Code")

1. KEY INFORMATION

(a) Identity of the party to the offer making the disclosure:	COE Group plc
(b) Owner or controller of interests and short positions disclosed, if different from 1(a): <i>The naming of nominee or vehicle companies is insufficient</i>	n/a
(c) Name of offeror/offeree in relation to whose relevant securities this form relates: <i>Use a separate form for each party to the offer</i>	COE Group plc
(d) Is the party to the offer making the disclosure the offeror or the offeree?	Offeree
(e) Date position held:	30 July 2010
(f) Has the party previously disclosed, or is it today disclosing, under the Code in respect of any other party to this offer?	NO

2. POSITIONS OF THE PARTY TO THE OFFER MAKING THE DISCLOSURE

- (a) Interests and short positions in the relevant securities of the offeror or offeree to which the disclosure relates**

Class of relevant security:	Ordinary Shares of 1p each			
	Interests		Short positions	
	Number	%	Number	%
(1) Relevant securities owned and/or controlled:				
(2) Derivatives (other than options):				
(3) Options and agreements to purchase/sell:				
TOTAL:				

All interests and all short positions should be disclosed.

Details of any open derivative or option positions, or agreements to purchase or sell relevant securities, should be given on a Supplemental Form 8 (Open Positions).

Details of any securities borrowing and lending positions or financial collateral arrangements should be disclosed on a Supplemental Form 8 (SBL).

- (b) Rights to subscribe for new securities**

Class of relevant security in relation to which subscription right exists:	
Details, including nature of the rights concerned and relevant percentages:	

If there are positions or rights to subscribe to disclose in more than one class of relevant securities of the offeror or offeree named in 1(c), copy table 2(a) or (b) (as appropriate) for each additional class of relevant security.

(c) Irrevocable commitments and letters of intent

Details of any irrevocable commitments or letters of intent procured by the party to the offer making the disclosure or any person acting in concert with it (see Note 3 on Rule 2.11 of the Code):

3. POSITIONS OF PERSONS ACTING IN CONCERT WITH THE PARTY TO THE OFFER MAKING THE DISCLOSURE

Details of any interests, short positions and rights to subscribe of any person acting in concert with the party to the offer making the disclosure:

The Directors of the Company holds the following interests and rights to subscribe:

Alison Fielding (Chairman)

222,220 Ordinary Shares of 1p each (representing approximately 0.60% of the total issued share capital of COE Group plc);
551,166 options over ordinary shares of 1p each. The exercise price of each option is 9p and the options lapse on 15 December 2018.

Ian Jefferson (Chief Executive Officer)

222,220 Ordinary Shares of 1p each (representing approximately 0.60% of the total issued share capital of COE Group plc);
1,837,220 options over ordinary shares of 1p each. The exercise price of each option is 9p and the options lapse on 15 December 2018.

Mark Marriage (Technical Director)

81,300 Ordinary Shares of 1p each (representing approximately 0.22% of the total issued share capital of COE Group plc);
1,102,332 options over ordinary shares of 1p each. The exercise price of each option is 9p and the options lapse on 15 December 2018.
150,000 options over ordinary shares of 1p each. The exercise price of each option is 11p and the options lapse on 4 September 2016.
8,000 options over ordinary shares of 1p each. The exercise price of each option is 55p and the options lapse on 19 July 2014.

Anton Elsborg (Non Executive Director)

111,111 Ordinary Shares of 1p each (representing approximately 0.30% of the total issued share capital of COE Group plc);

IP2IPO Limited

13,574,849 Ordinary Shares of 1p each (representing approximately 36.94% of the total issued share capital of COE Group plc).

If there are positions or rights to subscribe to disclose in more than one class of relevant securities of the offeror or offeree named in 1(c), copy table 3 for each additional class of relevant security.

Details of any open derivative or option positions, or agreements to purchase or sell relevant securities, should be given on a Supplemental Form 8 (Open Positions).

Details of any securities borrowing and lending positions or financial collateral arrangements should be disclosed on a Supplemental Form 8 (SBL).

4. OTHER INFORMATION

(a) Indemnity and other dealing arrangements

Details of any indemnity or option arrangement, or any agreement or understanding, formal or informal, relating to relevant securities which may be an inducement to deal or refrain from dealing entered into by the party to the offer making the disclosure or any person acting in concert with it:

If there are no such agreements, arrangements or understandings, state "none"

None

(b) Agreements, arrangements or understandings relating to options or derivatives

Details of any agreement, arrangement or understanding, formal or informal, between the party to the offer making the disclosure, or any person acting in concert with it, and any other person relating to:

(i) the voting rights of any relevant securities under any option; or

(ii) the voting rights or future acquisition or disposal of any relevant securities to which any derivative is referenced:

If there are no such agreements, arrangements or understandings, state "none"

None

(c) Attachments

Are any Supplemental Forms attached?

Supplemental Form 8 (Open Positions)	NO
Supplemental Form 8 (SBL)	NO

Date of disclosure:	30 July 2010
Contact name:	Ian Jefferson
Telephone number:	0113 230 8800

Public disclosures under Rule 8 of the Code must be made to a Regulatory Information Service and must also be emailed to the Takeover Panel at monitoring@disclosure.org.uk. The Panel's Market Surveillance Unit is available for consultation in relation to the Code's dealing disclosure requirements on +44 (0)20 7638 0129.

The Code can be viewed on the Panel's website at www.thetakeoverpanel.org.uk.