

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are recommended to seek your own independent advice from an appropriately authorised independent financial adviser, stockbroker, solicitor, accountant or other professional. If you have sold or otherwise transferred all of your shares in Tolent PLC, please forward this document, together with the enclosed form of proxy, as soon as practicable to the purchaser or transferee, or to the stockbroker, bank or other person through whom the sale or transfer was effected, for delivery to the purchaser or transferee.

**Ravensworth House
5th Avenue Business Park
Team Valley
Gateshead
Tyne & Wear
NE11 0HF
Registered Number: 3819314**

11th September 2020

Dear Shareholder

Tolent PLC – Notice of General Meeting

A General Meeting (“GM”) of Tolent PLC (the “Company”) will be held at Ravensworth House, 5th Avenue Business Park, Team Valley, Gateshead, Tyne & Wear, NE11 0HF on Wednesday 30th September 2020 at 10.00am.

December 2019 Statutory Accounts

Please accept this letter as notification that the Company’s statutory accounts for the year ended December 2019 have now been published on the Company’s website at www.tolent.co.uk in the investor relations section. We would like to take this opportunity to thank those of you who have consented to receive this report via the Company’s website rather than in hard copy, as this will contribute to cost savings for the Company and will minimise unnecessary paper usage.

GM Resolutions

There are two resolutions to be considered and voted on by shareholders, both proposed as ordinary resolutions. This means that for each of those resolutions to be passed, more than half of the votes cast must be in favour of the resolution.

1. RESOLUTION 1 - Receipt of the 2019 Annual report and financial statements

The directors of the Company (the “**Directors**”) are required by company law to present the financial statements, the Directors’ report and the auditors’ report on the financial statements to the meeting.

2. RESOLUTION 2 - Re-appointment and remuneration of auditors

The Company is required at each general meeting at which financial statements are laid to appoint auditors who will remain in office until the next general meeting at which financial statements are laid. Grant Thornton UK LLP have expressed their willingness to continue in office for a further year. The shareholders are also asked to authorise the board to fix the auditors’ remuneration.

Action to be taken

Shareholders are invited to complete and sign the enclosed form of proxy in accordance with the instructions thereon and return it to the Company Secretary at the company’s registered office at Ravensworth House, 5th Avenue Business Park, Team Valley, Gateshead, Tyne and Wear, NE11 0HF as soon as possible and, in any event, so as to be received no later than 48 hours before the holding of the GM. The return of a completed form of proxy will not prevent you from attending the GM and voting in person if you so wish and are able to do so. If you or your proxy do plan to attend the meeting in person please let us know in advance in order to allow appropriate social distancing measures to be catered for.

The Notice of General Meeting and the General Meeting Proxy Form are available on the Company’s website at www.tolent.co.uk in the investor relations section.

Recommendation

The Directors consider that all of the resolutions proposed at the GM are in the best interests of the Company and its Shareholders as a whole and they unanimously recommend that you vote in favour of the resolutions, as the Directors intend to do so in respect of their own beneficial shareholdings. If you would like to comment on any issue arising from the annual report or these resolutions, please do not hesitate to contact me.



Yours sincerely

Andrew Clark

Director and Company Secretary

11th September 2020

Company Number: 3819314

TOLENT PLC (the "Company")

Notice of General Meeting

NOTICE IS HEREBY GIVEN that a General Meeting of the Company will be held at Ravensworth House, 5th Avenue Business Park, Team Valley, Gateshead, Tyne & Wear, NE11 0HF on Wednesday 30th September 2020 at 10.00am to consider the following business:

Resolution 1:

To receive and adopt the Company's financial statements for the year ended 31 December 2019 together with the reports of the Directors and Auditors thereon.

Resolution 2:

To re-appoint Grant Thornton UK LLP as Auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and to authorise the Board to fix their remuneration.

BY ORDER OF THE BOARD



Andy Clark

Director and Company Secretary

11th September 2020

NOTES:

1. As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company.
2. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share.
3. If you wish to appoint a proxy, please complete the proxy form circulated with this notice in accordance with the procedures and notes contained therein.

Registered office: Ravensworth House, 5th Avenue Business Park, Team Valley, Gateshead, NE11