

FORM OF SHAREHOLDERS DEED OF RELEASE

DEED POLL

THIS DEED POLL is made on [] 2020

BY

BRICKABILITY GROUP PLC (registered number 11123804) whose registered office is at South Road, Bridgend Industrial Estate, Bridgend CF31 3XG (the Company) in favour of the Recipient Shareholders (as defined below).

WHEREAS:

- (A) As explained in the Notice of Annual General Meeting addressed to the shareholders of the Company dated 4 September 2020 that is appended to this deed poll (the AGM Notice), the board of directors of the Company has become aware of a technical issue in respect of the Company's procedures for the payment of the interim dividend of 0.8678 pence per ordinary share of £0.01 each in the capital of the Company, paid in December 2019 (the Interim Dividend).
- (B) The Company has been advised that, as a consequence of the Interim Dividend having been made otherwise than in accordance with the Companies Act 2006, it may have claims against past and present shareholders who appeared on the register of shareholders on 6 December 2019, being the record date for the Interim Dividend and who were recipients of the Interim Dividend, (or their personal representatives (and their successors in title) if they are deceased) (the Recipient Shareholders).
- (C) Pursuant to Resolution 16 set out in the AGM Notice and duly passed by the Company's shareholders at an annual general meeting on 29 September 2020, the Company proposes to waive and release any and all claims which it has or may have in respect of the Interim Dividend against the Recipient Shareholders and wishes to enter into this deed poll in favour of the Recipient Shareholders in order to effect the same.

THIS DEED POLL WITNESSES as follows:

1. RELEASE

The Company unconditionally and irrevocably:

- (a) confirms that in respect of the payment of the Interim Dividend paid to its current and former shareholders, the appropriation of its distributable profits (as shown in its audited accounts for the financial year ended 31 March 2020) to such payment be and are hereby ratified and confirmed;
- (b) waives and releases each of the Recipient Shareholders from any and all liability that any such Recipient Shareholder has or may have to the Company, and all claims and demands which it may have in respect of the payment of the Interim Dividend or any part of the Interim Dividend against such Recipient Shareholders, be and are hereby waived and released (the "Release");
- (c) confirms that any distribution involved in the giving of the Release in relation to the Interim Dividend or any part thereof be made out of the profits appropriated to the Interim Dividend pursuant to paragraph 1(a) above by reference to a record date identical to the record date for the Interim Dividend.

2. THIRD PARTY RIGHTS

The classes of persons identified in this Deed shall be entitled to rely upon and enforce the provisions of this Deed.

3. GOVERNING LAW

This deed poll is governed by English law. Any non-contractual obligations arising out of or in connection with this deed poll shall be governed by English law.

4. ENFORCEMENT

The courts of England and Wales have exclusive jurisdiction to settle any dispute arising out of or in connection with this Deed (including a dispute relating to the existence, validity or termination of this Deed or any non-contractual obligation arising out of or in connection with this Deed).

IN WITNESS of which this deed poll has been executed and has been delivered on the date which appears first on page 1.

EXECUTED as a deed poll by

BRICKABILITY GROUP PLC Director

acting by(a director)

in the presence of:

Witness's Signature

Name:

Address:

.....