



CRH plc
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15th January 2021

Notice of Extraordinary General Meeting

Dear Shareholder,

An extraordinary general meeting ("EGM") of the Company will be held at Stonemason's Way, Dublin 16, Ireland on Tuesday, 9th February 2021 at 11.00 a.m. in order for shareholders to consider, and if deemed appropriate, approve the migration of CRH's Ordinary and Preference shares held electronically in the UK-based CREST settlement system to Euroclear Bank on **15th March 2021**.

There will be no immediate impact on shareholdings which are held in the form of share certificates.

As a result of the withdrawal of the UK from the EU, the CREST settlement system will soon no longer be able to provide settlement services to Irish incorporated listed companies. Approval of the resolutions is, therefore, necessary to ensure the Company's shares can continue to be traded on the London Stock Exchange and Euronext Dublin and remain eligible for continued admission to trading and listing on those exchanges.

In addition to seeking approval for the Migration, authority is being sought from shareholders to approve the simplification of CRH's share capital by the surrender and cancellation of the Income Shares.

A copy of the Notice convening the EGM is enclosed, together with a Form of Proxy for use in connection with the resolutions to be proposed at the EGM.

A detailed Shareholder circular (the "Circular") is available on the Company's website, www.crh.com/investors/shareholder-centre, together with copies of the Articles of Association showing proposed changes and various other documents relevant to the Migration. Your attention is drawn to the letter from the Chairman of the Company (set out on pages 4 to 22 of the Circular), which contains the recommendation of the Board to Shareholders to vote in favour of the Resolutions to be proposed at the EGM. You should read this Circular in its entirety and consider whether or not to vote in favour of the Resolutions in light of the information contained in this Circular.

EGM Arrangements:

The well-being of Shareholders and our people is a primary concern for the Board and we are closely monitoring the COVID-19 situation and any advice by the Government of Ireland in relation to the pandemic. We will take all recommendations and applicable law into account in the arrangements for the holding of the Extraordinary General Meeting. If the current (or similarly more extensive) restrictions relating to COVID-19 are in force at the time of the Extraordinary General Meeting, the Company will be required to hold the EGM as a closed meeting (i.e. not generally open to the public). For this reason, the CRH Board encourages all shareholders to vote by proxy by appointing the chairman of the meeting as their proxy to vote on their behalf.

Continued shareholder engagement remains important to the CRH Board and, accordingly, a live audio-cast of the EGM will be made available to shareholders, who will also have the facility to submit questions remotely.

Detailed instructions on proxy voting and how to access the audio-cast are set out in the enclosed Notice convening the EGM.

Shareholders should monitor the Company's website, www.crh.com/investors/shareholder-centre, for any update announcements regarding the EGM in the context of the evolving COVID-19 situation.

Neil Colgan
Company Secretary

Registered in Dublin: No 12965. **Registered Office:** 42 Fitzwilliam Square, Dublin 2, D02 R279, Ireland

Directors: R. Boucher *Chairman*, A. Manifold *Chief Executive*, R. Fearon, *United States*, J. Karlström *Swedish*, S. Kelly *United States*, L. McKay *United States*, H.A. McSharry, S. Murphy, G.L. Platt *Canadian*, M.K. Rhinehart *United States*, L.J. Riches *British*, S. Talbot **Company Secretary**: N. Colgan