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**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 personal financial advice from your stockbroker, bank manager, solicitor, accountant or other independent professional adviser (being, in the case of shareholders in Ireland, an organisation or firm authorised or exempted pursuant to the Investment Intermediaries Act, 1995 or the European Communities (Markets in Financial Instruments Directive) Regulations 2017 (as amended) and, in the case of shareholders in the United Kingdom, an adviser authorised pursuant to the UK Financial Services and Markets Act 2000) immediately.

If you have sold or transferred all of your registered holding of 5% Cumulative Preference Shares in CRH plc, please forward this document and the accompanying Proxy Form to the purchaser or transferee or to the stockbroker, bank or other agent through or by whom the sale or transfer was effected, for delivery to the purchaser or transferee.

A Proxy Form for use in connection with the Resolution to be proposed at the Meeting is enclosed. To be valid, Proxy Forms must be received by the Company's Registrar, Computershare Investor Services Limited by not later than 10:30 a.m. on May 19, 2026. The methods by which valid Proxy Forms can be delivered are set out in the notes to this Notice of the Scheme Meeting.

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**CRH plc**

**NOTICE OF SCHEME MEETING**

**OF**

**5% CUMULATIVE PREFERENCE SHARES**

**to be held at Arthur Cox LLP, Ten Earlsfort Terrace, Dublin 2, D02 T380, Ireland on Thursday, May 21, 2026 at 10:30 a.m., or if later, immediately after the conclusion or adjournment of the scheme meeting of the holders of the 7% "A" Cumulative Preference Shares scheduled to be held at the same location on the same date at 10:00 a.m.**

**NOTICE OF SCHEME MEETING OF THE 5% PREFERENCE SHAREHOLDERS**

**OF**

**CRH PUBLIC LIMITED COMPANY**

**CONVENED PURSUANT TO THE AUTHORITY OF THE BOARD OF DIRECTORS OF  
CRH PUBLIC LIMITED COMPANY**

**UNDER SECTION 450(1) OF THE COMPANIES ACT 2014**

**NOTICE IS HEREBY GIVEN** that, by resolution of a committee of directors acting pursuant to the authority of the Board of Directors of CRH plc (the “**Board**”) and pursuant to Section 450(1) of the Companies Act 2014 (the “**Companies Act**”), a meeting of the holders of the 5% Preference Share Scheme Shares (as defined in the proposed scheme of arrangement that is included in the circular of which this Notice forms part) (the “**Scheme Meeting**”) has been convened for the purpose of considering and, if thought fit, approving: (i) a resolution to approve (with or without modification) a scheme of arrangement pursuant to Chapter 1 of Part 9 of the Companies Act proposed to be made between CRH and the holders of the 5% Preference Share Scheme Shares (the “**Scheme**” or “**Scheme of Arrangement**”); and (ii) any motion by the chair of the Scheme Meeting (the “**Chair**”) to adjourn the Scheme Meeting, or any adjournments thereof, to another time and place if necessary or appropriate to solicit additional proxies if there are insufficient votes at the time of the Scheme Meeting to approve the Scheme, and that such Scheme Meeting will be held at the offices of Arthur Cox LLP at Ten Earlsfort Terrace, Dublin 2, D02 T380, Ireland on May 21, 2026, commencing at 10:30 a.m. (Irish time) (or if later, immediately after the conclusion or adjournment of the scheme meeting of the holders of the 7% “A” Cumulative Preference Shares scheduled to be held at the same location on the same date at 10:00 a.m.), at which place and time all holders of the 5% Preference Share Scheme Shares are invited to attend. The resolution to approve the Scheme shall be in the following terms:

*“THAT the Scheme in its original form or with or subject to any modification(s), addition(s) or condition(s) approved or imposed by the Irish High Court be agreed to.”*

**NOTES:**

1. A copy of the Scheme of Arrangement and a copy of the explanatory statement required to be furnished pursuant to Section 452 of the Companies Act (the “**Explanatory Statement**”) are included in the accompanying 5% Preference Share Circular sent to 5% Preference Shareholders dated March 27, 2026, of which this Notice forms part. Capitalised terms, where not defined in this Notice, shall have the same meaning in this Notice as they have in the circular of which this Notice forms part.
2. Subject to, amongst other matters, the approval of the resolution to approve the Scheme proposed at the meeting convened by this Notice, and resolutions 8 to 11 to be proposed at the AGM convened for May 7, 2026, the prior satisfaction of the other Conditions to the completion of the Scheme (other than those Conditions which by their nature cannot be satisfied prior to the hearing by the Irish High Court of the application to sanction the Scheme) and the availability of the Irish High Court, the application to the Irish High Court to sanction the Scheme is anticipated to be heard before the end of July, 2026.
3. The Scheme will be subject to the subsequent sanction of the Irish High Court.
4. The CRH Board has appointed Mr. Richie Boucher, or, in his absence, such director or officer of CRH or the company secretary as the Board (or any committee thereof) may determine to act as Chair of the Scheme Meeting and has directed that such Chair report the result of the Scheme Meeting to the Irish High Court.

5. The resolution at the Scheme Meeting shall be decided on a poll. Every holder of a 5% Preference Share as of the Voting Record Time will have one vote for every 5% Preference Share carrying voting rights of which he, she or it is the holder. To be passed, the resolution to approve the Scheme requires the approval of 5% Preference Shareholders representing at least 75 per cent in value of the 5% Preference Shares held by such holders at the Voting Record Time (being 7:00 p.m. (Irish time) on May 17, 2026) voting in person or by proxy. The quorum for the Scheme Meeting shall be at least two 5% Preference Shareholders holding or representing by proxy at least one-third in nominal value of the 5% Preference Shares.
6. Any 5% Preference Shareholder entitled to attend, speak, ask questions and vote at the Scheme Meeting is entitled to appoint a proxy to attend, speak, ask questions and vote on their behalf. A proxy need not be a member of the Company. A 5% Preference Shareholder may appoint the Chair or any other person, who need not be a member(s) of CRH, as a proxy, by electronic means or in writing, to attend, speak and vote instead of him/her and to vote some or all of their 5% Preference Shares. Appointment of a proxy does not preclude members from attending, speaking and asking questions at the Scheme Meeting should they subsequently wish to do so. Please note that proxies may be required to provide identification to attend the Scheme Meeting.
7. The process for appointing a proxy and/or voting in connection with the resolutions to be proposed at the Scheme Meeting depends on the manner in which you hold your 5% Preference Shares.
8. A 5% Preference Shareholder may appoint more than one proxy to attend on the same occasion in respect of separate preference share(s) held by him or her. A 5% Preference Shareholder acting as an intermediary on behalf of one or more clients may grant a proxy to each of its clients or their nominees and such intermediary may cast votes attaching to some of the shares differently from other shares held by it. If a 5% Preference Shareholder wishes to appoint more than one proxy, please contact the Company's Registrar, Computershare Investor Services (Ireland) Limited at 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland or telephone 353 (1) 6968467.
9. Holders of CREST Depository Interests ("CDIs") through the CREST system ("CREST") ("CDI Holders") and/or investors who hold their interests in 5% Preference Shares through a participant account in the securities settlement system operated by Euroclear Bank SA/NV ("Euroclear Bank") (the "EB System") ("EB Participants") wishing to attend, speak, ask questions and vote at the Scheme Meeting must arrange to have themselves appointed as their own proxy as explained in Notes 15 to 19 below.
10. For 5% Preference Shareholders whose name appears on the Register of Members of CRH (i.e. those who hold their 5% Preference Shares directly on the Register of Members and who therefore do not hold their interests in 5% Preference Shares through the EB System or as CDIs through the CREST system), you may appoint a proxy by completing the enclosed Form of Proxy. To be valid, Forms of Proxy must be delivered in writing, together with any power of attorney or other authority under which it is signed or a certified copy thereof to the Company's Registrar, Computershare Investor Services (Ireland) Limited, P.O. Box 13030, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland, to be received no later than **10:30 a.m. (Irish time) (Dublin) on May 19, 2026**. A proxy is not required to be a shareholder of the Company.
11. 5% Preference Shareholders who wish to submit proxies by electronic means may do so by no later than **10:30am (Irish time) (Dublin) on May 19, 2026** by visiting [www.eproxyappointment.com](http://www.eproxyappointment.com) or scanning the QR code and following the instructions on their Form of Proxy.

12. 5% Preference Shareholders who do not receive a Form of Proxy by post, and/or who wish to be sent paper copies of documents relating to the Scheme Meeting, should contact the Company's Registrar, Computershare Investor Services (Ireland) Limited (+353 (1) 6968467).
13. In the case of Joint Holders, the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other Joint Holder(s) and, for this purpose, seniority will be determined by the order in which the names stand on the Register of Members in respect of the joint holding.
14. The record date for the Scheme Meeting shall be 7:00 p.m. (Irish time) on Sunday, May 17, 2026. A person shall be entered on the Register of Members by such record date in order to exercise the right of a member to participate and vote at the Scheme Meeting and any change to an entry on the Register of Members after the record date shall be disregarded in determining the right of any person to attend and vote at the Scheme Meeting.
15. In respect of CDI Holders, Euroclear UK & Ireland Limited ("EUI"), the operator of CREST has arranged for voting instructions relating to CDIs held in CREST to be received via Broadridge. Further details on this service are set out on the 'All you need to know about SRD II in Euroclear UK & Ireland' webpage of the Euroclear Bank website ([www.euroclear.com](http://www.euroclear.com)) which is accessible to CREST participants (see section CREST International Service – Proxy voting). CDI Holders will be required to use the EUI proxy voting service facilitated by the Broadridge Global Proxy Voting service in order to receive meeting announcements and send back voting instructions, as required. To facilitate client set up, CDI Holders who wish to participate in the proxy voting service, will need to complete a Meetings and Voting Client Set-up Form (CRT408), a copy of which is available on the Euroclear Bank website ([www.euroclear.com](http://www.euroclear.com)) which is accessible to CREST participants. Completed application forms should be returned to EUI by an authorised signatory with another relevant authorised signatory copied in for verification purposes using the following email address: [uk-membership@euroclear.com](mailto:uk-membership@euroclear.com). Fully completed and returned application forms will be shared with Broadridge by EUI. This will enable Broadridge to contact a shareholder and share further detailed information on the service offering and initiate the process for granting their access to the Broadridge platform.
16. Please note that all expected times and dates referenced in the notes to this Notice are indicative only. CDI Holders should please consult with their stockbroker or other intermediary to confirm voting instruction deadlines. Once CDI Holders have access to the Broadridge platform, they can complete and submit proxy appointments (including voting instructions) electronically. Broadridge will process and deliver proxy voting instructions received from CDI Holders by the Broadridge voting deadline date to Euroclear Bank by its cut-off and to agreed market requirements. Alternatively, a CDI Holder can send a third-party proxy voting instruction through the Broadridge platform in order to appoint a third party (who may be a corporate representative or the CDI Holder themselves) to attend and vote at the meeting the number of 5% Preference Shares specified in the proxy instruction (subject to the Broadridge voting deadline). There is no facility to offer a letter of representation/appoint a corporate representative other than through the submission of third-party proxy appointment instructions through Broadridge. Broadridge's voting deadline is expected to be two business days prior to Euroclear Bank's voting instruction deadline as set out below. As stated above, CDI Holders should please consult with their stockbroker to confirm any relative Broadridge deadlines. Notwithstanding that the Broadridge voting deadline is expected to occur on May 15, 2026, as the CDI voting deadline is expected to be before the Voting Record Time, CDI holders that want to appoint and instruct the Chair of the Scheme Meeting as their proxy and vote on their behalf at the Scheme Meeting may need to make additional arrangements to send a TTE (transfer to-escrow) instruction to an EUI escrow account. If required, it is envisaged that the securities will be released from escrow, as soon as practicably possible, on the business day following the Voting Record Time for the Scheme Meeting, unless otherwise specified by

Broadridge. TTE instructions are read in conjunction with the voting instructions formally lodged and on their own do not constitute voting instructions. CDI Holders should pay close attention to any notices specifically relating to this Scheme Meeting and are strongly encouraged to familiarise themselves with Broadridge's new arrangements, including the new voting deadlines and procedures and to take any further actions required by Broadridge before they can avail of the Broadridge voting service as soon as possible. CDI holders are additionally advised that any purchases which are expected to settle after the Broadridge voting deadline and before the Voting Record Time will be settled on the basis that the purchaser may be unable to exercise any underlying voting or attendance rights. Broadridge will use best endeavours to accept late votes, changes and cancellations from a CDI Holder after the voting deadline but there is no guarantee that these will be processed within the requisite timeframes.

17. EB Participants can submit proxy appointments (including voting instructions) electronically in the manner described in the document issued by Euroclear Bank entitled 'Euroclear Bank as issuer CSD for Irish corporate securities' and available on the Euroclear Bank website ([www.euroclear.com](http://www.euroclear.com)).
18. EB Participants can either send electronic voting instructions to instruct Euroclear Nominees to either itself, or by appointing the Chair of the Scheme Meeting as a proxy to:
  - vote in favour of all or a specific resolution(s);
  - vote against all or a specific resolution(s);
  - abstain in respect of all or a specific resolution(s);
  - give a discretionary vote to the Chair of the Scheme Meeting for all or a specific resolution(s); and/or
  - give a proxy voting instruction to appoint a third party (other than Euroclear Nominees or the Chair of the Scheme Meeting), who may be a corporate representative or the EB Participant themselves, to attend the meeting and vote the number of 5% Preference Shares specified in the proxy voting instruction by providing Euroclear Bank with the proxy details as requested in its notification (e.g. proxy first name, proxy last name, proxy address).

There is no facility to offer a letter of representation or to appoint a corporate representative other than through submission of third party proxy appointment instructions.

19. Euroclear Bank's voting instruction deadline is expected to be 9:30 a.m. (Irish time) on May 19, 2026. Voting instructions cannot be changed or cancelled after Euroclear Bank's voting deadline.
20. During the Scheme Meeting, should 5% Preference Shareholders (or their duly appointed proxies) attend in person, they may not use cameras, smart phones or other audio, video or electronic recording devices, unless expressly authorised by the Chair.

**YOUR VOTE IS IMPORTANT. IT IS IMPORTANT THAT AS MANY VOTES AS POSSIBLE ARE CAST AT THE SCHEME MEETING (WHETHER IN PERSON OR BY PROXY) SO THAT THE IRISH HIGH COURT CAN BE SATISFIED THAT THERE IS A FAIR AND REASONABLE REPRESENTATION OF 5% PREFERENCE SHAREHOLDERS IN THE COURT'S OPINION. TO ENSURE YOUR REPRESENTATION AT THE SCHEME MEETING, YOU ARE REQUESTED TO COMPLETE, SIGN, DATE AND RETURN THE ENCLOSED FORM OF PROXY FOR THE SCHEME MEETING AS PROMPTLY AS POSSIBLE IN THE MANNER PROVIDED ABOVE. IF YOU ATTEND THE SCHEME MEETING, YOU MAY VOTE EVEN IF YOU HAVE RETURNED A COMPLETED FORM OF PROXY, BUT YOUR VOTE AT THE SCHEME MEETING WILL SUPERSEDE YOUR PREVIOUSLY SUBMITTED PROXY.**

By order pursuant to the authority of the Board of Directors of CRH plc pursuant to Section 450(1) of the Companies Act.

Neil Colgan  
*Company Secretary*

CRH plc  
42 Fitzwilliam Square  
Dublin 2  
D023 R279  
Ireland

Dated: March 27, 2026