



# FAQs for shareholders holding 5% Preference Shares and/or 7% Preference Shares in connection with the LSE Delisting and Preference Shares Cancellations

## SECTION 1: GENERAL

Capitalised terms used in this FAQ document shall have the meaning ascribed to such terms in the Notice of AGM and Proxy Statement 2026 (the "Proxy Statement"), available on the Company's website (Shareholder Center - CRH).

### 1. How do I know if my holding in CRH plc is in the form of Preference Shares

'Preference Shareholders' refers to persons who hold CRH's 5% Preference Shares and/or 7% Preference Shares. This is distinct and separate from a holding of CRH's Ordinary Shares.

You can hold Preference Shares in two ways:

- (i) directly as a registered shareholder, with your name being listed on CRH's Register of Members, and with your holding being evidenced in documentary form, (for example, by a dividend voucher issued to you by Computershare, or by a Statement of Holding issued to you by Computershare on request), and your dividends being paid to you by Computershare. Documentation received by you from Computershare will indicate which class of Preference Share you own; or
- (ii) indirectly through a broker, custodian or nominee, holding as a Euroclear Bank participant (i.e. a participant in the Euroclear Bank clearing system used for the preference shares), and with your dividends being paid to you by your broker, custodian or nominee.

You should contact your broker, custodian, nominee, or your financial adviser, if you are unsure if you own Preference Shares.

### 2. What changes are happening to the Preference Shares?

Following a review of CRH's London Stock Exchange ('LSE') listings and preference share capital structure, the Board has determined that it is in the best interests of the Company and shareholders:

- (i) to delist the 7% Preference Shares from the LSE and to seek shareholder approval for the 7% Preferences Shares to be cancelled; and
- (ii) to seek shareholder approval for the 5% Preference Shares to be cancelled and for the 5% Preference Shares to be delisted from Euronext Growth Dublin ('EGD') in connection with such cancellation.

The cancellation of the Preference Shares, if approved by shareholders, will be carried out by way of court-approved schemes of arrangement. See Section 3 below for further information. The delisting of the 7% Preference Shares from the LSE does not require shareholder approval. The delisting of the 5% Preference Shares from EGD will occur if shareholder and court approval for the cancellation of the 5% Preference Shares is obtained.

## SECTION 2: THE 7% PREFERENCE SHARE DELISTING

### 1. What is the LSE Delisting?

CRH has announced that it has applied for the cancellation of the listing of its 7% Preference Shares on the Official List of the FCA, and the cancellation of the admission to trading of those shares on the main market for listed securities of the LSE. This will take effect at the same time as the equivalent delisting of CRH's Ordinary Shares from the LSE (collectively with the delisting of the 7% Preference Shares, the 'LSE Delisting').

In practice, this means that, following the LSE Delisting, it will no longer be possible to trade 7% Preference Shares on the LSE, or on any other stock exchange. As discussed further below in Section 3, there will be an opportunity for holders of the 7% Preference Shares to convert their preference shares into cash at a premium price pursuant to the proposed cancellation of the 7% Preference Shares.

The delisting of the 7% Preference Shares is independent of the proposal to cancel the 7% Preference Shares, and will occur whether or not the cancellation of the 7% Preference Shares becomes effective.

This FAQ document has been prepared for shareholders holding Preference Shares in connection with the LSE Delisting, and the cancellation of the Preference Shares. A separate FAQ document for shareholders holding Ordinary Shares in connection with the LSE Delisting is available at <https://www.crh.com/investors/ordinary-shareholders/>.

### 2. When will the LSE Delisting take effect?

It is expected that the LSE Delisting will become effective from 8:00 a.m. (UK time) on April 20, 2026, such that the last day of trading of 7% Preference Shares on the LSE will be April 17, 2026.

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**3. Why is CRH implementing the LSE Delisting?**

As part of the review of its listing structure, CRH carefully considered, amongst other things, the level of trading activity for its ordinary shares on the LSE as well as the additional cost, and regulatory and administrative obligations arising from retaining the LSE listing and concluded that it is in the best interests of the Company and its shareholders to proceed with the LSE Delisting.

**4. If the cancellation of the 7% Preference Shares is not approved after the delisting of the 7% Preference Shares becomes effective, will the 7% Preference Shares be listed on another exchange?**

If the proposed cancellation of the 7% Preference Shares does not become effective, the Board does not intend to apply for a listing of the 7% Preference Shares on another stock exchange. Consequently, it will only be possible to sell or transfer 7% Preference Shares in an off-market transaction following the LSE Delisting. You should contact your financial adviser for further information in relation to off-market transactions.

**5. Why is CRH delisting the 7% Preference Shares from the LSE, irrespective of the outcome of the proposal to cancel the 7% Preference Shares, whereas the 5% Preference Shares will only be delisted if the cancellation of the 5% Preference Shares becomes effective?**

The 7% Preference Shares are being delisted from the LSE as CRH has determined to cancel all of its listings on the LSE, regardless of whether the cancellation of the 7% Preference Shares becomes effective. No shareholder approval is required in connection with the LSE Delisting.

The delisting of the 5% Preference Shares from EGD will only occur if the cancellation of the 5% Preference Shares becomes effective, as shareholder approval is required for the delisting. The shareholder approval for the delisting from EGD is being sought as part of the approval of the scheme to cancel the 5% Preference Shares.

**6. Can I vote on the LSE Delisting at the 2026 AGM?**

No shareholder approval is required for the LSE Delisting under the UK Listing Rules. Following a period of consultation, the Board has determined that the LSE Delisting is in the best interests of the Company and shareholders. Please refer to Questions 2 and 3 for more information.

**7. Will the LSE Delisting impact how I receive my dividends?**

No, the LSE Delisting will not impact how you receive your dividends. You will receive your dividends in the same way you normally do. However, please refer to Question 10 in Section 3 in relation to how the cancellation of the 7% Preference Shares will impact dividend payments.

**8. Can I continue to hold my 7% Preference Shares indirectly through a broker, custodian, nominee or other intermediary in the EB System following the delisting of the 7% Preference Shares from the LSE?**

Whether you may continue to hold your 7% Preference Shares through a broker, custodian, nominee or other intermediary in the same manner as you currently hold your 7% Preference Shares will be dependent on whether the intermediaries (brokers, custodians and nominees) will continue to support holdings through the securities settlement system operated by Euroclear Bank following the LSE Delisting. You should contact the intermediary through which you hold your 7% Preference Shares for further information. Please refer to Section 3 for further information on this.

**SECTION 3: THE PREFERENCE SHARE CANCELLATIONS AND DELISTING OF THE 5% PREFERENCE SHARES**

**1. What are the Preference Share Cancellations?**

In addition to the delisting of the 7% Preference Shares from the LSE, CRH is also proposing to cancel the 5% Preference Shares and the 7% Preference Shares in exchange for a premium cash consideration payment. Further details regarding the terms of the cancellations of the Preference Shares are set out on pages 31 to 38 of the Proxy Statement.

**2. What will happen as a result of the Preference Share Cancellations?**

If any of the proposed cancellations of the Preference Shares become effective, the applicable class of Preference Shares will be cancelled and extinguished and will cease to exist, and the holders of such Preference Shares will receive cash consideration in exchange for such cancellation (as detailed further in Question 5 below).

**3. Why are the Preference Shares being cancelled?**

The Board believes that the proposed cancellations, if implemented, would result in a number of benefits for CRH and its shareholders, including reducing certain administrative obligations and streamlining applicable regulatory requirements, while providing an opportunity to the preference shareholders to monetize their holdings.

**4. When are the cancellations of the Preference Shares expected to become effective?**

The cancellations of the Preference Shares are expected to be completed in mid-2026, subject to obtaining the required shareholder and court approvals. No assurance can be provided as to when or if the cancellations will be completed.

**5. If the cancellations of the Preference Shares are approved, when will I receive the consideration for the cancellation of my Preference Shares?**

Preference Shareholders will receive a premium cash consideration payment within 14 days of the cancellation of a class of Preference Shares becoming effective. The payment will be made in the same manner as dividend payments are typically made, unless Preference Shareholders provide written instructions to the Company's Registrar, Computershare, by the applicable scheme record time (being 11:59 p.m. (Dublin) on the last business day before the applicable scheme becomes effective), revoking any existing mandates in place and providing updated mandate instructions.

**6. How has the consideration payment for the cancellation of the preference shares been calculated?**

The proposed cancellations would be in exchange for a cash payment of an amount equal to 40 times the annual dividend per preference share. This amount has been calculated by capitalizing the annual dividend payable at a rate of 2.5156%, approximately 100bps below the yield on a 30-year German bond (the "Bund") as at March 12, 2026. This is calculated by dividing the annual dividend per share by a rate of 2.5156%. The payments would be €2.54 per share in respect of the 5% Preference Shares, representing 200 per cent of nominal value, and €3.556 per share in respect of the 7% Preference Shares, representing 280 per cent of nominal value, with both classes having a nominal value of €1.27.

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**7. When and where will the AGM and scheme meetings be held?**

Please refer to pages 32 and 84 of the Proxy Statement for further details of the time, date and location of the AGM and Preference Share scheme meetings. Please also refer to Questions 9 and 13 in relation to who can vote at the meetings.

**8. Why are Preference Shareholders being asked to vote at a Scheme Meeting?**

It is proposed that the cancellation of the Preference Shares will be carried out by way of two separate schemes of arrangement under Irish law. Irish law requires that three separate shareholders meetings are held in connection with the cancellations, the two Scheme Meetings and the AGM, to approve resolutions in connection with the cancellation of the Preference Shares.

The Board have convened (i) a scheme meeting of the 5% Preference Shareholders to obtain their approval of the scheme of arrangement regarding the cancellation of the 5% Preference Shares (including the delisting from EGD), and (ii) a scheme meeting of the 7% Preference Shareholders to obtain their approval of the scheme of arrangement regarding the cancellation of the 7% Preference Shares.

It will not be possible to complete the cancellation of any class of Preference Shares unless the requisite shareholder approvals have been obtained at the applicable Scheme Meetings, and at the AGM. Approval of the Irish High Court is also required in respect of the cancellation of each class of Preference Shares.

If you are a Preference Shareholder, you will receive a notice of scheme meeting, an explanatory statement in relation to the resolutions proposed, the terms of the Scheme, and a proxy card allowing you to cast your vote in respect of the resolution proposed at the Scheme Meeting. At the respective Scheme Meetings, the Preference Shareholders will be asked to vote on, and if they see fit approve, the cancellation of the applicable class of Preference Shares.

If the relevant shareholder approvals are obtained in relation to the cancellation of the Preference Shares, CRH will apply to the Irish High Court to sanction one or both of the schemes of arrangements (as applicable).

**9. Can Preference Shareholders vote at the AGM?**

7% Preference Shareholders are entitled to vote in respect of a capital reduction of the Company and will therefore be entitled to vote on Proposal 9 at the AGM, with the ordinary shareholders, which relates to the reduction to the Company's capital in connection with the cancellation of any class of Preference Shares. 7% Preference Shareholders will not have the right to vote on any other resolutions at the AGM. 5% Preference Shareholders do not have the right to vote on any of the resolutions proposed at the AGM.

**10. What will happen to any dividends at the time the Preference Shares Cancellations take effect?**

Nothing will happen in respect of any dividend rights or entitlements at the time the cancellations of the Preference Shares take place. There is no separate entitlement or payment in respect of any dividend unpaid or otherwise accrued up to and including the time at which the applicable cancellation becomes effective. The cash consideration payment that is being paid to Preference Shareholders in connection with the cancellation of the Preference Shares comprises the entire amount payable in respect of the cancellation of the Preference Shares.

**11. What are the tax implications for me if my Preference Shares are cancelled pursuant to the proposed cancellations?**

In general, Preference Shareholders who are resident in Ireland (or those who are ordinarily resident in Ireland or have used their shares in connection with a trade carried on in Ireland through a branch or agency) should generally be subject to Irish capital gains tax ("Irish CGT") or Irish corporation tax at a rate of 33% on any chargeable gain arising on the disposal of their Preference Shares pursuant to the cancellations. This is subject to any available exemptions and reliefs.

Preference Shareholders who are not resident in Ireland should not generally be subject to Irish CGT or Irish corporation tax on chargeable gains on the disposal of their Preference Shares pursuant to the cancellations.

The cash payment that is being paid to Preference Shareholders in connection with the cancellations should not be subject to Irish dividend withholding tax. Further, Preference Shareholders should not be chargeable to Irish stamp duty on the disposal of their Preference Shares pursuant to the cancellations of the Preference Shares.

You should consult your own tax advisor regarding the tax consequences of the Cancellation in your particular circumstances. Please refer to pages 31 to 34 of the Proxy Statement for further information.

**12. What will happen if the proposed Preference Share cancellations do not complete?**

If the proposed cancellations of the Preference Shares are not approved at the AGM, and/or by the applicable Preference Shareholders at the Scheme Meetings, the Company will not be able to implement the proposed cancellations, no payment of consideration for the cancellation will be made to Preference Shareholders and the Preference Shareholders will continue to hold the Preference Shares in the same manner as they currently do today, save that the 7% Preference Shares will no longer be listed on the LSE as a result of the LSE Delisting.

**13. Who can attend and vote at the Scheme Meetings?**

The record date for the Scheme Meetings is 7.00 p.m. (Irish time) on Sunday, May 17, 2026.

**Registered Preference Shareholders**

If you hold your Preference Shares directly on the CRH register of members and you are listed on CRH's register of members at the record date, you are entitled to receive notice of, attend, speak, and vote at the applicable Scheme Meeting and any adjournments thereof.

Such registered holders may appoint a proxy by completing the Form of Proxy in accordance with the instructions printed thereon in connection with the cancellation of the applicable class of Preference Shares. To be valid, the Forms of Proxy must be delivered to the Registrar by post no later than 48 hours prior to the meeting (i.e. 10.00 a.m. (Irish Time) on May 19, 2026, for the Scheme Meeting in respect of the 7% Preference Shares, and 10.30 a.m. (Irish Time) on May 19, 2026, for the Scheme Meeting in respect of the 5% Preference Shares).

Preference Shareholders who hold in registered form and who wish to submit proxies by electronic means may do so up to the same deadline (i.e. not later than 48 hours prior to the meeting) by visiting ([www.eproxyappointment.com](http://www.eproxyappointment.com)) or scanning the QR code and following the instructions on the Form of Proxy. Preference Shareholders who have any queries in relation to the proxy appointment process should contact the Registrar (Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland or telephone (+353 (1) 6968467)).

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## Interests held through a participant account in the Euroclear Bank System

Preference Shareholders who hold interests in the Preference Shares through a participant account in the Euroclear Bank System (i.e. the Euroclear Bank clearing system used for the preference shares), can submit electronic voting instructions 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)).

EB participants can send electronic voting instructions to instruct Euroclear Nominees to appoint either itself (or another named person) or the Chair of the applicable Scheme Meeting as a proxy to vote in relation to the cancellation of the Preference Shares.

Euroclear Bank's voting instruction deadline is expected to be 9.00 a.m. (Irish Time) on May 19, 2026 for the Scheme Meeting in respect of the 7% Preference Shares, and 9.30 a.m. (Irish Time) on May 19, 2026, for the Scheme Meeting in respect of the 5% Preference Shares).

## Interests held via CREST Depository Interests ("CDIs") through the CREST clearing system

Voting instructions for Preference Shareholders who hold interests in the Preference Shares as CDIs in the CREST system are 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).

Holders of CDIs will be required to use the CREST operator's 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, holders of CDIs 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.

The voting deadline for holders of CDIs in respect of the Scheme Meetings is expected to be two business days prior to Euroclear Bank's voting instructions deadline.

Preference Shareholders should consult with their stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines for submitting proxies and voting instructions for the Scheme Meetings through the respective systems.

Preference Shareholders who hold their interests through CDIs and/or an EB participant in the Euroclear Bank System wishing to attend, speak, ask questions and vote at a Scheme Meeting must arrange to have themselves appointed as their own proxy as explained in the notes to the notice convening the Scheme Meetings which will be issued to each Preference Shareholder.

If you have any queries in relation to action to be taken, please contact the Registrar, Computershare Investor Services (Ireland) Limited. For legal reasons, the Registrar will not be able to provide advice on the merits of the cancellation itself or give financial, legal or tax advice.

If you are unsure of any of the information provided, please contact your financial advisor or broker for further information.

For further information, please refer to pages 97 to 103 of Annex B and pages 110 to 116 of Annex C of the Proxy Statement.

### 14. If the cancellation of the 5% Preference Shares is not approved, will the listing of the 5% Preference Shares on EGD be cancelled?

The cancellation of the listing of the 5% Preference Shares on EGD will only occur if the cancellation of the 5% Preference Shares becomes effective.

### 15. If the 5% Preference Share Cancellation is approved, when will the delisting of the 5% Preference Shares from EGD take place?

If the cancellation of the 5% Preference Shares is approved and becomes effective, it is proposed that the delisting of the 5% Preference Shares from EGD will take effect from 7:00 a.m. (Irish time) on the date after the date on which the cancellation of the 5% Preference Shares becomes effective (expected to be in mid-2026). An announcement with further information regarding the scheme effective date will be released by the Company at a later date.

## SECTION 4: PREFERENCE SHAREHOLDER SUPPORTS

Helplines are available as set out below. Please contact the service appropriate to your query. Please also note that shareholder helpline operators cannot give financial, tax, investment or legal advice.

### A. General Queries on the Delisting of the 7% Preference Shares and the Preference Share Cancellations

If you have a query which is not addressed by the answers to the questions in sections 1 to 3 above, you can contact a toll-free CRH helpline as follows:

Telephone: Ireland (+353) 1800 948 270  
United Kingdom (+44) 0800 029 4526

Updates to the operation of this helpline will be advised on the following page on the CRH website, [www.crh.com/investors/preference-shareholders](http://www.crh.com/investors/preference-shareholders).

Please note that the operators of the CRH helpline will not be in a position to provide technical assistance in relation to the delisting of the 7% Preference Shares and/or the Preference Share Cancellations. They will also not be able to deal with queries from Registered Holders in relation to the day to day management of their shareholding – see B below for the correct contact details.

\*\*Lines are open 9.00 a.m. to 5:30 p.m. (Irish time), Monday to Friday (excluding public holidays in England and Wales).

### B. Preference Shareholders who hold their shares in directly on the CRH Register of Members (and not through a broker, custodian, nominee or other intermediary)\* with queries in relation to the day-to-day management of their Preference Share holdings (such as account balances, dividend payments, address changes, etc.) should contact Computershare Investor Services (Ireland) Limited as follows:

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Address: Computershare Investor Services (Ireland) Limited  
3100 Lake Drive,  
Citywest Business Campus,  
Dublin 24  
D24 AK82  
Ireland.

Telephone: (+353 (1) 6968467), (calls to this helpline from outside Ireland are charged at the applicable international rates)\*\*

Email: [webcorres@computershare.co.uk](mailto:webcorres@computershare.co.uk)

Website: [www.investorcentre.com/ie](http://www.investorcentre.com/ie)

\* Preference shareholders who hold preference shares through a broker, custodian, nominee or other intermediary should contact the relevant intermediary with queries on the day to day management of their holdings.

\*\* Lines are open 8:30 a.m. to 5:30 p.m. (Irish time), Monday to Friday (excluding public holidays).