

FORM OF SHAREHOLDERS' DEED OF RELEASE DEED POLL

THIS DEED POLL is made on [DATE]

BY INTEGRAFIN HOLDINGS PLC (registered number **08860879**) whose registered office is 29 Clement's Lane, London, EC4N 7AE (the Company) is in favour of each of the current and certain former directors of the Company, whose names are set out in the schedule to this deed (the Directors) (or the personal representatives and their successors in title (as appropriate) of his or her estate if such Director is deceased).

WHEREAS

- (A)** As explained in the Notice of Annual General Meeting addressed to shareholders of the Company dated [] 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 paid on 18 January 2019 (the relevant distribution).
- (B)** The Company has been advised that, as a consequence of the relevant distribution having been made otherwise than in accordance with the Companies Act 2006, it may have claims against each of the directors (or their personal representatives and their successors in title (as appropriate) of his or her estate if such director is deceased).
- (C)** Pursuant to the resolutions set out in the AGM Notice and duly passed by the Company's shareholders in an annual general meeting on 20 February 2020, the Company proposes to waive and release any and all claims which it has or may have in respect of the relevant Distribution against each of the directors (or their personal representatives and their successors in title (as appropriate) of his or her estate if such director is deceased) and wishes to enter into this deed poll in favour of the Directors and the personal representatives and their successors in title of the estate of any deceased directors in order to effect the same.

THIS DEED POLL WITNESSES as follows:

1. RELEASE

The Company unconditionally and irrevocably waives and releases each of the directors or their personal representatives and their successors in title (as appropriate) of his or her estate if such director is deceased from any all liability that any of them has or may have to the Company and all claims and demands the Company has or may have against each of them, including, without limitation, any derivative action from or on behalf of shareholders of the Company, in connection with the making of all or part of the relevant distribution.

2. 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.

IN WITNESS of which this deed poll has been executed and has been delivered on [DATE].

Executed as a deed by

INTEGRAFIN HOLDINGS PLC

acting by [NAME OF FIRST
DIRECTOR], a director and
[NAME OF SECOND
DIRECTOR/SECRETARY], [a
director OR its secretary]

.....

[SIGNATURE OF FIRST
DIRECTOR]

Director

.....

[SIGNATURE OF SECOND
DIRECTOR OR SECRETARY]

[Director OR Secretary]