

**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

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 past and present shareholders who were recipients of one or more of the relevant Distribution or their personal representatives and their successors in title if they are deceased (the recipient shareholders).
- (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 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 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 the Company has or may have against each of them in connection with receipt by them 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]