

DATE: 2025

DEED POLL (SHAREHOLDERS)

HOLLYWOOD BOWL GROUP PLC

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THIS DEED POLL is executed on _____ 2025

BY HOLLYWOOD BOWL GROUP PLC (incorporated and registered in England and Wales under company registration number 10229630) the registered office of which is at Focus 31 West Wing Cleveland Road, Hemel Hempstead Industrial Estate, Hemel Hempstead, Hertfordshire, England, HP2 7BW (the “**Company**”) in favour of the Recipient Shareholders (as defined below).

WHEREAS

- (A) As explained in the Notice of General Meeting (as defined below), 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 Final Dividend (as defined below).
- (B) Despite the Company having sufficient distributable profits to pay the Final Dividend on 21 February 2025, such payment was in breach of the requirements of the Companies Act 2006 because the interim accounts by reference to which the distributable reserves available to pay the Final Dividend were determined had not yet been delivered to Companies House at the time of payment.
- (C) Pursuant to the special resolution set out in the Notice of General Meeting and duly passed by the Company’s shareholders in a general meeting on 26 March 2025, the Company proposes to waive and release any and all claims which it has or may have in respect of the Final Dividend against 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. DEFINITIONS AND INTERPRETATION

“**Final Dividend**” means the final dividend of 8.08 pence per ordinary share for the financial year ended 30 September 2024 and paid by the Company to the Recipient Shareholders on 21 February 2025;

“**Notice of General Meeting**” means the notice of general meeting addressed to the shareholders of the Company dated 10 March 2025 that is appended to this deed poll;

“**Recipient Shareholders**” means the past and present ordinary shareholders of the Company who were on the register of members on 31 January 2025, being the record date for the Final Dividend (or the personal representatives and their successors in title of the estate of any deceased shareholders).

- 1.1 The headings and sub-headings are for convenience only and shall not affect the construction of this deed poll.
- 1.2 Unless the context otherwise requires, words denoting the singular shall include the plural and visa versa and references to any gender shall include all other genders.

2. RELEASE OF RECIPIENT SHAREHOLDERS

The Company hereby unconditionally and irrevocably 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 Final Dividend, in each case arising pursuant to section 847 of the Companies Act 2006.

3. GOVERNING LAW AND JURISDICTION

This deed poll and any non-contractual rights and obligations arising out of or in connection with it or its subject matter shall be governed by and construed in accordance with English law and the courts of England shall have exclusive jurisdiction to settle any dispute which may arise out of or in connection with this deed poll or its subject matter.

IN WITNESS of which the Company has executed this instrument as a deed poll and has delivered it upon dating it.

Executed as a deed by)	
HOLLYWOOD BOWL GROUP PLC)
acting by:)	Director
)	
.....)	
and)
two directors)	Director