

DATE: 2025

DEED POLL (DIRECTORS)

HOLLYWOOD BOWL GROUP PLC

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THIS DEED POLL is made 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 Directors (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 making of the Relevant Distributions (as defined below).
- (B) Despite the Company having sufficient distributable profits to make the Relevant Distributions at the relevant times, such payments were in breach of the Companies Act 2006 because the interim accounts by reference to which the distributable reserves available to make the Relevant Distributions were determined had not yet been delivered to Companies House at the time of the payments.
- (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 Relevant Distributions against each of the Directors and wishes to enter into this deed poll in favour of the Directors in order to effect the same.

THIS DEED POLL WITNESSES AS FOLLOWS:

1. DEFINITIONS AND INTERPRETATION

1.1 Definitions

“**Buy-backs**” means the purchase by the Company of 838,263 of the Company’s ordinary shares of one penny (£0.01) each from Investec Bank plc during the period commencing on 18 February 2025 and ending on 27 February 2025, resulting from the implementation of a buy-back programme put in place by the Company in accordance with the UK Listing Rules and the general authority for the Company to purchase its own shares that had been obtained at the annual general meeting of shareholders held on 30 January 2025;

“**Final Dividend**” means the final dividend of 8.08 pence per ordinary share for the financial year ended 30 September 2024 and paid, on 21 February 2025, by the Company to the past and present ordinary shareholders of the Company who were on the register of members on the record date of 31 January 2025;

“**Directors**” means those directors and the former director whose names are set out in Schedule 1 to this deed poll; and

“**Relevant Distributions**” means collectively, the Final Dividend and the Buy-backs.

1.2 The headings and sub-headings are for convenience only and shall not affect the construction of this deed poll.

1.3 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 DIRECTORS

The Company hereby unconditionally and irrevocably releases each of the Directors from any and 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 Distributions.

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) Director
two directors)

**SCHEDULE 1
DIRECTORS**

1. DIRECTORS

1.1 Darren Shapland

1.2 Stephen Burns

1.3 Laurence Keen

1.4 Melanie Dickinson

1.5 Rachel Addison

1.6 Julia Porter

1.7 Ivan Schofield

2. FORMER DIRECTOR

2.1 Peter Boddy