

Dear Shareholder

Annual General Meeting of Hayward Tyler Group PLC (the “Company”)

I am pleased to invite you to the Company’s 2016 Annual General Meeting (the “**AGM**”), which will be held at 10 a.m. on 4 August 2016 and accordingly enclose your Notice of Annual General Meeting (the “Notice of AGM”), form of proxy and notice regarding the posting of the report and accounts of the Company. This year the meeting will be held at 1 Kimpton Road, Luton LU1 3LD.

The AGM is an important event and is the Board’s opportunity to present the Company’s performance and strategy to our shareholders and to listen and respond to your questions. There will be a presentation of the results for the year ended 31 March 2016 by the Chief Executive Officer and the Chief Financial Officer, which is also available to view and download from the Company’s website at www.haywardtyler.com.

Shareholders’ questions

Please take advantage of this opportunity to talk with the Directors. Your Directors are committed to an open and constructive dialogue with you as a shareholder and we regard the AGM as an important forum for engagement.

Annual Report

The report and accounts of Hayward Tyler Group PLC for the year ended 31 March 2016 are available to download from www.haywardtyler.com. A copy is attached if you have elected to receive a printed copy of the downloaded report and accounts.

Business of the Meeting

I would like to draw your particular attention to the following Special Business in the Notice of AGM.

Resolution No.6

This resolution which will be proposed as a special resolution, will, if passed, give the Board power to allot shares for cash without first offering them to existing shareholders in proportion to their existing holdings.

The power to allot shares pursuant to this resolution will be limited to a maximum amount of £55,384.86, which represents 10% of the nominal value of the Company’s issued ordinary shares as at the date of the Notice of AGM. The ordinary shares have a nominal value of 1 penny each.

This power replaces a similar power that expires on 4 August 2016 and, if resolution 6 is passed the power granted will expire at the conclusion of the 2017 Annual General Meeting of the Company.

Recommendation

The Directors of the Company consider that all the proposals to be considered at the AGM are in the best interests of the Company and its members as a whole and are most likely to promote the success of the Company for the benefit of its members as a whole. The Directors unanimously recommend that you vote in favour of all the proposed resolutions as they intend to do in respect of their own beneficial holdings.

Yours sincerely



John May
Chairman
11 July 2016

