

3 April 2017

Independent Trustee Services Ltd  
The St Botolph Building  
138 Houndsditch  
London  
EC3A 7AW

Attention: Carol Perry

Dear Carol

**Hayward Tyler Group PLC (the "Company"):  
Announcement regarding Possible Offer for the Company by Avingtrans plc ("Avingtrans")**

Please find attached a copy of an announcement that was issued by the Company on Friday, 31 March 2017. This announcement was released following a sharp rise in the share price on Friday morning, as is required under the City Code on Takeovers and Mergers (the "Code").

As noted in the announcement, the Company is in very early stage talks with Avingtrans regarding a possible offer for the whole of the issued share capital of the Company. I would reiterate that this was not an announcement of a firm intention by Avingtrans to make an offer and there can be no certainty that an offer will be made nor what the terms of any offer would be.

Should Avingtrans announce a firm intention to make an offer for the Company, the Company's board of directors (the "Board") will be required to send a circular to shareholders setting out, amongst other things, the Board's opinion on such an offer. This may be a separate circular or may be combined with the offer document (each a "relevant document"). Under Rule 25.9 of the Code, as a trustee of the Company's scheme, you have the right to have a separate opinion regarding such offer appended to the relevant document. The Company will pay for the costs of the publication of any such opinion received.

Further update announcements will be made as appropriate. In the meantime, should you have any queries, please do not hesitate to contact Ewan Lloyd-Baker or me.

Yours sincerely



Nicholas Flanagan  
Chief Financial Officer

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Winners of the Smart Factory and Leadership & Strategy awards at The Manufacturer MX Awards 2016

