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Pricing Notification

This document comprises the pricing notification relating to the offer of ordinary shares (the “**Offer**”) of Forterra plc (the “**Company**”) described in a pathfinder prospectus dated 12 April 2016 (the “**Pathfinder Prospectus**”). Before making an investment, prospective investors should read the Pathfinder Prospectus for more complete information about the Company and the Offer. A final prospectus expected to be dated 21 April 2016 (the “**Final Prospectus**”) will be published by the Company and prepared in accordance with the Prospectus Rules and in connection with the Offer and Admission.

This document must be read in conjunction with the Pathfinder Prospectus. Capitalised terms used and not defined in this document have the same meaning as ascribed to them in the Pathfinder Prospectus. Prospective investors should read both this document and the entire Pathfinder Prospectus and, in particular, for a discussion of certain risks that should be considered in connection with an investment in the Ordinary Shares, see the section of the Pathfinder Prospectus titled “**Risk Factors**”.

Issuer:	Forterra plc
Issue type:	Initial public offering of Ordinary Shares
Offer Price:	£1.80 per Ordinary Share
Number of Ordinary Shares being sold in the Offer (excluding any Over-allotment Shares that may be sold by the Selling Shareholder pursuant to the Over-allotment Option)	70,000,000
Maximum number of Over-allotment Shares being offered in the Offer	10,500,000
Number of Ordinary Shares in issue following the Offer	200,000,000
Market capitalisation of the Company at the Offer Price	£360,000,000
Estimated gross proceeds, and proceeds net of expenses, receivable by the Selling Shareholder (assuming no exercise of the Over-allotment Option)	£126,000,000, £121,590,000
Estimated gross proceeds, and proceeds net of expenses, receivable by the Selling Shareholder (assuming the Over-allotment Option is exercised in full)	£144,900,000, £139,828,500
Number of Ordinary Shares and percentage of share capital owned by the Selling Shareholder (assuming no exercise of the Over-allotment Option)	130,000,000, 65.0%
Number of Ordinary Shares and percentage of share capital owned by the Selling Shareholder immediately following settlement	119,500,000, 59.8%

of the Over-allotment Option (assuming the Over-allotment Option is exercised in full)	
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Further explanation relating to the Offer is set out below.

1 Expected Timetable of Principal Events

Expected timetable of principal events

<u>Event</u>	<u>Time and Date</u>
Announcement of Offer Price and allocation.....	7.00 a.m. on 21 April 2016
Commencement of conditional dealings on the London Stock Exchange	8.00 a.m. on 21 April 2016
Publication of the Final Prospectus	21 April 2016
Admission and commencement of unconditional dealings in the Ordinary Shares on the London Stock Exchange	8.00 a.m. on 26 April 2016
Crediting of Ordinary Shares to CREST accounts	26 April 2016
Despatch of definitive share certificates (where applicable)	on or before 6 May 2016

It should be noted that, if Admission does not occur, all conditional dealings will be of no effect and any such dealings will be at the sole risk of the parties concerned. Temporary documents of title will not be issued.

All times are London times.

2 Significant Shareholders

In so far as is known to the Directors, the following are the interests (within the meaning of Part VI of the 2006 Act) (other than interests held by the Directors) which represent, or will represent, directly or indirectly, 3% or more of the issued share capital of the Company on 20 April 2016 (the latest practicable date prior to publication of the Final Prospectus) assuming no exercise of the Over-allotment Option:

Shareholder	Immediately prior to Admission ⁽¹⁾		Immediately following Admission ⁽¹⁾⁽²⁾⁽³⁾	
	Number of Ordinary Shares	Percentage of issued share capital	Number of Ordinary Shares	Percentage of issued share capital
LSF9 Concrete UK Ltd ⁽⁴⁾⁽⁵⁾	200,000,000	100	130,000,000	65.0
Pelham Capital Management.....	-	-	13,250,000	6.6
JP Morgan AM	-	-	6,200,000	3.1
Standard Life.....	-	-	6,200,000	3.1

- (1) The interests of Ordinary Shares as at the date of the Final Prospectus have been stated on the basis that the steps described in paragraph 3 of Part 14 (*Additional Information*) of the Final Prospectus have been completed in full.
- (2) Assuming no exercise of the Over-allotment Option.
- (3) Three additional investors are expected to acquire interests of more than 5% of the Ordinary Shares available in the Offer (assuming the Over-allotment Option is exercised in full).
- (4) LSF9 Concrete UK Ltd is indirectly owned by Lone Star who therefore has an indirect interest in the Ordinary Shares held by the Selling Shareholder.
- (5) If the Over-allotment Option is exercised in full, the Selling Shareholder will have sold a further 10,500,000 Ordinary Shares, representing 5.3% of the Company's issued share capital.

3 Selling Shareholder

The following table sets out the interests of the Selling Shareholder (all of which, unless otherwise stated, are beneficial or are interests of a person connected with the Selling Shareholder), prior to the Offer and the number of Ordinary Shares such Selling Shareholder is selling in the Offer.

Shareholder	Ordinary Shares owned prior to the Offer ⁽¹⁾		Ordinary Shares to be sold pursuant to the Offer ⁽¹⁾⁽²⁾	
	Number of Ordinary Shares	Percentage of issued share capital	Number of Ordinary Shares	Percentage of issued share capital
LSF9 Concrete UK Ltd ⁽³⁾⁽⁴⁾	200,000,000	100	70,000,000	35.0

Notes:

- (1) The interests of Ordinary Shares as at the date of the Final Prospectus have been stated on the basis that the steps described in paragraph 3 of Part 14 (*Additional Information*) of the Final Prospectus have been completed in full.
- (2) Assuming no exercise of the Over-allotment Option.
- (3) LSF9 Concrete UK Ltd is indirectly owned by Lone Star which therefore has an indirect interest in the Ordinary Shares held by the Selling Shareholder.
- (4) If the Over-allotment Option is exercised in full, the Selling Shareholder will have sold a further 10,500,000 Ordinary Shares, representing 5.3% of the Company's issued share capital.

Dated: 20 April 2016