

COMPANY INFORMATION DISCLOSURE

Last updated: 24 April 2009

This document is available from the company website at: www.marwynmaterials.com

In conjunction with the website, this document contains all of the information which is necessary to comply with the requirements of Rule 26 of the AIM Rules for Companies – ‘Company information disclosure’.

Business Description / Investment Strategy

Marwyn Materials Limited is a vehicle established to acquire controlling interests in profitable building materials businesses, both listed and unquoted, in the UK, Europe and US, creating shareholder value through market consolidation.

GOVERNANCE

Directors' names and biographies

Peter Tom CBE (Chairman)

Peter has more than 50 years' experience in the aggregates industry. He joined Bardon Hill Quarries Limited as a school-leaver in 1956, becoming managing director in 1977 and chief executive of Bardon Group plc in 1985, overseeing the company's transition from a privately-owned regional quarrying operation to a publicly-listed building materials group.

Peter expanded the group internationally with a series of acquisitions in the United States in the late 1980s and went on to lead the merger of Bardon and Evered plc in 1991 and the enlarged group's subsequent merger with CAMAS in 1997 to form Aggregate Industries plc.

In 2005 Peter oversaw the negotiations which led to the successful acquisition of Aggregate Industries by Swiss building materials group Holcim Limited for £1.8 billion. He assumed the role of non-executive chairman of Aggregate Industries in 2006, a position he held until his resignation in December 2007.

Peter served as chairman of the aggregates industry's trade association in 1997, managing its amalgamation that year with two related associations to form the Quarry Products Association. In addition, Peter has been chairman of Leicester Football Club (Leicester Tigers) since 1997.

Simon Vivian (Chief Executive)

Simon has over 20 years' experience in the aggregates and construction industries. Most recently, he was Chief Executive of Mowlem plc (June 2004 - July 2006) where he oversaw an organisation with over 25,000 employees, generating revenues of £2.2 billion from operations in the UK, US and Australia. Whilst in the role Simon implemented a group wide operational re-organisation reducing overheads by over £8 million and initiated the disposal of the company's Australian business. In December 2005, Mowlem received a cash offer from Carillion plc and Simon negotiated a final exit price at a premium for shareholders.

Prior to Mowlem, Simon worked in a number of roles with Hanson plc (1987 - 2003), ultimately as the Chief Executive of Hanson plc's European Building Materials business. He oversaw operations in eight European countries employing over 8,000 people and generating EBIT of £154 million. Whilst with Hanson he executed and

integrated the £1.5 billion acquisition of Pioneer International Ltd and managed the disposal of the company's waste disposal business.

David Williams (Non-executive Director)

David has 36 years' experience in the investment market. He has served as Chairman in both executive and non-executive capacities for a number of companies, both public and private. He has overseen the development of these companies through both organic and acquisitive growth as well as dealing with turnaround situations. David is currently Chairman of Aldgate Capital plc, Drury Lane Capital plc, Entertainment One Ltd, Augean plc, and Zetar plc. He is also Chairman of Marwyn Partners Ltd, a partner in Marwyn Capital LLP, Marwyn Investment Management LLP and Marwyn Management Partners LP and a director of Marwyn General Partners Ltd and Marwyn Value Investors Ltd.

James Corsellis (Non-executive Director)

James has a BA (Hons) from London University and was Chief Executive Officer of icollector plc, a leading provider of live auction trading platforms. At Marwyn, James has undertaken 41 transactions raising an aggregate equity of over £1 billion in acquisition funding for Marwyn-backed management teams and special purpose acquisition vehicles. James is currently a director of Concateno plc and Entertainment One Ltd. He is also a director of Marwyn Neptune Fund and a partner in Marwyn Investment Management, Marwyn Capital and Marwyn Management Partners.

David Warr (Non-executive Director)

David joined the accountancy practice of Reads & Co in Guernsey in 1972. He qualified as a Chartered Accountant in 1976 and is a fellow of the Institute of Chartered Accountants in England and Wales. David became a partner in Reads & Co in 1981 and held a variety of executive positions within the firm helping to develop it into a broad-based financial services business. The business was sold in 1999 and is now part of the Fortis Guernsey Group. David is currently an executive director of Fortis Reads International Management Limited and in that capacity acts for a number of substantial trust clients. David is a non-executive director of a number of funds and quoted companies.

Board of Directors' Responsibilities

The Board is ultimately responsible for the effectiveness of the Group's system of internal control. The executive directors of the board, through their operational roles, will have close involvement with the operations of the business. The Board is responsible for ensuring that commercial risks and financing needs are properly considered, the obligations of a public company are adhered to and all decisions are made objectively in the interest of the Group and its stakeholders.

The main role of the Board will be:

- To provide entrepreneurial leadership;
- To set strategic aims, ensure necessary financial & human resources are in place;
- To set the Group's values & standards;
- To prepare business plan;
- To review and approve investments;
- To help develop proposals on strategy, scrutinise the performance of management;
- To satisfy themselves on integrity of financial info;
- To develop a robust system of internal controls and corporate governance;
- Tax efficiency.

Committees' Responsibilities

Given the current size, nature and scale of the Company's current operations, the Board does not intend to establish a remuneration or a nomination committee. The Board will undertake all functions which would normally be delegated to the remuneration and nomination committees including:

- Reviewing and recommending the emoluments, pension entitlements and other benefits of the executive directors, non-executive directors and as appropriate other senior executives; and
- Reviewing the operation of share option schemes and the granting of such options.

The Board will establish a remuneration & nomination committee on completion of the first reverse takeover made by the Group, meetings of which will be held in Jersey.

Given the current nature and size of the business, the Company does not consider it appropriate to establish an audit committee.

SHARE INFORMATION

Other exchanges or trading platforms where Marwyn Materials securities are admitted or traded:

As at 24/04/2009 Marwyn Materials Limited's securities were not traded, or admitted to be traded, on any exchanges or trading platforms other than AIM.

The number of securities in issue:

As at 24/04/2009, the number of securities in issue was: 136,000,000

The number of securities held as treasury shares:

As at 24/04/2009, the number of securities held as treasury shares was: 0

Percentage of AIM securities not in public hands:

As at 24/04/2009, the percentage of AIM securities not in public hands was: 77.1%

Identity and percentage holdings of significant shareholders:

As at 24/04/2009, the identity and percentage holdings of significant shareholders were:

Marwyn Neptune Fund LP		50,010,000	36.8%
Peter Tom (and family)	Chairman	21,350,000	15.7%
OMX Securities Services Nominee LLP		21,000,000	15.4%
David Williams	Non-Exec	10,000,000	7.4%
James Corsellis (and family)	Non-Exec	5,500,000	4.0%
Cenkos Channel Islands Nominee Company Ltd		5,000,000	3.7%
Goldman Sachs Nominees		5,000,000	3.7%

Details of any restrictions on the transfer of AIM Securities:

Marwyn Neptune Fund, the Directors and certain other persons have entered into a lock-in agreement for the purposes of complying with Rule 7 of the AIM Rules for Companies with the Company and Collins Stewart. Pursuant to this agreement those persons have severally agreed: (i) not to dispose of (and to use their reasonable endeavours to procure that no person connected to them will dispose of) any interest in Ordinary Shares for a period of 12 months following Admission (the "Restricted Period"); and (ii) for a period of six months following the expiry of the Restricted Period, and thereafter for so long as Collins Stewart is the Company's nominated adviser, not to dispose of any Ordinary Shares other than through Collins Stewart, in either case except in certain limited circumstances, including, in the event of: (i) a takeover offer including a potential offer and a tender offer relating to the Company's shares (or to a bona fide potential offeror or pursuant to an irrevocable undertaking to accept such an offer); or (ii) or an intervening court order.

CONTACTS & ADVISORS

Country of Incorporation:

Jersey

Shareholders rights may be different than those for a UK incorporated company.

Main Country of Operation:

United Kingdom

Company Registered Address & Number:

Marwyn Materials Limited

Elizabeth House
9 Castle Street
St Helier
Jersey JE2 3RT
Telephone: +44 (0) 1534 700 000

Company Number 98465

Nominated advisors:

Cenkos Securities plc

6.7.8 Tokenhouse Yard
London EC2R 7AS

Other key advisors:

Broker	Cenkos Securities plc 6.7.8 Tokenhouse Yard London EC2R 7AS
Auditors	KPMG Audit Plc Arlington Business Park Theale Reading RG7 4SD
Legal advisers to the Company (Jersey)	Carey Olsen 47 Esplanade St Helier Jersey JE1 0BD
Registrars	Capita Registrars (Jersey) Limited 12 Castle Street St Helier Jersey JE2 3RT
Secretary	JTC Management Limited Elizabeth House 9 Castle Street St Helier Jersey JE4 2QP

The following information can be viewed at www.marwynmaterials.com/documents

- Constitutional documents (e.g. articles of association)
- Most recent admission document or prospectus
- Most recent annual report
- Most recent half yearly, quarterly or similar reports
- Circulars / similar publications sent to shareholder within the last 12 months

The following information can be viewed at www.marwynmaterials.com/announcements/

- All notifications made in the last 12 months