

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial advisor authorised under the Financial Services and Markets Act 2000.

If you have sold or otherwise transferred your entire holding of Ordinary Shares in Persimmon Plc, please forward this document as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee.



**ANNUAL GENERAL MEETING
2016**

Notice of the Annual General Meeting of the Company to be held at York Racecourse, Knavesmire Road, York YO23 1EX at 12 noon on 14 April 2016 is set out at the end of this circular.



(Incorporated and registered in England no: 1818486)

Registered Office:
Persimmon House
Fulford
York
YO19 4FE

14 March 2016

Directors:

Nicholas Wrigley (Chairman)
Jeff Fairburn (Group Chief Executive)
Mike Killoran (Group Finance Director)
Nigel Greenaway (South Division Chief Executive)
David Jenkinson (Group Managing Director)
Richard Pennycook (Senior Independent Director)
Jonathan Davie (Non-executive Director)
Mark Preston (Non-executive Director)
Marion Sears (Non-executive Director)
Rachel Kentleton (Non-executive Director)

To the holders of Ordinary Shares

Dear Shareholder

Annual General Meeting 2016

You will find enclosed with this letter a notice convening the Annual General Meeting of the Company ('Notice') to be held at 12 noon on 14 April 2016 at York Racecourse, Knavesmire Road, York YO23 1EX. The ordinary Resolutions 1 to 11 relate to the routine business of the AGM, and resolutions 12 to 15 relate to special business. The resolutions are summarised and explained below.

Report and Accounts: Resolution 1

The first item on the Notice is for shareholders to receive and adopt the Directors' and Auditor's Reports and Financial Statements for the year ended 31 December 2015.

Directors' Remuneration: Resolution 2

Resolution 2 is to seek shareholders' approval for the Annual Report on Remuneration for the financial period ended 31 December 2015 which is set out on pages 62 to 71 of the 2015 Annual Report. The Annual Report on Remuneration sets out how the Directors were paid in the year to 31 December 2015 and how it is proposed to implement the approved Remuneration Policy in 2016. The shareholder vote on the Annual Report on Remuneration resolution will be advisory and no entitlement of a Director to remuneration is conditional on it.

The Remuneration Policy was approved by shareholders at the AGM held in April 2014 and a summary of that policy is set out on pages 58 to 61 of the 2015 Annual Report but is not part of the Annual Report on Remuneration subject to the shareholder vote. The full approved Remuneration Policy may be viewed on the Company's website at corporate.persimmonhomes.com/investors in the Annual Report for 2013.

Election and Re-election of Directors: Resolutions 3 to 10

Resolutions 3 to 10 concern the retirement and re-election of Directors by shareholders, or in the case of Rachel Kentleton and Nigel Mills, their election by shareholders for the first time. Nigel Mills is not currently a Director of the Company but as announced by the Board earlier this year, will be appointed as a Non-Executive Director on 4 April 2016. In accordance with the provisions of the UK Corporate Governance Code all of the Directors (including Nigel Mills) will retire at the AGM and offer themselves for re-election (or election), with the exception of Nigel Greenaway, Richard Pennycook and Mark Preston. Nigel Greenaway is retiring from the Board after almost 30 years' service with the Group and Richard Pennycook and Mark Preston are both resigning due to time commitments resulting from new appointments. All three Directors will leave the Board at the conclusion of the AGM.

The Board's reasons for supporting the election or re-election of each of the Directors are set out in the Corporate Governance Statement on page 47 of the 2015 Annual Report. Biographies of each of the Directors may be found on pages 44 and 45 of the same Report. The 2015 Annual Report can be found on the Company's website at corporate.persimmonhomes.com, in the Investors section. I confirm that I am satisfied that, following individual formal performance evaluations, the performance of each Director standing for re-election continues to be effective and each Director is committed to their role.

Appointment of Auditor: Resolution 11

As reported in the 2014 Annual Report, the Board agreed that it would tender the Group audit during 2015. The Audit Committee conducted the tender process and invited tenders from the four leading audit firms. KPMG, the Company's current auditor, although invited decided not to tender due to the overall time period in which they could continue to serve as the Company's auditor. As a result, KPMG will not be seeking re-appointment as auditor and a copy of their statement of the circumstances of their ceasing to hold office is set out on page 5 of this circular.

Following the audit tender process, the Audit Committee recommended to the Board that Ernst & Young be appointed as auditor of the Group for the 2016 reporting year. Further information on the tender process can be found in the 2015 Annual Report on page 50. The Board accepted that recommendation and resolution 11 is for the appointment by shareholders of Ernst & Young LLP as auditor and for shareholders to authorise the Audit Committee to determine the auditor's remuneration.

Authority to Allot Ordinary Shares and Disapply Pre-Emption Rights: Resolutions 12 and 13

Resolution 12, which will be proposed as an ordinary resolution, is to give the Directors authority to allot ordinary shares of ten pence each ("Ordinary Shares") and grant rights to subscribe for, or convert any security into, Ordinary Shares. Paragraph 12.1 of resolution 12 will allow the Directors to allot Ordinary Shares up to a maximum nominal amount of £10,254,317, representing approximately one third of the Company's existing issued share capital as at 7 March 2016, being the latest practicable date prior to the publication of this document. Paragraph 12.2 of Resolution 12 will also allow Directors to allot, including the Ordinary Shares referred to in paragraph 12.1 of Resolution 12, Ordinary Shares in connection with a pre-emptive offer by way of a rights issue to ordinary shareholders up to a maximum nominal amount of £20,508,634, representing approximately two thirds of the issued share capital of the Company as at 7 March 2016. The Directors have no present intention of using the authority given to allot further shares, but would prefer to have the flexibility to do so, should the need arise. However, if they do exercise the authority, the Directors intend to follow emerging best practice as regards its use.

The Company holds no Ordinary Shares in treasury as at 7 March 2016.

Resolution 13, which will be proposed as a Special Resolution, is to renew the Directors' power to allot equity securities or sell treasury shares for cash otherwise than to existing shareholders pro rata to their holdings. Apart from offers or invitations in proportion to the respective number of shares held, the power will be limited to the allotment of equity securities and sales of treasury shares for cash up to an aggregate nominal value of £3,076,295 (being 10% of the Company's issued ordinary share capital as at 7 March 2016, being the latest practicable date prior to the publication of this document).

The figure of 10% (increased from 5% last year) reflects the Pre-Emption Group 2015 Statement of Principles for the disapplication of pre-emption rights (the 'Statement of Principles'). The Directors will have due regard to the Statement of Principles in relation to any exercise of this power, in particular they do not intend to allot any shares for cash on a non-pre-emptive basis pursuant to this power (1) in excess of an amount equal to 5% of the total issued ordinary share capital of the Company; or (2) in excess of an amount equal to 7.5% of the Company's total issued share capital in any rolling three-year period, without prior consultation with shareholders, in each case other than in connection with an acquisition or specified capital investment (within the meaning of the Statement of Principles from time to time) which is announced contemporaneously with the allotment, or which has taken place in the preceding six month period and is disclosed in the announcement of the allotment.

These authorities will, if granted, expire at the conclusion of the AGM to be held in 2017 or, if earlier, on 1 July 2017.

Authority for the Company to Purchase its own Ordinary Shares: Resolution 14

The Directors consider it would be beneficial for the Company to continue to have the power to purchase its own Ordinary Shares in certain circumstances. The current authority expires at the conclusion of the 2016 AGM. If the authority were to be renewed and exercised, the Company would be able to purchase Ordinary Shares and either cancel them (so reducing the total number of Ordinary Shares in issue) or hold them as treasury shares if the Ordinary Shares were purchased out of distributable profits, subject to certain limitations. Treasury shares themselves may be cancelled, sold for cash or transferred for the purposes of the Company's employee share schemes. All rights attaching to Ordinary Shares, including voting rights and the right to receive dividends, are suspended while they are held in treasury.

Resolution 14, which will be proposed as a Special Resolution, authorises the Directors to purchase up to a maximum of 30,762,952 Ordinary Shares, being 10% of the issued share capital of the Company as at 7 March 2016, being the latest practicable date to ascertain the issued share capital of the Company prior to the publication of this document.

The maximum and minimum prices are stated in the resolution.

The authority will, if granted, expire at the conclusion of the AGM held in 2017 or, if earlier, on 1 July 2017. It is envisaged that the Directors will continue to seek renewal of the authority annually.

The Directors will only implement purchases of Ordinary Shares if, after careful consideration, they are satisfied that such purchases are in the best interests of the Company and its shareholders generally and would result in an increase in expected earnings per share. The Company may either retain any of its Ordinary Shares which it has purchased as treasury shares with a possible re-issue at a further later date, or cancel them. If such purchases are made, to the extent the purchased Ordinary Shares are held as treasury shares, any increase in earnings per share might only be temporary, depending on whether the Ordinary Shares in question are cancelled, sold or transferred out of treasury. Furthermore, account will be taken of the overall financial implications for the Company before any purchases of Ordinary Shares are implemented.

As at 7 March 2016, options and awards to acquire Ordinary Shares granted under the Company's employee share schemes were outstanding over a total of 26,969,867 Ordinary Shares, being equivalent to 8.8% of the issued share capital of the Company at that date. If the Directors were granted this authority to purchase Ordinary Shares and were to use it in full and subsequently cancelled such Ordinary Shares, the outstanding options and awards would be equal to 9.7% of the then issued share capital of the Company. This assumes no further equity issues or exercise of options take place.

In any 10-year period the Company may not issue more than 10% of the issued share capital of the Company to satisfy option exercises under its employee share schemes. Options granted under employee share schemes may be satisfied by the issue of new Ordinary Shares, the transfer of treasury shares (both of which count towards the number issued in any 10-year period) or by Ordinary Shares purchased in the market.

The Directors have no present intention of exercising the authority to purchase the Company's Ordinary Shares but consider it would be beneficial for the Company to continue to have this power.

Notice Period for General Meetings: Resolution 15

Resolution 15 will be proposed as a Special Resolution to approve the holding of general meetings, other than AGMs, on 14 clear days' notice. Under the Companies Act 2006, the minimum notice period for listed company general meetings is 21 clear days, but with an ability for companies to reduce this period to 14 clear days (other than for annual general meetings) provided that certain conditions are met.

One condition is that the Company offers a facility for shareholders to vote by electronic means. This condition is met if the Company offers a facility allowing members to appoint a proxy by means of a website. The Company provides this facility (please refer to 'Recommendation and Action to be Taken' below and note 3 of the Notice). The other condition is that there is an annual resolution of shareholders approving the reduction of the minimum notice period from 21 clear days to 14 clear days.

The Directors consider it would be beneficial to the Company to continue to have the ability to call general meetings on 14 clear days' notice. The Directors do not propose to utilise this shorter notice period as a matter of routine but only for time-sensitive, non-routine business and where to do so would be in the interest of the shareholders as a whole. In those circumstances, the Directors are confident that a facility to permit electronic voting can be made available to all of the Company's shareholders. This authority, if granted, would expire at the conclusion of the AGM of the Company held in 2017. AGMs will continue to be held on at least 21 clear days' notice.

Recommendation and action to be taken

Shareholders are encouraged to attend the AGM and vote on the resolutions in person. If you are unable to attend the meeting, you are urged to complete a Form of Proxy and return it to the Company's registrars, Computershare Investor Services PLC, either by post to The Pavilions, Bridgwater Road, Bristol BS99 6ZY or online at www.eproxyappointment.com or by submitting a CREST Proxy Instruction, by no later than 12 noon on 12 April 2016. The appointment of a proxy will not prevent a shareholder from attending the AGM and voting in person if he or she is entitled to do so and so wishes.

The Directors consider that the proposed resolutions are in the best interests of the Company and its shareholders as a whole and recommend shareholders vote in favour of the resolutions set out in the Notice, as they intend to do in respect of their own beneficial holdings which, as at 7 March 2016, being the latest practicable date prior to the publication of this document, amounted to 1,007,474 Ordinary Shares, 0.3% of the issued share capital.

Yours faithfully

Nicholas Wrigley
Chairman



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1 Sovereign Square
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Persimmon plc
Persimmon House
Fulford
York
YO19 4FE

Our ref im/cn

2 March 2016

Dear Sirs

Statement to Persimmon plc (no. 01818486) on ceasing to hold office as auditors pursuant to section 519 of the Companies Act 2006

The reason connected with our ceasing to hold office is the holding of a competitive tender for the audit, in which KPMG LLP decided not to participate due to the length of our tenure as auditors of the Company.

Yours faithfully

KPMG LLP
Audit registration number: 9188307
Audit registration address:
15 Canada Square
Canary Wharf, London E14 5GL

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 32nd Annual General Meeting ('AGM') of Persimmon Plc (the 'Company') will be held at 12 noon on 14 April 2016 at York Racecourse, Knavesmire Road, York YO23 1EX to consider and, if thought fit, to pass the following resolutions. It is intended to propose resolutions 13 to 15 (inclusive) as special resolutions. All other resolutions will be proposed as ordinary resolutions.

Routine Business

1. To receive and adopt the Directors' and Auditor's Reports and Financial Statements for the year ended 31 December 2015
2. To approve the Annual Report on Remuneration for the financial year ended 31 December 2015 as set out on pages 62 to 71 of the Annual Report and Accounts 2015
3. To re-elect Nicholas Wrigley as a Director of the Company
4. To re-elect Jeffrey Fairburn as a Director of the Company
5. To re-elect Michael Killoran as a Director of the Company
6. To re-elect David Jenkinson as a Director of the Company
7. To re-elect Jonathan Davie as a Director of the Company
8. To re-elect Marion Sears as a Director of the Company
9. To elect Rachel Kentleton as a Director of the Company
10. To elect Nigel Mills as a Director of the Company
11. To appoint Ernst & Young LLP as auditor of the Company until the conclusion of the next Annual General Meeting and to authorise the Audit Committee to determine the remuneration of the auditor.

Special Business

12. To pass the following as an Ordinary Resolution:

That the Directors be and are generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the 'Act'), to exercise all powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company ('Relevant Securities'):

- 12.1 up to a maximum aggregate nominal amount (within the meaning of section 551(3) and (6) of the Act) of £10,254,317 (such amount to be reduced by the nominal amount allotted or granted under 12.2 below in excess of such sum); and
- 12.2 comprising equity securities (as defined in section 560 of the Act) up to an aggregate nominal amount (within the meaning of section 551(3) and (6) of the Act) of £20,508,634 (such amount to be reduced by any allotments or grants made under 12.1 above) in connection with or pursuant to an offer by way of a Rights Issue,

to such persons at such times and upon such conditions as the Directors may determine, such authority to expire at the conclusion of the Annual General Meeting of the Company to be held in 2017, or if earlier, on 1 July 2017. This authority shall permit and enable the Company to make offers or agreements before the expiry of this authority which would or might require shares to be allotted or Relevant Securities to be granted after such expiry and the Directors shall be entitled to allot shares and grant Relevant Securities pursuant to any such offers or agreements as if this authority had not expired.

'Rights Issue' for the purposes of this resolution and Resolution 13 means an offer of equity securities open for acceptance for a period fixed by the Directors to holders of equity securities on the register on a fixed record date in proportion (as nearly as may be) to their respective holdings of such securities or in accordance with the rights attached thereto but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with treasury shares, fractional entitlements, record dates or legal, regulatory or practical problems under the laws of, or the requirements of any recognised regulatory body or any stock exchange in any territory or any other matter whatsoever.

13. To pass the following as a Special Resolution:

That, subject to the passing of the Ordinary Resolution numbered 12 set out in the notice of the 2016 Annual General Meeting of the Company, the Directors of the Company are authorised pursuant to sections 570(1) and 573 of the Companies Act 2006 (the 'Act') to:

- 13.1 allot equity securities (as defined in section 560 of the Act) of the Company for cash pursuant to the authority conferred by that resolution; and

13.2 sell ordinary shares (as defined in section 560(1) of the Act) held by the Company as treasury shares for cash, as if section 561 of the Act did not apply to such allotment or sale, provided that this power shall be limited to the allotment of equity securities for cash and the sale of treasury shares:

13.2.1 in connection with or pursuant to an offer of or invitation to acquire equity securities (but in the case of the authorisation granted under resolution 12.2, by way of a Rights Issue only) in favour of holders of ordinary shares in proportion (as nearly as practicable) to the respective number of ordinary shares held by them on the record date for such allotment or sale (and holders of any other class of equity securities entitled to participate therein or if the Directors consider it necessary, as permitted by the rights of those securities) but subject to such exclusions or other arrangements as the Directors may consider necessary or appropriate to deal with fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of or the requirements of any regulatory body or stock exchange in any territory or any other matter whatsoever; and

13.2.2 in the case of the authorisation granted under resolution 12.1 above (or in the case of any sale of treasury shares), and otherwise than pursuant to paragraph 13.2.1 of this resolution, up to an aggregate nominal amount of £3,076,295

and the authority shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2017, or if earlier on 1 July 2017, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted or treasury shares to be sold after such expiry and the Directors may allot equity securities or sell treasury shares in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

14. To pass the following as a Special Resolution:

That in accordance with section 701 of the Companies Act 2006 (the 'Act') the Company is granted general and unconditional authority to make market purchases (within the meaning of section 693(4) of the Act) of any of its ordinary shares of 10 pence each in its capital ('Ordinary Shares') on such terms and in such manner as the Directors may from time to time determine, and where such shares are held as treasury shares, the Company may use them for the purposes of its employee share schemes, provided that:

14.1 this authority shall be limited so that the number of Ordinary Shares which may be acquired pursuant to this authority does not exceed an aggregate of 30,762,952 Ordinary Shares;

14.2 the minimum price that may be paid for each Ordinary Share is 10 pence which amount shall be exclusive of expenses, if any;

14.3 the maximum price (exclusive of expenses) which may be paid per Ordinary Share shall not be more than the higher of either (1) 105% of the average of the middle market quotations per Ordinary Share as derived from the London Stock Exchange plc Daily Official List for the five business days immediately preceding the date on which such Ordinary Share is contracted to be purchased, or (2) the higher of the price of the last independent trade and the highest current independent bid on the trading venues where the purchase is carried out;

14.4 unless previously revoked, renewed or varied, this authority, shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2017 or, if earlier, on 1 July 2017; and

14.5 the Company may, before this authority expires, make a contract to purchase Ordinary Shares that would or might be executed wholly or partly after the expiry of this, and may make purchases of Ordinary Shares pursuant to it as if this authority had not expired.

15. To pass the following as a Special Resolution:

That a general meeting of the Company other than an Annual General Meeting may be called on not less than 14 clear days' notice, such authority to expire at the conclusion of the Annual General Meeting of the Company to be held in 2017.

By order of the Board

Neil Francis
Group Company Secretary

Registered Office:
Persimmon House
Fulford
York YO19 4FE
Registered in England and Wales No: 1818486

14 March 2016

Notes:

1. To attend and vote at the AGM (and also for the purpose of determining how many votes a person entitled to attend and vote may cast) a shareholder must be entered on the relevant register of members (the 'Register') for certificated or uncertificated shares of the Company (as the case may be) by 6.00 pm on 12 April 2016 (the 'Specified Time'). Changes to entries on the Register after the Specified Time shall be disregarded in determining the rights of any person to attend and/or vote at the meeting. Should the AGM be adjourned to a time not more than 48 hours after the Specified Time, that time will also apply for the purpose of determining the entitlement of members to attend and vote (and for the purpose of determining the number of votes they may cast) at the adjourned meeting. If the AGM is adjourned for a longer period, the time by which a person must be entered on the Register in order to have the right to attend or vote at the adjourned meeting is two working days before the time fixed for the adjourned meeting or if the Company gives notice of the adjourned AGM, at the time specified in the notice.

2. Any shareholder of the Company who is entitled to attend, speak and vote at the meeting may appoint one or more proxies to attend, speak and vote on his or her behalf provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder, but the proxy or proxies must attend the meeting in person. A proxy need not be a member of the Company. To be valid, a Form of Proxy (or electronic appointment of a proxy) and any power of attorney or other authority under which it is required (or a duly certified copy of such power of attorney) must be completed and lodged with the Company's registrars not less than 48 hours before the time fixed for the AGM. Completion and return of the Form of Proxy (or electronic appointment of a proxy) will not prevent a member from attending the meeting or any adjournment thereof and voting in person if he is entitled to do so.
3. You may use the Form of Proxy issued to you which should be returned to Computershare by post to The Pavilions, Bridgwater Road, Bristol BS99 6ZY or by hand (during normal business hours only) to Computershare Investor Services PLC at The Pavilions, Bridgwater Road, Bristol BS99 6ZY. Alternatively you may appoint a proxy electronically. If you wish to submit your Proxy Form via the internet, you will need your Control Number, Shareholder Reference Number (SRN) and Personal Identification Number (PIN) which are printed on the Form of Proxy.

To appoint a proxy via the internet you should log on to the Computershare website at www.eproxyappointment.com. You will be asked to agree to the terms and conditions for electronic proxy appointment. It is important that you read these terms and conditions as they set out the basis on which proxy appointment via the internet shall take place. This electronic address is provided only for the purpose of communications relating to electronic appointment of proxies.

CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the meeting to be held on 14 April 2016 and any adjournments of it, by utilising the procedures, and to the address, described in the CREST Manual (available via www.euroclear.com/CREST), subject to the provisions of the Company's articles of association. CREST Personal Members or other CREST Sponsored Members, and those CREST members who have appointed voting service provider(s) should refer to their CREST Sponsor or voting service provider(s), who will be able to take appropriate action on their behalf. In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with Euroclear UK and Ireland Limited's ('EUI') specifications and must contain the information required for such instructions, as described in the CREST Manual. To be valid the message must be transmitted so as to be received by the Company's agent (ID number 3RA50) not later than 48 hours before the time appointed for holding the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

CREST members and where applicable, their CREST sponsors or voting service provider(s) should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST Personal Member or Sponsored Member or has appointed voting service provider(s), to procure that the member's CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by the CREST system by any particular time. In this connection, CREST members and where applicable, their CREST sponsors or voting service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

4. A shareholder entitled to attend and vote at the AGM has the right to ask questions relating to the business being dealt with at the meeting. The Company must cause to be answered any such question but no answer need be given if to do so would interfere unduly with the business of the meeting, involve the disclosure of confidential information, or if it would be undesirable in the interests of the Company or the good order of the meeting that the question be answered.
5. Any person to whom this Notice is sent who is a person nominated under section 146 Companies Act 2006 to enjoy information rights (a 'Nominated Person') may, under an agreement between him or her and the shareholder by whom he or she was nominated, have a right to be appointed (or have someone else appointed) as a proxy for the AGM. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he or she may, under such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights. The statement of rights of members in relation to the appointment of proxies in notes 2 and 3 above does not apply to Nominated Persons. The rights described in those notes can only be exercised by shareholders of the Company. A Nominated Person should remember that his main point of contact in terms of his investment remains the registered member, custodian or broker who administers the investment on his behalf. Therefore, any changes or queries relating to his personal details and holding (including any administration thereof) must continue to be directed to his existing contact at his investment manager or custodian. The Company cannot guarantee dealing with matters that are directed to it in error. The only exception to this is when the Company, in exercising one of its powers under the Companies Act 2006, writes to the Nominated Person directly for a response.
6. Copies of the terms of reference of the Nomination Committee, the Remuneration Committee and the Audit Committee are available on the Company's website corporate.persimmonhomes.com or on request in writing to the Company Secretary at the Company's registered office. Copies of each of the terms of reference will be available on the day of the AGM at the place of the meeting for at least 15 minutes prior to and during the AGM.
7. Copies of the Executive Directors' service contracts and the letters of appointment of the Chairman and Non-Executive Directors will be available for inspection at the Company's registered office at Persimmon House, Fulford, York YO19 4FE during normal business hours from the date of this Notice until the close of the AGM (Saturdays, Sundays and public holidays excepted) and on the day of the AGM at the place of the meeting for at least 15 minutes prior to and during the AGM.
8. As at 7 March 2016, (being the latest practicable date prior to the publication of this notice) the issued share capital of the Company was 307,629,521 ordinary shares of 10 pence each, carrying one vote each. The total number of voting rights in the Company as at 7 March 2016 was therefore 307,629,521. No ordinary shares are held by the Company in treasury.
9. Any corporation which is a shareholder can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder provided that they do not do so in relation to the same shares.
10. A copy of this Notice and other information required by section 311A Companies Act 2006 can be found at corporate.persimmonhomes.com.
11. Under section 527 of the Companies Act 2006, members meeting the threshold requirement set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the AGM or any circumstance connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with section 437 Companies Act 2006.

The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with sections 527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under section 527 Companies Act 2006, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the AGM includes any statement that the Company has been required under section 527 Companies Act 2006 to publish on a website.

12. You may not use any electronic address provided either in this notice of AGM and Circular or any related documents (including the Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.
13. Members attending the AGM should be appropriately and smartly dressed.