

## Section 430 (2B) of the Companies Act 2006 – Jeff Fairburn

The following information is provided in accordance with Section 430 (2B) of the Companies Act 2006.

On 6 November 2018, Jeff Fairburn and Persimmon Plc (the “Company”) agreed to the terms of a Settlement Agreement, a summary of which is set out in this notice.

a. It is confirmed that Jeff Fairburn, Chief Executive of the Company, will cease employment on 31 December 2018.

b. The Company shall contribute up to £10,000 plus VAT but inclusive of any disbursements towards the reasonable legal fees incurred by Jeff in obtaining advice exclusively in respect of the termination of his employment.

c. The Company has agreed with Jeff to reduce his 12 month notice period and therefore there will be no further payments of salary or provision of benefits (including pension) after 31 December 2018. Jeff has no bonus entitlement for 2018.

d. In respect of outstanding share awards:-

(1) 2012 LTIP: The arrangements in relation to Jeff’s entitlement under the 2012 LTIP satisfy his contractual entitlement; the Remuneration Committee has not exercised any discretion in his favour. Following the surrender of options announced on 23 February 2018, the second and final vest of all remaining options to all participants in the 2012 LTIP occurred in full on 2 July 2018. The extension of the holding period applying to 50% of Jeff’s remaining second vest shares (after payment of tax) included a requirement that Jeff not resign from employment with Persimmon and these shares were voluntarily pledged by Jeff as security against his commitment to stay with the business (the “restricted” shares).

Whilst the Company has sought to mitigate the entitlement falling due to Jeff, as Jeff is leaving at the Company’s request, legal advice has confirmed that the Company does not have any discretion to withhold or seek forfeiture over any of the “restricted” 2012 LTIP shares, although these continue to be required to be held until 6 July 2021.

Jeff will be entitled to exercise the following options under the 2012 LTIP which remain outstanding following the surrender of options announced on 23 February 2018. Any such exercise must take place no later than 31 December 2018.

Date of Grant	Shares outstanding under Option	Exercise Price	Holding Period	
			50% of shares acquired under first vesting (after tax)	50% of shares acquired under second vesting (after tax)
17/10/2012	1,449,600	Nil	-	6 July 2021
19/04/2013	869,760	389p	12 months from date of exercise	-
19/04/2013	96,640	389p	-	6 July 2021

(2) Bonus share scheme: Jeff's deferred bonus share scheme awards granted under the Company's annual bonus plan shall automatically lapse in full on the date his employment ceases, as a result of his leaving at the Company's request.

(3) SAYE options: Jeff's unvested SAYE options shall lapse on the date his employment ceases.

Full details of the above payments will be disclosed in the Directors' Remuneration Report for the year ending 31 December 2018.