

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. THIS DOCUMENT RELATES TO A PROPOSAL WHICH, IF IMPLEMENTED, WILL RESULT IN THE CANCELLATION OF THE LISTING OF COUNTRYSIDE PARTNERSHIPS PLC'S SHARES ON THE PREMIUM LISTING SEGMENT OF THE OFFICIAL LIST AND TRADING OF COUNTRYSIDE SHARES ON THE LONDON STOCK EXCHANGE'S MAIN MARKET FOR LISTED SECURITIES.

12 October 2022

Dear Shareholder,

**Recommended Cash and Share Combination of Countryside Partnerships PLC and Vistry Group PLC (the "Combination")—Replacement Forms of Election and Instruction**

Any capitalised terms used but not defined in this letter have the meaning given to them in the scheme document dated 7 October 2022 (the "**Scheme Document**").

The GREEN Forms of Election and GREY Forms of Instruction for use in connection with the Mix and Match Facility sent to Countryside Shareholders and Nominee Service participants, respectively, on 7 October 2022 (the "**Original Form of Election**" and "**Original Form of Instruction**", respectively) incorrectly stated the basis on which Scheme Shareholders (other than Restricted Overseas Shareholders) are entitled to make Elections under the Mix and Match Facility. As stated in the Scheme Document, the correct basis is:

- for every 0.255 New Vistry Share, Scheme Shareholders (other than Restricted Overseas Shareholders) may make Elections to instead receive approximately 154 pence in cash<sup>1</sup>; or
- for every 60 pence in cash, Scheme Shareholders (other than Restricted Overseas Shareholders) may make Elections to instead receive approximately 0.10 of a New Vistry Share<sup>2</sup>.

**IMPORTANT: An Election under the Mix and Match Facility does not guarantee that you will receive either approximately 154 pence (if you elect to receive more cash in respect of each Scheme Share) or approximately 0.10 New Vistry Shares (if you elect to receive more New Vistry Shares in respect of each Scheme Share). Elections under the Mix and Match Facility could be scaled back pro rata, with any unsuccessful elections being treated as an election to receive the basic consideration of 60 pence in cash and 0.255 New Vistry Shares for each Scheme Share held.**

**Replacement forms**

**If you hold your Countryside Shares in certificated form and are not a Restricted Overseas Shareholder, enclosed with this letter are the following important replacement documents:**

- a GREEN Form of Election for use in connection with the Mix and Match Facility (the "**New Form of Election**"); and
- a prepaid envelope, for use in the UK only, for the return of the GREEN New Form of Election.

The BLUE and WHITE Forms of Proxy sent to you on 7 October 2022 are not affected and should still be used by you.

**If you are a Nominee Service participant, enclosed with this letter are the following important replacement documents:**

- a GREY Form of Instruction for use in connection with the Mix and Match Facility (the "**New Form of Instruction**"); and
- a prepaid envelope, for use in the UK only, for the return of the GREY New Form of Instruction.

The PINK and YELLOW Forms of Direction sent to you on 7 October 2022 are not affected and should still be used by you.

<sup>1</sup> The full amount of cash for every 0.255 New Vistry Share under an Election to receive more cash in place of New Vistry Shares in respect of their Countryside Shares is 153.77 pence.

<sup>2</sup> The full amount of a New Vistry Share for every 60 pence in cash under an Election to receive more New Vistry Shares in place of cash in respect of their Countryside Shares is 0.10 of a New Vistry Share.

## **ACTION TO BE TAKEN**

**The GREEN Original Forms of Election and GREY Original Forms of Instruction sent to Countryside Shareholders and Nominee Service participants on 7 October 2022 are invalid, and any such forms returned by Countryside Shareholders or Nominee Service participants may be disregarded by Equiniti and may not be processed.**

**If you have not yet completed and returned a GREEN Original Form of Election or a GREY Original Form of Instruction:**

Please destroy the GREEN Original Form of Election or the GREY Original Form of Instruction, as the case may be, that was sent to you and, if you intend to make an Election under the Mix and Match Facility (or, if you are a Nominee Service participant, intend to instruct Equiniti to do so), instead use the relevant form enclosed with this letter. In that regard, please note the relevant deadline set out below.

**If you have already completed and returned a GREEN Original Form of Election or a GREY Original Form of Instruction:**

Please complete and return the enclosed GREEN New Form of Election or GREY New Form of Instruction (as applicable) as soon as possible and, in any event, by the deadline set out below.

**If you do nothing:**

If you do not return a GREEN New Form of Election or a GREY New Form of Instruction (as the case may be) before the relevant deadline set out below you will receive the standard consideration of 60 pence in cash and 0.255 New Vistry Shares, subject to the Scheme becoming Effective.

### **Countryside Shareholder Helpline**

If you think that you have not received the correct documentation, or have any questions in relation to the replacement form sent to you, please contact the Countryside Shareholder Helpline on +44 (0) 330 123 0367. Please use the country code when calling from outside the UK. Lines are open between 8.30 a.m. and 5.30 p.m. (UK time) Monday to Friday (except public holidays in England and Wales). Calls will be charged at the standard geographic rate and will vary by provider. Calls from outside the United Kingdom will be charged at the applicable international rate.

Different charges may apply to calls from mobile telephones and calls may be recorded and randomly monitored for security and training purposes. Please note that the Countryside Shareholder Helpline operators cannot provide advice on the merits of the Scheme or the Combination or give any financial, legal, investment or tax advice.

### **Please refer to the Scheme Document**

This letter is not a summary of the Scheme Document, and should not be regarded as a substitute for reading the Scheme Document in full. It is strongly advised that you read the Scheme Document and the enclosed forms carefully before taking any action.

Detailed instructions for making an Election under the Mix and Match Facility are set out in Part 9 of the Scheme Document.

**For Countryside Shareholders, the Election Return Time (the last time for making an Election) is 1.00 p.m. on 10 November 2022.**

**For participants in the Nominee Service, the CSN Election Return Time is 1.00 p.m. on 8 November 2022.**

If you have any questions concerning this letter or the replacement form that is enclosed, please call the Countryside Shareholder Helpline on the number shown above.

Yours faithfully,

**Gary Whitaker  
General Counsel and Company Secretary  
Countryside Partnerships plc**

Registered in England and Wales, Registered Number: 09878920  
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