

SAVILLS PLC (“THE COMPANY”)

NOMINATION COMMITTEE (“THE COMMITTEE”)

1. Constitution

1.1 Members

Members of the Committee shall be appointed by the Board and the Committee shall comprise of at least three members, the majority of whom will be independent Non-Executive Directors.

1.2 By Invitation

The Group Chief Executive, any other Director, Group Head of HR or external adviser may be invited to attend all or part of the proceedings of the Committee as the Committee may decide appropriate from time to time.

1.3 Chairman

The Committee shall appoint a Committee Chairman, who shall be an independent Non-Executive Director or the Chairman. In the absence of the Committee Chairman, the remaining members present shall elect one of their number to chair the meeting. The Chairman of the Board shall not chair the Committee when it is dealing with the matter of succession to the chairmanship.

1.4 Secretary

The Group Company Secretary or his/her nominee shall act as the Secretary to the Committee.

1.5 Quorum

The quorum for meetings of the Committee shall be two Committee members both of whom must be independent Non-Executive Directors.

2. Duties

Having regard to the rules of the UK Listing Authority and the principles of the Combined Code, the Committee shall carry out the following duties:

2.1 To regularly review the structure, size and composition required of the Board compared to its present position and make recommendations to the Board with regard to any changes.

2.2 To consider succession planning for directors and any other senior appointments and ensure that appropriate processes and plans are in place.

2.3 To identify and nominate candidates for the approval of the Board to fill vacancies or new positions on the Board of Directors, having evaluated the balance of skills, knowledge and experience of the Board and the capabilities required for a particular appointment.

2.4 To ensure on appointment that a candidate has sufficient time to undertake the role and review his commitments.

2.5 To make recommendations to the Board:

2.5.1 for the continuation or not in service of an Executive Director as a Non-Executive Director;

2.5.2 as regards the re-appointment of any Non-Executive Director at the conclusion of his or her specified term of office, especially when they have concluded their second term;

2.5.3 concerning the re-election by shareholders of any Director under the ‘retirement by rotation’ provisions in the Company’s Articles of Association;

- 2.5.4 concerning any matters relating to the continuation, suspension or termination of any Director from their office as a Director at any time;
 - 2.5.5 concerning the appointment of any Director to executive or other office other than to the positions of Chairman and Chief Executive, the recommendation for which would be considered at a meeting of the full Board; and
 - 2.5.6 detailing items that should be published in the Company's Annual Report relating to the activities of the Committee.
- 2.6 With regard to actual and potential conflicts of interest notified by any Director pursuant to s175 Companies Act 2006 to:
- 2.6.1 review directorships and other positions held by any person being considered for appointment to the Board in either an Executive or a Non-Executive capacity;
 - 2.6.2 review any proposed additional directorship or other position being considered by any existing Director;
 - 2.6.3 consider whether, in the case of Non-Executive Directors, such other appointments could impact the proposed Director's independent status or, in the case of all Directors, give rise to an actual or potential conflict of interest;
 - 2.6.4 consider and, where necessary, authorise on behalf of the Board any actual or potential situational conflicts, upon such terms and conditions as the Committee considers appropriate, arising out of a proposed new appointment, the changed circumstances of an existing appointment or that of a Director's connected person; and
 - 2.6.5 in the case of specially material conflicts, make recommendations to the Board as to whether such a conflict(s) should be authorised, and if so, as to the terms and conditions on which any such authorisation should be given by the Board.
- 2.7 To review the time required from Non-Executive Directors and evaluate their performance to determine whether sufficient time is spent by them to perform their obligations.
- 2.8 To ensure the Non-Executive Directors receive a letter of appointment.

3. Proceedings and Other Matters

- 3.1 The Committee shall have the power to employ the services of such advisers as it deems necessary to fulfil its responsibilities at the cost of the Company.
- 3.2 The Committee is authorised to seek any information it requires from any employee of the Company in order to perform its duties.
- 3.3 The Chairman shall attend the Annual General Meeting prepared to respond to any shareholder questions on the Committee's activities.
- 3.4 The Committee will meet not less than once a year and at such other times during the year as is necessary. A meeting may be called by any member of the Committee or by the Secretary.
- 3.5 Minutes of the Committee meetings shall be prepared by the Committee Secretary. After approval by the Committee Chairman, the Minutes shall be forthwith circulated under confidential cover to the whole Board of Directors, unless a conflict of interest exists.
- 3.6 At least once a year the Committee shall review its own performance, constitution and duties and recommend any changes it considers necessary for Board approval.

4. Reporting Responsibilities

The Chairman of the Committee will report formally to the Board on all matters.