

**SUPPLEMENT DATED 27 OCTOBER 2023 TO THE OFFERING CIRCULAR DATED
3 APRIL 2023 AS PREVIOUSLY SUPPLEMENTED ON 23 AUGUST 2023**



PLACES FOR PEOPLE HOMES LIMITED

(incorporated in England as a registered society with limited liability under the Co-operative and Community Benefit Societies Act 2014 with registration number 19447R and registered with the Regulator of Social Housing under the Housing and Regeneration Act 2008 (as amended), with number L0659)

and

PLACES FOR PEOPLE TREASURY PLC

(incorporated in England as a public limited company under the Companies Act 2006 with registered number 9272235)

£3,000,000,000

Euro Medium Term Note Programme

This Supplement (the **Supplement**) is a supplement to the offering circular dated 3 April 2023, as previously supplemented by the supplement dated 23 August 2023 (together, the **Offering Circular**) which comprises, with respect to Places for People Treasury plc, a base prospectus for the purposes of the UK Prospectus Regulation and, with respect to Places for People Homes Limited, listing particulars for the purposes of the Listing Rules. This Supplement constitutes, with respect to Places for People Treasury plc, a supplement to the prospectus for the purposes of Article 23 of the UK Prospectus Regulation and, with respect to Places for People Homes Limited, supplementary listing particulars for the purposes of Section 81 of the FSMA. This Supplement is prepared in connection with the £3,000,000,000 Euro Medium Term Note Programme (the **Programme**) established by Places for People Homes Limited and Places for People Treasury plc (the **Issuers** and each an **Issuer**). Terms defined in the Offering Circular have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Offering Circular and any other supplements to the Offering Circular issued by the Issuer.

Each of the Obligors accepts responsibility for the information contained in this Supplement. To the best of the knowledge of each of the Obligors, the information contained in this Supplement is in accordance with the facts and this Supplement makes no omission likely to affect its import.

Purpose of the Supplement

The purpose of this Supplement is (a) to incorporate by reference the annual financial statements of each of the Obligors as at and for the twelve month period ended 31 March 2023; and (b) to include a new "Significant or Material Change" statement.

Annual Financial Statements for each of the Obligors as at and for the twelve month period ended 31 March 2023

Each of the Obligors has published its audited annual financial statements as at and for the twelve month period ended 31 March 2023, which are available at <https://www.placesforpeople.co.uk/investors-business/our-performance/financial-statements/>. A copy of each of those annual financial statements has been filed with the Financial Conduct Authority and, by virtue of this Supplement, those annual financial statements together

with the audit report thereon are each incorporated in, and form part of, the Offering Circular including the information set out in respect of the relevant Obligor at the following pages in particular:

(a)	Places for People Homes Limited	
	(i) Statement of Financial Position.....	Page 13
	(ii) Income Statement.....	Page 12
	(iii) Accounting Principles and Notes.....	Pages 15 to 47
	(iv) Audit Report.....	Pages 6 to 11
(b)	Places for People Treasury plc	
	(i) Statement of Financial Position.....	Page 13
	(ii) Income Statement.....	Page 12
	(iii) Accounting Principles and Notes.....	Pages 15 to 22
	(iv) Audit Report.....	Pages 6 to 11
(c)	Places for People Living+ Limited	
	(i) Statement of Financial Position.....	Page 11
	(ii) Income Statement.....	Page 10
	(iii) Accounting Principles and Notes.....	Pages 14 to 38
	(iv) Audit Report.....	Pages 7 to 9
	; and	
(d)	Castle Rock Edinvar Housing Association Limited	
	(i) Statement of Financial Position.....	Page 18
	(ii) Income Statement.....	Page 17
	(iii) Accounting Principles and Notes.....	Pages 20 to 36
	(iv) Audit Report.....	Pages 14 to 16

If documents which are incorporated by reference themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the UK Prospectus Regulation or for the purposes of the Listing Rules, except where such information or other documents are specifically incorporated by reference or attached to this Supplement.

General Information

The paragraph entitled "Significant or Material Change" in the section headed "General Information" on page 116 of the Offering Circular shall be deemed deleted and replaced with the following paragraph:

"Save in the case of Places for People Living+ Limited as a result of the Group Reorganisation (as described in "*The Places for People Group – Group Reorganisation*"), there has been no significant change in the financial performance or financial position of the Obligors (and, where applicable, any of their subsidiaries) since 31 March 2023 and there has been no material adverse change in the prospects of the Obligors since 31 March 2023."

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Offering Circular by this Supplement and (b) any other statement in or incorporated by reference in the Offering Circular, the statements in (a) above will prevail.

Save as disclosed in this Supplement, since the publication of the Offering Circular, there has not been: (i) any other significant new factor, material mistake or material inaccuracy relating to information included in the Offering Circular; or (ii) any other significant change affecting any matter contained in the Offering Circular whose inclusion was required by Section 80 of the FSMA, the Listing Rules or the FCA or any other significant new matter having arisen the inclusion of information in respect of which would have been so required if it had arisen when the Offering Circular was prepared.