

Annual General Meeting 2024

Have your say



Supporting you when it matters



Your vote matters

We believe every generation deserves a place to call home. And it's our mission to put home ownership within reach of more people, generation after generation.

Whether you save or have a mortgage with us, just by being a member you're helping us to make that a reality.

This magazine tells you all you need to know to make your vote count.

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Last year, 1 in 2 people who took out a new mortgage with us were first time buyers. A big part of why we can support more people onto the housing ladder is because we're a mutual, owned by you.

And as a member, voting in our AGM is your chance to have your say.

How to vote

AGM 2024

11am, Thursday 18 April 2024

Leeds Marriott Hotel, 4 Trevelyan Square, Boar Lane, Leeds LS1 6ET

Voting online is easy



Just scan the QR code on the front page of your voting form – your voting codes will be loaded for you.

Or go to leedsbuildingsociety.co.uk/voting and follow the instructions. You'll need the voting codes on your paper voting form or email.

Online voting is available 24 hours a day until **11am on Tuesday 16 April 2024.**

We donate 25p to charity for every vote we receive. See page 5 to find out more.

Other ways to vote



In branch

Complete, sign and date the declaration in either the Quick Vote or Standard Vote section of your paper voting form. Then take it to any of our branches and put it in the ballot box by **Friday 12 April 2024**. You can also ask one of the team to print a voting form for you.



By post

If you were sent a voting form, please complete and return it using the prepaid addressed envelope provided.

We'll need to get your voting form back by **11am on Tuesday 16 April 2024**. Please return your form in plenty of time before this date.



In person

We'd love to see you at the AGM on **18 April in Leeds** to receive your vote. It's at **11am at the Leeds Marriott Hotel**. If you're coming, please remember to bring your customer number with you.

We're owned and driven by you

We're a mutual building society, not a bank. We're owned by our members – people like you. That means we can do things a little differently.



We don't have any shareholders



All our profits go back into supporting you and our other members



Your savings help us provide mortgages that support more people to buy a home



You can have a say on who represents you on our board of directors and other important decisions we make

Everything we do is done with you as a member in mind – whether it's offering competitive savings and mortgages or supporting you through whatever life brings.

That's why your vote is so important.



Your vote helps others

As well as being there for you as a member, we believe it's important to support communities, charity and good causes.

We donate 25p to charity for every vote we receive. You can choose where the donation goes – the Leeds Building Society Foundation* or Dementia UK†.



Leeds Building Society
Foundation

The Foundation awards grants to UK-based charities supporting those in need of a safe and secure home. Please see page 9 for further details. leedsbuildingsociety.co.uk/foundation



DementiaUK

Our national charity partner from 2020 until March 2024 – as voted for by you and our colleagues. They provide specialist **Closer To Home** dementia clinics in our local branches and over the phone. AGM donations will help fund this vital support. dementiauk.org

If you can't decide which charity to pick, don't worry. When you vote, you can leave the boxes blank and we'll split the donation equally between both good causes.

* Leeds Building Society Charitable Foundation is registered at Companies House with company number 03724612 and is a registered charity number 1074429. Registered address: 26 Sovereign Street, Leeds, West Yorkshire LS1 4BJ.

† Dementia UK is a registered charity in England and Wales (1039404) and Scotland (SCO47429). A company limited by guarantee and registered in England and Wales (02944156). Registered address: 7th Floor, One Aldgate, London EC3N 1RE.

Chair's welcome



Leeds Building Society's purpose is to put home ownership within reach of more people, generation after generation. With this being one of the hardest times to afford a home since our founding year in 1875, and the number of first time buyers at a 10 year low, this goal has never been more relevant and important.

We measure our performance in terms of how well we are delivering on our purpose across a number of key areas.

Firstly, to help families achieve their aspiration of home ownership we develop innovative mortgage products and lend to them on a responsible and sustainable basis.

Secondly, to fund our lending we provide savings products which are consistently competitive.

Finally, to make sure that we can continue to do this for generation after generation, we need to make sufficient profit to maintain our financial strength whilst also being able to invest in our people, in improving our service and in developing our technology.

The headwinds which we faced in 2023 included a much smaller mortgage market, house prices on a declining trajectory, continued pressures on the cost of living, a sluggish economy and intensified competition. Notwithstanding this, I am pleased to report that in 2023 we made strong progress in all key areas.

The details are covered in this magazine and the Chief Executive's review of the year in the Annual Report and Accounts.

However, some of the most important headlines include:

- **Half of all our new mortgages went to helping first time buyers - up from 1 in 3 in 2022**
- **The average interest on our savings account was 0.59% above the average rate for the market as a whole - a benefit of £110m for our savings members**
- **We won multiple awards for customer service and achieved a 94% service satisfaction score in a survey of members**
- **The Society's membership reached an all-time high of 919,000**
- **Colleague engagement scores improved to 8.3 out of 10, which places us in the top 25% against the benchmark for financial services**
- **Pre-tax profit totalled £181.5 million, sufficient to underpin our financial strength and maintain our investment for the future**
- **Through Society and member contributions of over £1m we supported primarily purpose-linked community schemes and projects**

Two new appointments were made to the board this year. Farah Buckley joined in April as an independent non-executive director. She also joined both the Audit and Risk Committees. Farah is a chartered accountant with extensive experience as an executive in private equity and corporate finance.

Pam Rowland joined the board in May as an independent non-executive director. She also joined the Risk, Nominations and Remuneration Committees. Pam

is a chartered banker with over 30 years' experience in financial services, principally in chief operating officer and change roles.

David Fisher has agreed to remain on the board as a non-independent non-executive director. David has an extensive career in financial services at a senior level and his continued presence brings valuable continuity.

On a personal note, I announced in January my decision to step down as Chair in 2025. While this will be my last year with the Society, my commitment and determination to build a strong Society for future generations remains unchanged.

Looking to the future, we expect many of the headwinds that existed last year to continue into 2024, albeit our expectation is that interest rates will begin to decline which will support a moderate increase in activity in the housing and mortgage markets. Guided by our purpose, we remain well placed to prosper and are confident in our outlook for the year ahead and beyond.

The Society is fortunate in having an outstanding and distinctive culture.

Our colleagues feel a keen sense of engagement and pride in our business and identify with our purpose. Our consistently strong performance is down to them and the Society's leadership team, and I am extremely grateful for all their efforts.

Iain Cornish
Chair

Our 2023 highlights

Our Society

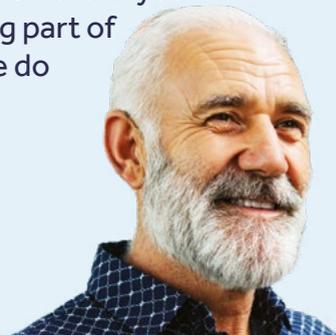
919,000 members - thank you for being part of what we do

94% member satisfaction rate[†]



Trustpilot rating of 4.4 out of 5* (reviews based on real members experiences)

100% of our waste diverted from landfill[‡]



Last year we did more than ever to help members save or own a home, and to support communities in need.

Your savings

We paid an average savings rate of **3.05%** **0.59%** higher than the market average[§]

122,300 new savings members joined us[§]

Our savers got an extra **£110m** more interest in their pockets[§]

We launched 2 new innovative products to help members get onto, and up, the housing ladder: **Home Deposit Saver** and **Shared Ownership Saver**

A place to call home

We helped **34,900** people buy a home... including **17,700** first time buyers



Awarded What Mortgage's **Best Shared Ownership Mortgage Lender for the 8th year running**

1 in every 2 mortgages go to first time buyers

Our communities

£1,176,129 awarded to good causes this year

£339,486 given to 47 charities through our Charitable Foundation

£267,138 raised for Dementia UK - totalling **£863,033 since 2020**

We supported **247** charities and community groups



[†]Overall customer satisfaction in a survey of 3,612 members from January to December 2023. ^{*}Trustpilot rating correct as at 31 December 2023. [‡]Includes waste arising from core business activities conducted through our head office and branch sites, which excludes items such as redundant IT equipment. Excludes waste from three of our branches that are part of a shared building.

[§]We paid an average rate of 3.05% against the rest of the market rate of 2.46%. CACI's CSDB, Stock, January 2023 to December 2023, latest data available. CACI is an independent company that provides financial benchmarking data of the retail cash savings market.

In conversation with Richard

Our Chief Executive Officer Richard Fearon reflects on 2023 and shares his thoughts on the year ahead.



How do you reflect on 2023?

There was a great deal of economic turmoil during the year with high inflation and rising interest rates. But throughout I saw the Society at its very best, as we supported our members and each other through some tough times. We delivered fantastic results, we made good progress delivering our purpose and we strongly supported good causes and communities. I'm very proud of what we achieved.

In 2023 the Society continued to support first time buyers. Why is this important?

Everything we do is in support of our purpose of putting home ownership within reach of more people, generation after generation. So it's pleasing that more than 1 in 2 of our mortgages went to a first time buyer, particularly given that it was the hardest time to get on the property ladder since our founding year of 1875.

This was driven by lots of innovation, such as launching Experian Boost to help improve credit scores for aspiring homeowners through their regular payments. We also created our Reach Mortgage range which provides options for people who may otherwise be turned down for a standard mortgage with us.

We also ran a campaign to highlight the 426,000 first time buyers who could be lost to the housing market by 2027 – we wanted to bring a voice to their frustrations and will continue to campaign for reforms to help them achieve their home ownership dream.

How did we support people with mortgages?

As a member-owned mutual, it's right we use our resources to help members stay on the property ladder. We were one of the first lenders to sign the Mortgage Charter to provide further help to those struggling with their payments. We also invested in the teams that support members in financial difficulty. I've listened to many of these calls and it's emotional to hear the relief in people's voices when we've been able to help them at a time where they need it the most.

Also, we haven't charged arrears fees to our members since the pandemic, and we won't do so until at least 2025.

What about our savings members?

122,300 new savings members joined the Society in 2023, a sign that we're providing great value to our savers. We offered rates

0.59% above the market average in 2023 which works out as an extra £110 million in members' pockets in interest. Members saved a record £2.7 billion with us, and we added two purpose-led, market-first products to our range, the Home Deposit Saver and the Shared Ownership Saver. We continued to provide highly rated service in branches, on the phone and online, with a new digital savings application process reducing the time it takes for members to apply by over 80%.

Are we making progress on our journey towards net zero?

This is a big focus for us. This year we continued our journey to significantly reduce our energy consumption by 2030 and become net zero in our operational emissions. We worked with the Energy Savings Trust to launch an online tool that helps members assess and improve the energy performance of their properties. And we updated our lending calculations to allow us to lend more on the most energy-efficient homes – something no other lender currently does.

How have we made progress on inclusion and diversity?

It's so important that the Society reflects the diversity of our members. A big indicator of our progress is participation from colleagues in the events we run. I went to the Northern Pride event we participated in, and it was a real highlight for me. I'm very proud we were the first building society to be accredited as a 'Gold' Inclusive Employer in 2023. It's validation for the journey we're on to create a Society for everyone.

What was your proudest moment of 2023?

It's so hard to choose. Seeing colleagues step up and support members and each other through difficult times was very gratifying. But if I had to pick one thing, it's winning the Leading With Purpose award in the Business Culture awards. It's special to be officially recognised as a purpose-led organisation.

What's your message to members for 2024?

As I look ahead, it's important to acknowledge the decision by Iain Cornish to step down as our chair from 2025.

2024 is likely to bring yet more economic uncertainty, political change, and cost of living challenges. But we're in a strong position to support members through this thanks to Iain's contribution to our growth, his care in safeguarding the Society's rich heritage, and his determination to deliver our purpose. The board has initiated a process for the appointment of our new Chair and an update will follow once that process is complete.

Through the year we'll improve how we support existing mortgage customers when they come to the end of their deal, including through new technology. We'll invest further in our branch network and we'll also announce our new charity partner.

As always, I thank you for your ongoing trust and confidence in our Society.

How we supported you in 2023

Helping you during tough times



Standing by our savers

Our savings members make everything we do possible, including making people's dreams of home ownership come true.

In the past 12 months, 122,300 new savings members joined us. This means 649,815 people now save with us in total – more than ever before.

Responding to interest rate rises

The Bank of England base rate rose five times in 2023. Every time this happened we passed on an increase to support members with variable rate accounts. This helped us offer fair value across our savings products.

Giving our savers more

We've paid our savers 0.59%* higher than the market average savings rate. This adds up to our savers having an extra £110m in their pockets.

And we launched two innovative new products for our savers that align with our purpose (see page 15).

Helping homeowners at every step

The five base rate increases during 2023 were hard for a lot of homeowners. We did what we could to limit the impact felt by these increases by only raising our Standard Variable Rate on just four occasions in response.

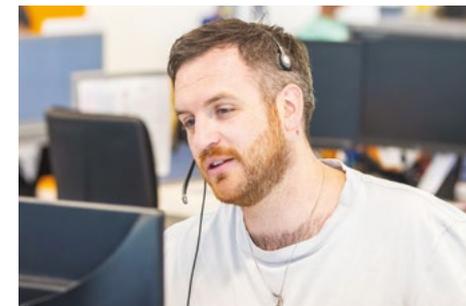
Signing the Mortgage Charter

We know unexpected increases to mortgage payments can cause money worries. That's why, in June 2023, we were amongst the first lenders to sign up to the government's Mortgage Charter to provide further help.

To reduce monthly payments, it gives people the option to:

- **Switch to an interest only deal for six months**
- **Extend their mortgage term (with the option to switch back to their original term in the first six months)**

It also includes a commitment that we won't repossess homes within 12 months of the first missed payment.



Other support

We're helping our mortgage members in other ways too. We haven't charged arrears fees since 2020. Plus we've given members coming to the end of their fixed rate mortgage, the chance to switch to a new deal up to six months ahead. They used to be able to only switch three months ahead.



I help members who are struggling with their mortgage payments, or think they're likely to. I often speak to people who, up until now, have never missed a mortgage payment in their life. Now they're struggling all of a sudden, and that's why my team is here.

I'm in this job because I want to be able to make a difference. We can do that by helping people with their budgets, providing options for their mortgage payments or by signposting them to additional free support if they need it. When people say that by speaking to me it's lifted a weight off their mind and they can now sleep at night, it makes it all worthwhile.

Jo Lyford Mortgage Support Specialist



*We paid an average rate of 3.05% against the rest of the market rate of 2.46%. CACI's CSDB, Stock, January 2023 to December 2023, latest data available. CACI is an independent company that provides financial benchmarking data of the retail cash savings market.

Doing the right thing for first time buyers

We've always looked out for those wanting to buy their first home. This year we've gone even further.

Owning a home has never been harder. It's less affordable and accessible than it's ever been. As a result, home ownership has fallen by a third among 25 to 35 year olds*. **We're on a mission to change this.**



Helping people on the ladder

Home Deposit Saver

The biggest barrier to home ownership is often the deposit. That's why we launched the Home Deposit Saver, a new savings account with first time buyers in mind.

It's designed to encourage would-be home buyers to save and build interest.

Leading the way in Shared Ownership

We've continued to help first time buyers by offering Shared Ownership mortgages. This is when you buy a share of a property and pay rent on the rest. It means buyers generally need a smaller deposit to buy a home.

Plus we launched our Shared Ownership Saver, helping members with a Shared Ownership mortgage save to gradually buy a bigger share of their home.

Innovating to help would-be homeowners

Experian Boost

We were the first UK mortgage provider to partner with Experian and connect to their free Experian Boost service.

By signing up, it allows users' regular monthly payments to potentially 'boost' their credit scores. We then use the boosted score in mortgage applications.

First Home Helper

This new online tool is designed for those starting their home buying journey with no prior knowledge of mortgages. After answering a few questions, users can discover the home ownership routes that could be right for them.

Highlighting the home ownership crisis

Greetings from
LOSTHAVEN

Our new research showed that 233 people face being priced out of the housing market every day†. This adds up to over 426,000 people over the next five years who should own a home, but won't be able to.

In October, we lobbied the main political parties to show the scale of the problem. Our campaign put the spotlight on the fictional city of Losthaven, suggesting ways to avoid creating a generation of lost first time buyers.

*Source: English Housing Survey, '2021-2022: headline report', December 2022.

†Source: Independent assessments of future housing transactions commissioned by Leeds Building Society, September 2023.

Making a difference in our communities

We don't just put our members first. We also pitch in to help charities, vulnerable groups and local communities.

Providing safe and secure homes through our Foundation

Our Charitable Foundation has once again been supporting those in need of safe and secure homes this year, including support for homeless charities like Oasis Community Housing and Bradford Night Stop. But it's not just down to us. Through the Your Interest In Theirs scheme, our members have contributed **£42,437** on top of our **£301,670** donations, giving us a total of **£344,107** to provide large and small grants.

Help for those further afield

Sometimes those a little further from home need our help too. We donated £25,000 to the Disasters Emergency Committee after earthquakes hit Turkey and Syria last February. And we're continuing to house displaced Ukrainian families above our Peterborough branch.

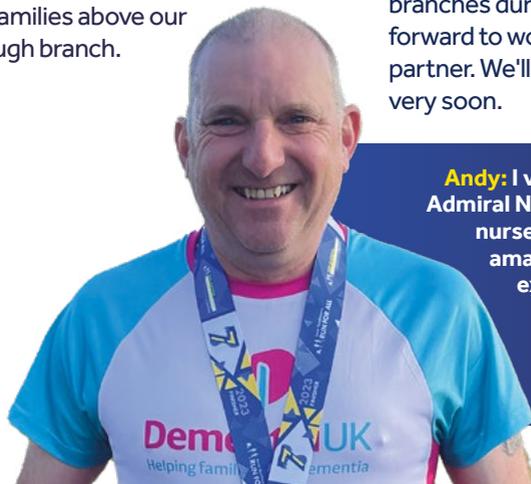
Celebrating our partnership with Dementia UK

2023 was our last full year raising money for Dementia UK. As usual, our colleagues stepped up to the challenge. Bake sales, football tournaments and even a virtual 'race across the world' have raised money for much-needed expert dementia support.

Together we've now raised an incredible £863,033 since 2020. This allows Dementia UK to provide virtual appointments and face-to-face clinics in our branches, meaning families affected by dementia can always access the life-changing support of a dementia specialist Admiral Nurse.

We've loved supporting Dementia UK for the past four years and are pleased to continue hosting clinics in selected branches during 2024. We're also looking forward to working with our new charity partner. We'll be telling you about them very soon.

Andy: I visited a dementia specialist Admiral Nurse in my local branch. The nurse, Helen was amazing. It was amazing to speak to a dementia expert who understood what my wife and I were going through. Knowing that the Admiral Nurses are there for us is so reassuring.



Looking after you – and our planet



Commitment to our branch network

We know that many of our members use our branches. At a time when many banks and building societies are closing branches, we've kept ours open.

We also want to make sure our members can find out facilities available to them in their local branch. That's why we've teamed up with AccessAble, who've produced Detailed Access Guides for every one of our 50 branches.

A digital age

At the same time, we recognise not everyone feels the need to visit a branch. In the past 6 months, 78% of new members joined us by opening an account online. We've made system improvements, including our online platform for mortgages and savings, making it more convenient and accessible for our members.

Living green

We remain committed to helping tackle climate change and support the transition to net-zero by 2050. We want to be net-zero for our own operations (referred to as Scope 1 and 2 emissions) by 2030. We also want to reduce the indirect emissions (referred to as Scope 3) from our operational activities and mortgaged properties that we finance. Refer to page 68 of our Annual Report and Accounts for further details.

We've partnered with the Energy Savings Trust to launch an online tool to help members assess the energy performance of their properties. This tool gives users personalised advice and tips to reduce their energy usage - saving them money and helping the environment.

Plus, we've partnered with Keepmoat to support the first large-scale development of houses built to the Future Homes Standard. We're one of the first lenders to lend on these properties.

For more on how we're supporting our communities, read our Purpose Impact Report 2023 on our website.

Get to know the directors

Our directors are responsible for ensuring the Society acts in your best interests. Find out why you should vote for them.



Farah Buckley

Independent Non-Executive Director

Joined the board in April 2023 – I stand for election at the AGM, for the first time in 2024.

Why vote for me?

Initially qualifying as a chartered accountant at Deloitte, I've had a successful executive career with a focus on private equity and corporate finance, most recently with Hermes GPE and Schroder AdvEq. I've held a variety of board roles with a portfolio of non-executive positions, bringing deep experience in audit, investment, strategy, risk and ESG. Having worked in financial services for over 20 years, my extensive knowledge and experience complements the other directors in our oversight of the Society. As a chartered accountant, I'm also able to bring relevant skills and insight to the Society.

Other roles*: Non-executive positions with Aurora Investment Trust plc, Caledonia Investments plc, and Apollo Syndicate Management Limited. Non-executive director and Chair of Long Term Assets Limited.

Board committees: Member of Audit Committee and Board Risk Committee.



Pam Rowland

Independent Non-Executive Director

Joined the board in May 2023 – I stand for election at the AGM, for the first time in 2024.

Why vote for me?

I am a chartered banker with over 30 years financial services experience. My most recent executive role was Chief Operating Officer at Paragon Banking Group Plc. Before working at Paragon, I was Managing Director Change Delivery at Barclays UK Retail Bank and Chief Operating Officer at ING Direct. I have extensive experience in operations, people leadership and customer led and digital transformation programmes.

My experience of financial services operations and transformation programmes, as well as in promoting a strong customer centric and people focused culture, are very relevant to the progressive agenda at the Society. I was delighted to join the Society in 2023 to support it in its continuing success.

Other roles: Non-executive director of Saga Services Ltd.

Board committees: Member of Board Risk, Nominations and Remuneration Committees.



Annette Barnes

Independent Non-Executive Director

Joined the board in February 2019.

Why vote for me?

Before joining the Society, I was CEO at Lloyds Bank Private Banking Ltd and Managing Director of Wealth & Mass Affluent for Lloyds Banking Group. I have over 35 years' experience in financial services and a background in operations, technology and customer engagement, plus recent board and regulatory experience.

My responsibility as a board member is to challenge and support management, so that we can continue to meet the changing needs of members, colleagues and other stakeholders. In 2023, I was appointed as the Society's Consumer Duty Champion and designated non-executive for colleague engagement. In undertaking these roles, I regularly meet with colleagues to discuss their experiences and understand any changes they'd like to see within the business to further support members and colleagues. As Chair of the Remuneration Committee, my key focus is to ensure the Society has the right reward structures in place, to foster our mutual culture and to attract and retain the talent we need to deliver on our purpose.

Other roles: Non-executive director, Chair of Remuneration Committee and Senior Independent Director of GlobalData plc and a non-executive director, Chair of Remuneration and Nominations Committees of Stratos Markets Ltd.

Board committees: Chair of Remuneration and member of Board Risk and Nominations committees.



Andrew Conroy

Chief Financial Officer

Joined the board in January 2020, Chief Financial Officer since July 2019.

Why vote for me?

I have almost 20 years' experience in financial services, including a number of senior roles in both building societies and banking institutions.

Having worked within finance, treasury and corporate strategy, I've developed strong technical skills in financial accounting and treasury risk management. I am Chair of the Assets and Liabilities Committee and Balance Sheet Optimisation Group and have responsibility for the Society's Finance, Treasury, Data and Third-Party Management functions, along with oversight of its recovery and resolution plan and activities.

UK economic uncertainty continued during 2023, with the rate of inflation in the first half of the year being particularly high. The Bank of England increased the base rate on five occasions during 2023 to rates similar to those in 2007. My focus during this time has been to make sure we support our members and colleagues by safeguarding the Society's financial position. This continues to be my priority, as I lead our Finance division into 2024.

Other roles: Trustee for Saltmine Trust.

For more details about the directors, please see the Society's Annual Report and Accounts on our website.

*As at 31 December 2023, the number of non-executive positions held were subject to a waiver issued by the Prudential Regulation Authority.



Iain Cornish

Chair and Independent Non-Executive Director

Joined the board in January 2019, Chair since April 2020.

Why vote for me?

I've worked in financial services for over 30 years. My previous roles include CEO of Yorkshire Building Society and Chair of the Building Societies Association. I've also held several non-executive roles, such as, a Treasury Select Committee Special Advisor and Independent Director for the Prudential Regulatory Authority and the Financial Services Authority Practitioner Panel.

As Chair, my role is to lead your board in overseeing the performance of the Society and the development and implementation of its strategy. Over the last year, the board's focus has been on furthering this purpose in a climate which has been difficult for borrowers and savers. My priority is to make sure that the Society continues to offer sustainable good value to savers, and enables as many borrowers as possible to buy the homes they want. I will also be ensuring that the Society remains financially secure for the future, and that the substantial investments which we are making to improve services to members are managed well, and that they deliver the benefits intended.

Other roles: Trustee of Macmillan Cancer Support and Chair of Governors at Leeds Beckett University.

Board committees: Chair of Nominations Committee and member of Remuneration Committee.



Richard Fearon

Chief Executive Officer

Joined the board in 2016, CEO since February 2019.

Why vote for me?

As CEO it's my responsibility to promote the long-term success of the Society, and lead the development and implementation of our strategy and purpose in the interest of our members. I am proud of how we have set out and advanced our purpose of 'putting homeownership within reach of more people, generation after generation' over recent years.

My role involves leading the management team so that we can operate in the best interests of our members. Indeed, one of my priorities as CEO is to keep making sure every decision we make has our members at its heart, as well as promote and ensure the delivery of good customer outcomes through a customer focused strategy and culture. Our purpose has supported us through the current economic climate and we continue to effectively serve members and uphold our purpose as a mutual building society. I started my career at Oliver Wyman & Company, and spent ten years at Lloyds Banking Group in senior mortgage and savings roles. I have an excellent understanding of product development to meet customer needs, as well as strong strategic and commercial skills.

Other roles: Director of UK Finance Limited and Member of UK Finance Mortgages Product and Service Board.



David Fisher

Non-Independent Non-Executive Director

Joined the board in March 2012.

Why vote for me?

With more than 30 years' experience in financial services, my career began at Halifax Building Society. Since then, I've developed a wealth of knowledge in retail financial services and have a strong understanding of risk management, pensions and human resources. Prior to joining the Society, I was CEO of Sainsbury's Bank.

In order to ensure the Society can deliver its purpose over time, it needs to maintain its strength and stability and effectively manage its risks. My role as a member of the board is to ensure we are financially resilient and have robust systems in place to manage risks throughout the business, which include our risk management framework and internal controls. My ongoing priority is to ensure risks are being managed appropriately, and to provide an appropriate level of challenge to management, so we can remain secure.

Other roles: Non-executive director of Tandem Bank Ltd and Tandem Money Ltd.



Neil Fuller

Independent Non-Executive Director

Joined the board in December 2020.

Why vote for me?

I have over 39 years' experience in retail banking and financial services. Before joining the Society, I was Chief Risk Officer and Executive Board Director at the Bank of Ireland UK plc and Chief Risk Officer at GE Capital Bank Ltd. I also previously held a variety of roles including Risk Director and Chief Risk Officer in the UK retail division of Royal Bank of Scotland and NatWest.

I believe the experience I've gained as Chief Risk Officer at different organisations and my strong understanding of risk management and the principal risks facing the financial services sector, bring value and strengthen the board and support me in my role as Chair of Board Risk Committee. My key areas of focus are to make sure the Society remains resilient and manages risk appropriately, particularly in the current economic climate. The ethics of a mutual resonate strongly with me and I very much enjoy working with the Society.

Other roles: Non-executive director of Cynergy Bank Limited.

Board committees: Chair of Board Risk Committee and member of Audit and Remuneration Committees.



Andrew Greenwood

Deputy Chief Executive Officer

Joined the board in January 2015, Deputy Chief Executive Officer since May 2021.

Why vote for me?

I started my career as a solicitor in private practice and have worked for the Society since 1998, in a variety of roles including Chief Risk Officer from 2011 to 2022. Having worked for the Society for more than 25 years, I have extensive experience of risk management, strategy and a strong knowledge of the organisation, its people and culture.

At the Society, my main line management responsibilities are for the risk, and property and business services functions. I am also Chair of our Inclusion and Diversity Steering Group, which supports the delivery of the Society's Inclusion and Diversity strategy and progressing our strategic objectives in this area.

I am a member of a number of risk focused committees as well as Chair of the Models and Rating System Committee and the Cost Optimisation Group. This includes helping other directors understand the model framework, which underpins assumptions and decision making. As Deputy CEO I am also responsible for managing climate-related risks. A key aspect of this is reducing our carbon footprint on a pathway to net zero and working with key stakeholders to help them to do the same.

Other roles: Member of the UK Finance Sustainability Committee.



Gareth Hoskin

Independent Non-Executive Director

Joined the board in November 2015, Vice Chair and Senior Independent Director since January 2019.

Why vote for me?

I have acquired extensive experience during my 30 years working in financial services, both in the UK and abroad. This included almost 20 years at Legal & General plc as a director and CEO of the international division, and before this I was a chartered accountant at PricewaterhouseCoopers.

As Chair of the Audit Committee, it's my responsibility to make sure our financial statements are fair, balanced and include all the information you, as a member or stakeholder, need to assess and understand our performance. My other responsibilities include monitoring the integrity of external financial reporting, as well as safeguarding and assessing the effectiveness, performance and independence of the Internal Audit function and overseeing the tender and appointment of our new external auditor. Additionally, I act as our whistleblowing champion and ensure our culture welcomes open and transparent discussions.

Other roles: Non-executive director and Chair of Audit Committee of Saga plc, non-executive director and Chair of Acromas Insurance Company Ltd.

Board committees: Chair of Audit and member of Board Risk, Nominations and Remuneration committees.



Rob Howse

Chief Operating Officer

Joined the board in May 2021, Chief Operating Officer since September 2019.

Why vote for me?

Before joining Leeds Building Society, I spent over ten years in senior executive technology, operations and change roles, mainly at RBS and Lloyds Banking Group, where I was focused on retail banking. My earlier career included time in telecoms and the Royal Navy, as well as McKinsey and Company where, my role as associate partner, allowed me to specialise in advising multinational clients on the design and execution of transformation programmes.

As part of my role as Chief Operating Officer I am Chair of the Executive Transformation and the Operational Resilience Committees. My responsibilities include areas in technology, transformation and operational resilience, where I have extensive experience. This allows me to make sure that the Society continues to operate safely while still investing in our long-term future and improving the way that we work every day.

I'll also be focusing on the successful delivery of the critical, multi-year core system migration programme.

Other roles: Chair of the UK Finance Digital, Technology and Cyber Product and Service Board. Governor, Trustee and Director of The Grammar School at Leeds.



Anita Tadayon

Independent Non-Executive Director

Joined the board in October 2021.

Why vote for me?

I have over 25 years' experience and a strong track record in transformation. I have held a number of senior roles and have developed a great deal of expertise in combining technology and change, along with the development and design of customer journeys. Previously I have worked in transformation and Digital and Technology for Sky, British Gas and BT Business. During my time at British Gas, I was responsible for the conduct team within customer operations which has enhanced my FCA regulatory knowledge. I also have an MBA from London Business School.

I have a strong track record in transformation, combining technology and change, and I am able to add value to the board discussions in this area. My knowledge and experience provide different insights and experience, thereby bringing further strength and diversity to the board. I'm passionate about the values associated with mutuality and I'm delighted to be a member of the board.

Other roles: Director of Tadayon Consulting Limited.

Board Committees: Member of Board Risk Committee.

Summary Financial Statement

The directors have pleasure in presenting the Summary Financial Statement of the Society and its subsidiaries ('the Group') for the year ended 31 December 2023.

The Statement is a summary of information published in the audited Annual Accounts, Directors' Report and Annual Business Statement, all of which are available to members and depositors, on the Society's website: (leedsbuildingsociety.co.uk/reports) or on request at any branch, free of charge. The Independent Auditor's Report on the Society's full Annual Report and Accounts was unmodified.

Summary Directors' Report

The Summary Directors' Report for the year ended 31 December 2023 comprises the Chair's Statement on pages 6 and 7, and the Chief Executive Officer's Review on pages 10 and 11.

The directors have confirmed it is appropriate to adopt the going concern basis in preparing the financial statements.

Approved by the board of directors on 22 February 2024 and signed on its behalf by:

Iain Cornish
Chair

Richard Fearon
Chief Executive Officer

Andrew Conroy
Chief Financial Officer

Explanation of key financial ratios

1. Gross capital as a percentage of shares and borrowings

Gross capital provides a financial cushion against losses which might arise from the Group's activities and therefore provides protection for savers and investors.

The gross capital ratio shows the size of our gross capital relative to our shares and borrowings. Gross capital is made up of our profits which have accumulated over many years in the general reserve, plus other reserves, subordinated liabilities and subscribed capital.

2. Liquid assets as a percentage of shares and borrowings

This ratio shows the proportion of our shares and borrowings which is held as cash or assets which are readily convertible to cash. Liquid assets are held to enable the Group to meet requests for withdrawals from savers and investors, to make new mortgage loans and to fund our business activities.

3. Profit for the year as a percentage of mean total assets

The profit to mean assets ratio shows our profit after tax relative to the average of our total assets during the year. We need to make sufficient profits each year to maintain our capital at a suitable level to protect our members and investors.

4. Management expenses as a percentage of mean total assets (cost to mean asset ratio)

The management expenses ratio measures our management expenses relative to the average of our total assets during the year. Management expenses consist mainly of the costs of employing staff and running the Group's branches and offices and IT systems. Expenses are controlled so that we operate as efficiently as possible while providing a high quality service to our members.

Results for the year 2023	2023	2022
	£m	£m
Net interest receivable	337.6	359.6
Other income and charges	26.6	2.4
Fair value gains / (losses) from financial instruments	(6.7)	14.7
Management expenses	(169.0)	(141.0)
Impairment (charge) / credit on loans and advances to customers	(6.1)	(11.9)
Impairment of property, plant and equipment and intangible assets	(0.2)	(3.8)
Provisions (charge) / release	(0.7)	0.5
Operating profit and profit before tax	181.5	220.5
Taxation	(47.6)	(58.6)
Profit for the financial year	133.9	161.9
Financial position at the end of the year		
Assets:		
Liquid assets	5,559.3	4,580.7
Mortgages	21,782.9	20,324.3
Other loans	158.3	168.9
Derivative financial instruments	443.6	679.9
Fair value adjustments	(132.3)	(585.9)
Fixed and other assets	334.1	346.0
Total assets	28,145.9	25,513.9
Liabilities and equity		
Shares	20,793.0	17,520.4
Borrowings	4,747.8	5,209.1
Derivative financial instruments	233.0	251.9
Other liabilities	371.8	519.0
Subordinated liabilities	323.9	309.1
Subscribed capital	33.0	197.6
General reserve	1,548.5	1,415.3
Other reserves	94.9	91.5
Total liabilities and equity	28,145.9	25,513.9
Summary of key financial ratios		
1. Gross capital as a percentage of shares and borrowings	7.83%	8.86%
2. Liquid assets as a percentage of shares and borrowings	21.77%	20.15%
3. Profit for the financial year as a percentage of mean total assets	0.50%	0.67%
4. Management expenses as a percentage of mean total assets	0.63%	0.59%

Independent auditor's statement to the members and depositors of Leeds Building Society

We have examined the Summary Financial Statement of Leeds Building Society and its subsidiaries (the Group) for the year ended 31 December 2023, which comprises the results for the year, financial position at the end of the year and summary of key financial ratios together with the Summary Directors' Report.

Respective responsibilities of directors and auditor

The directors are responsible for preparing this Member Magazine containing the Summary Financial Statement, in accordance with applicable United Kingdom law.

Our responsibility is to report to you our opinion on the consistency of the Summary Financial Statement within the Member Magazine with the full Annual Report and Accounts, Annual Business Statement and Directors' Report and its conformity with the relevant requirements of Section 76 of the Building Societies Act 1986 and regulations made under it.

We also read the other information contained in the Member Magazine and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the Summary Financial Statement. The other information comprises the items listed on the contents page.

Basis of opinion

Our examination involved agreeing the balances in the Summary Financial Statement to the full Annual Report and Accounts, Annual Business Statement and Directors' Report. Our report on the Group's and Society's full Annual Report and Accounts describes the basis of our audit opinion on those full Annual Report and Accounts.

Opinion on Summary Financial Statement

In our opinion the Summary Financial Statement is consistent with the full Annual Report and Accounts, the Annual Business Statement and the Directors' Report of Leeds Building Society for the year ended 31 December 2023 and complies with the applicable requirements of Section 76 of the Building Societies Act 1986 and regulations made thereunder.

Use of our report

This report is made solely to the Society's members, as a body, in accordance with Section 76(5) of the Building Societies Act 1986. Our work has been undertaken so that we might state to the Society's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Society and the Society's members as a body, for our audit work, for this report, for our audit report, or for the opinions we have formed.

**Deloitte LLP – Statutory Auditor
Leeds, United Kingdom
22 February 2024**

Directors' Remuneration Report

Introduction from the Chair

Dear member,

I am pleased to present this year's Remuneration Committee report. The report includes a summary of our Remuneration Policy, together with key decisions made in the year.

The focus of the Committee is to set our Remuneration Policy, including base pay, variable remuneration and other benefits for executive directors and Material Risk Takers. The Committee also has oversight of reward for the broader colleague population.

Our members will have the opportunity to vote, on an advisory basis, on the Remuneration Policy and 2023 Directors' Remuneration Report, at the AGM. There have been no changes to the Policy since the last member vote at the AGM held in 2022.

The key features of our Policy are set out in full on pages 29 to 32.

The Remuneration Policy is consistent with and promotes sound and effective risk management and ensures processes and practices do not introduce any risk of detriment to consumers.

As a mutual, purpose-led business, and as reported last year, we took steps to support our colleagues throughout the cost of living crisis by electing to move our 2023 pay review forward from April 2023 to January 2023, for all colleagues.

In 2023 the Prudential Regulation Authority (PRA) and Financial Conduct Authority (FCA) removed the limit on the ratio of variable to fixed pay ('the bonus cap') which prevented firms from paying variable pay in excess of 100% (or 200% with shareholder/stakeholder approval). In response to these changes and aligned to our mutual culture, approach to recruitment and retention, and to support the long term aims of the Society, we have chosen to maintain the 100% variable to fixed pay limit and make no change to our annual bonus scheme.

As reported in 2022, the Remuneration Committee approved a retention award, specifically in relation to the successful delivery of the critical, multi-year core system migration programme for the Chief Operating Officer, Rob Howse. The first instalment of the retention award was paid in 2023. You can find further details relating to this award on page 33.

Performance and awards 2023

Earlier sections of the Annual Report and Accounts have set out how we have made strong progress, across all of our key metrics which determine our variable pay outturn.

After careful consideration, annual bonuses of between 16.7% and 18.09% (2022: 17% and 18.68%) have been

awarded for 2023 to the executive directors, which represents between 83.5% and 90.4% (2022: 85% and 93.42%) of the maximum award available.

In arriving at the decision to award variable remuneration, a full risk assessment process was undertaken, during which the Committee considered a range of factors and received input from the Board Risk Committee. Following full consideration, no adjustment to variable remuneration was deemed necessary.

The Remuneration Policy has operated as intended during the year.

2023 remuneration changes

In January 2023, all colleagues, including the executive directors, received a base pay increase.

As reported last year, having conducted a thorough external benchmarking exercise and having reviewed the performance of the Society under the Chief Executive Officer’s leadership, the Remuneration Committee agreed a 15% base pay increase for the Chief Executive Officer with effect from January 2023.

In January 2023, the base pay increases for colleagues ranged from 6% to 25% with an average of 9.34% and the base pay of all other executive directors increased by 6%. In addition, following an external benchmarking assessment undertaken during Q2 of 2023, from the 1 June 2023 the Chief Financial Officer received a base pay increase of 10.3% and the Deputy Chief Executive Officer received a base pay increase of 5.8%.

The Chair’s and non-executive director’s basic fees, also increased by 6% for 2023, in line with the minimum increase received by the colleague population. Following a market review, in line with other Committee Chair roles and external benchmarking, the Remuneration Committee Chair fee increased by 24.4% along with the introduction of an added fee for the additional responsibility for the Colleague Engagement and Consumer Duty of £3,000. All of these changes were reported last year, and no individual was present when their own remuneration was under discussion.

Looking ahead

Looking ahead to 2024, the Committee will continue to ensure that we have the right reward structures in place, to foster our mutual culture and to attract and retain the talent we will need to deliver on our purpose.

I trust this report is helpful and informative. The Remuneration Committee recommends that members vote in favour of the 2023 Directors’ Remuneration Report and Remuneration Policy.

Annette Barnes

Chair of the Remuneration Committee

Our Remuneration Policy and principles

The Remuneration Policy is designed to support members by:

- being clearly linked to business objectives
- driving behaviours consistent with our purpose, culture, values and strategy
- being structured to attract and retain appropriately skilled colleagues to support the Society’s long term interests and to promote a healthy culture

Executive directors

The following table summarises the principal components of the executive directors’ total remuneration and the way they operate. Details which are commercially sensitive have not been provided.

	Remuneration element	Summary
Fixed remuneration	Basic salary	<p>Provides ability to attract and retain executives through market competitive rates of pay.</p> <p>The basic salaries of executive directors are reviewed each year, as for any other colleague, based on the economic environment, the overall financial position of the Society and in accordance with benchmarking.</p> <p>The only exception is if there is a material increase in scope or responsibility to the executive director’s role or, as for any other colleague, where external benchmarking identifies a market adjustment is required.</p>
	Pension	<p>Based on membership of the Society’s defined contribution section of the pension scheme. In appropriate circumstances, for example where contributions exceed the annual allowance, there is an option to receive a monthly cash allowance in lieu of pension contributions.</p> <p>Executive directors appointed before 1 April 2019 receive a range of relevant employer contributions, fully aligned with the colleague population who joined before 1 April 2019, with a maximum contribution of 20% of basic salary, based on age and pensionable service.</p> <p>Executive directors appointed on or after 1 April 2019 receive a maximum contribution, fully aligned with the colleague population who joined after 1 April 2019, of 10% of basic salary.</p>
	Benefits	<p>The principal benefits executive directors receive are:</p> <ul style="list-style-type: none"> life assurance (up to 4 x basic salary) private medical insurance group income protection health screening cash health plan <p>Other benefits may be provided based on individual circumstances, for example, relocation.</p>

	Remuneration element	Summary
Variable remuneration	Annual bonus scheme	<p>The 20% maximum is split between: Society performance – 10% Personal performance – 10%.</p> <p>Society performance objectives are agreed by the Remuneration Committee at the start of each year and reflect business priorities.</p> <p>Personal performance objectives, appropriate to the responsibilities of the director, are set at the start of each year and agreed by the Remuneration Committee. 30% of the personal performance award is allocated to the demonstration of behaviours.</p> <p>The 20% maximum for the executive director in a control function is based on a range of personal objectives only, with 30% of the award allocated to the demonstration of behaviours.</p> <p>Robust risk evaluation measures are independently assessed by the Board Risk Committee, with measures for the Deputy Chief Executive Officer assessed by the Chief Executive Officer.</p> <p>For executive directors designated as 'Senior Managers' under the Senior Manager Regime and over the de-minimis⁽¹⁾, 60% of the bonus will be deferred, over a period of seven years with no vesting until three years after the award is made. 50% of variable remuneration will be delivered in a share-like instrument⁽²⁾.</p>
	Retention awards	<p>Such awards will only be made in exceptional circumstances. The monetary value of the award will be defined at grant, and vesting of awards will be tied to the completion of a defined period of service and the satisfactory completion of a specific project or other multi-task deliverable.</p> <p>Retention awards can be made up to a maximum of 100% of fixed pay. All retention bonuses, for Material Risk Takers, are subject to the approval of the Remuneration Committee.</p> <p>Retention awards are part of variable pay and may be subject to malus & clawback, deferral and delivery in instruments, as determined by the Remuneration Committee.</p>

Notes

- (1) The de-minimis limit level is set by regulation, in relation to the level of bonus deferral applied, and impacts colleagues whose variable remuneration is greater than £44,000 per annum or where variable remuneration is more than 33% of their total remuneration.
- (2) Where remuneration exceeds the de-minimis, 50% of the variable remuneration award will be paid in an instrument and 50% will be paid in cash. As a mutual organisation, this means that 50% of the award payable in each year will be held and retained for a further 12 months and which can be written down in value if agreed capital levels are not maintained. The instrument cannot increase in value or attract interest payments during the deferral and retention periods.

The Remuneration Committee may apply discretion to reduce bonus awards in whole or part using either malus or clawback. Malus is a reduction factor which is applied to bonus payments which have not yet vested and clawback is applied to seek recovery of bonus payments already paid.

Non-executive directors

Non-executive directors receive fees which reflect the level of responsibilities and time commitment required for Board and Board committee meetings. Non-executive directors receive a basic fee and an additional fee for chairing a committee.

Fees are reviewed annually with recommendations made to the Board by the Executive Committee. The Chair's fee is reviewed by the Remuneration Committee. Fee levels are benchmarked against other financial services organisations.

Non-executive directors are reimbursed for travel expenses for attending meetings and, where tax liability arises for these travel expenses, this will be covered by the Society.

Service contracts

Executive directors' terms and conditions of employment, including details of remuneration, are detailed in their individual service agreements, which include a notice period of twelve months. The standard contract is available to view at the Society's head office.

None of the executive directors currently hold any paid external directorships.

The non-executive directors do not have service contracts with the Society.

Policy on payment for loss of office

When determining any loss of office payment for a departing individual, the Committee will seek to minimise costs to the Society, whilst seeking to reflect the circumstances in place at the time. Accordingly, the Committee retains overriding judgement to make loss of office payments appropriate to the circumstances and applying the overriding principle that there should be no element of reward for failure.

	Remuneration element	Summary
Fixed remuneration	Basic salary and benefits	In the event of termination by the Society, there will be no compensation for loss of office due to misconduct or poor performance. In other circumstances, executive directors may be entitled to receive compensation for loss of office. Such payments will be based on the monthly salary and pension contributions that the executive would have received if still in employment with the Society. Executive directors are expected to mitigate compensation for loss of office, in appropriate circumstances.

Variable remuneration	Remuneration element	Summary
	Annual bonus	<p>Where an executive director's employment is terminated during or after the end of a performance year, but before the payment is made, the executive may be eligible for a pro-rated annual bonus for that performance year, subject to an assessment based on performance achieved over the period and subject to risk adjustment. No award will be made in the event of misconduct.</p> <p>Where an executive director leaves the Society after an award is made, deferred payments will remain payable, subject to the normal rules of the scheme, including risk adjustment.</p> <p>The Remuneration Committee, in determining the final awards, may apply judgement to assess performance in the round. When assessing performance in the round, the Remuneration Committee may take into account (inter alia) wider market, regulatory and stakeholder considerations.</p>

Report on Remuneration 2023

Executive director remuneration summary for 2023

The total remuneration received by executive directors for 2023 is detailed below, compared with 2022. The total remuneration for executive directors equates to 1.41% of profit before tax (2022: 0.96%). This information has been audited and shows remuneration for the years ending 31 December 2022 and 31 December 2023, as required to be reported under the Building Societies (Accounts and Related Provisions) Regulations 1998. The awards made in respect of performance in 2023, are in line with the 2023 Remuneration Policy, with a maximum annual bonus of 20% for executive directors.

The Chief Executive Officer is the Society's highest paid colleague. As we are a mutual organisation, we have no share capital and, therefore, do not offer share-based remuneration to executive directors or colleagues.

2023 audited

Executive directors	Salary	Annual bonus	Retention award ⁽³⁾	Pension	Loss of office	Total fixed remuneration	Total variable remuneration	Total remuneration
	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000
R G Fearon	665	123	-	74 ⁽¹⁾	-	739	123	862
A P Conroy	404	71	-	40 ⁽¹⁾	-	444	71	515
A J Greenwood	415	71	-	71 ⁽¹⁾	-	486	71	557
R J Howse	392	68	118	39 ⁽¹⁾	-	431	186	617
Total remuneration⁽²⁾	1,876	333	118	224	-	2,100	451	2,551

2022 audited

Executive directors	Salary	Annual bonus	Pension	Loss of office	Total fixed remuneration	Total variable remuneration	Total remuneration
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
R G Fearon	578	110	64 ⁽¹⁾	-	642	110	752
A P Conroy	355	64	35 ⁽¹⁾	-	390	64	454
A J Greenwood	375	64	52 ⁽¹⁾	-	427	64	491
R J Howse	363	66	36 ⁽¹⁾	-	399	66	465
Total remuneration⁽²⁾	1,671	304	187	-	1,858	304	2,162

Notes

- (1) These directors elected to receive part or all of the Society's pension contribution as a cash allowance.
- (2) No director received other taxable benefits of £1,000 or above.
- (3) The Remuneration Committee approved a retention award, specifically in relation to the successful delivery of the critical, multi-year core system migration programme for R J Howse.

Annual incentive

For 2023, corporate performance incentive opportunities were based on the performance measures in the following table.

The table also illustrates performance against each of the measures.

Blueprint performance measure	Weightings for maximum (as % of salary)	Pay out %
Trading Responsibly	3.34%	3.06%
Being Responsive to Member Needs	3.33%	2.77%
Communicating & Engaging with Our Colleagues & Customers	3.33%	3.33%

Notes

The corporate measures only apply to the Chief Executive Officer, Chief Financial Officer and Chief Operating Officer. The Deputy Chief Executive Officer is responsible for a control function, and, therefore, is remunerated on personal objectives only based on a maximum of 20%.

Personal performance achievement for executive directors was in the range of 7.68% to 16.7% (16.7% in respect of the DCEO). Personal performance for executive directors in a non control function is based on a maximum of 10% and is assessed on personal objectives relating to each executive director specific role and behaviours.

Retention award

As reported in 2022, the Remuneration Committee approved a retention award, specifically in relation to the successful delivery of the critical, multi-year core system migration programme for the Chief Operating Officer, Rob Howse.

The first instalment of the retention award of £117,660 was made in July 2023, based on the successful delivery of specific project milestones and objectives.

The retention award is part of variable pay and is subject to malus and clawback, deferral and delivery in instruments, as determined by the Remuneration Committee.

Pensions and other benefits

A J Greenwood is a deferred member of the defined contribution section of the pension scheme and has opted for a cash allowance in lieu of the Society's pension contribution. R G Fearon and A P Conroy opted to receive pension benefits as part contributions to the defined contribution section of the pension scheme and part cash allowance, in lieu of the Society's pension contribution. R J Howse has opted for a cash allowance in lieu of the Society's pension contribution.

No executive director has the right or opportunity to receive enhanced benefits beyond those already disclosed, and the Committee has not exercised its discretion during the year to enhance benefits.

Executive directors may be entitled to receive compensation for loss of office. Such payments will be based on the monthly salary and pension contributions that the executive would have received if still in our employment.

Long term incentive awards made in the financial year

There were no long term incentive awards made in the financial year.

Payments for loss of office

There were no payments for loss of office made in the financial year.

Payments to former directors

A payment of £25,307 has been made in 2023 to P A Hill, the former Chief Executive Officer, who retired on 30 June 2019. A payment of £18,662 has been made in 2023 to R S P Litten, the former Chief Financial Officer, who left the Society on 18 April 2019. A payment of £11,984 has been made in 2023 to K Wint, the former Chief of Staff, who left the Society on 31 January 2020. The bonus payments consisted of deferred incentive awards, which are assessed in full when they are awarded. All these payments were subject to risk assessment and the Committee determined no risk adjustment was required.

Remuneration for non-executive directors

The fees for non-executive directors are made up of a basic fee, plus a committee chair fee, as appropriate. The Chair does not receive additional fees for roles carried out other than that of Chair.

Non-executive directors	Basic fees (£'000)		Benefits (1) (£'000)		Committee chair fees (£'000)		Total (£'000)	
	2023	2022	2023	2022	2023	2022	2023	2022
I C A Cornish (Chair)	169	158	6	6	-	-	174	164
G J Hoskin (Vice Chair)	56	52	5	3	24	24	86	79
A M Barnes	56	52	8	3	18	-	82	55
D Fisher	56	52	-	-	-	-	56	52
N A Fuller	56	52	5	4	18	18	79	74
L R McManus (2)	2	52	2	5	-	12	4	69
A Tadayon	56	52	10	5	-	-	66	57
F Buckley (3)	42	-	3	-	-	-	45	-
P Rowland (4)	37	-	3	-	-	-	40	-
Total	530	470	42	26	60	54	632	550

Notes:

- (1) In addition to the payment of fees, non-executive directors are reimbursed for travel expenses for attending meetings and, where tax liability arises, this will be covered by the Society.
- (2) This colleague left on 13 January 2023.
- (3) This colleague joined on 1 April 2023.
- (4) This colleague joined on 1 May 2023.

Non-executive directors (including the Chair) received an annual basic fee increase of 6% in January 2023, in line with the colleague population. Following a market review and external benchmarking, the Remuneration Committee Chair fee increased by 24.4% along with the introduction of an additional fee for the non-executive director with the responsibility for the Colleague Voice and Consumer Duty of £3,000.

From 1 April 2024 the non-executive directors' fees will be as follows:

Non-executive directors	Basic fees (£'000)	Committee chair fees (£'000)	Total (£'000)
	2024	2024	2024
I C A Cornish (Chair)	175	-	175
G J Hoskin (Vice Chair)	58	25	83
A M Barnes	58	18	76
D Fisher	58	-	58
N A Fuller	58	18	76
A Tadayon	58	-	58
F Buckley	58	-	58
P Rowland	58	-	58
Total	581	61	642

Stay in touch

Thanks for voting. Please keep in touch – we're here to listen to what you have to say, all year round.

Got a question about the AGM?

Drop us an email. It's the quickest way to get a response.
agm@leedsbuildingsociety.co.uk.

You can find answers to some frequently asked questions about the Society at leedsbuildingsociety.co.uk/AGM-FAQ.

You can also submit a question in any of our branches. If you prefer to write a letter, please use the following address: **Society's Secretary, Leeds Building Society, 26 Sovereign Street, Leeds, LS1 4BJ.**

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