

# Pillar 3 Disclosures

## 2018

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# 1 EXECUTIVE SUMMARY

## 1.1 Introduction

This document presents the consolidated Pillar 3 disclosures of the Skipton Building Society Group (the 'Group') as at 31 December 2018.

The Pillar 3 disclosure requirements apply to banks and building societies and require firms to publish key details regarding their capital and risk management.

## 1.2 Summary of key disclosures

This section summarises the key quantitative disclosures reported in this document.

The tables below set out the capital adequacy as at 31 December 2018 under CRD IV applying both the transitional and end-point rules for the prudential consolidation group and individual consolidation group.

The capital ratios are calculated as the relevant capital divided by risk weighted assets at 31 December of the relevant year

Table 1 Capital adequacy

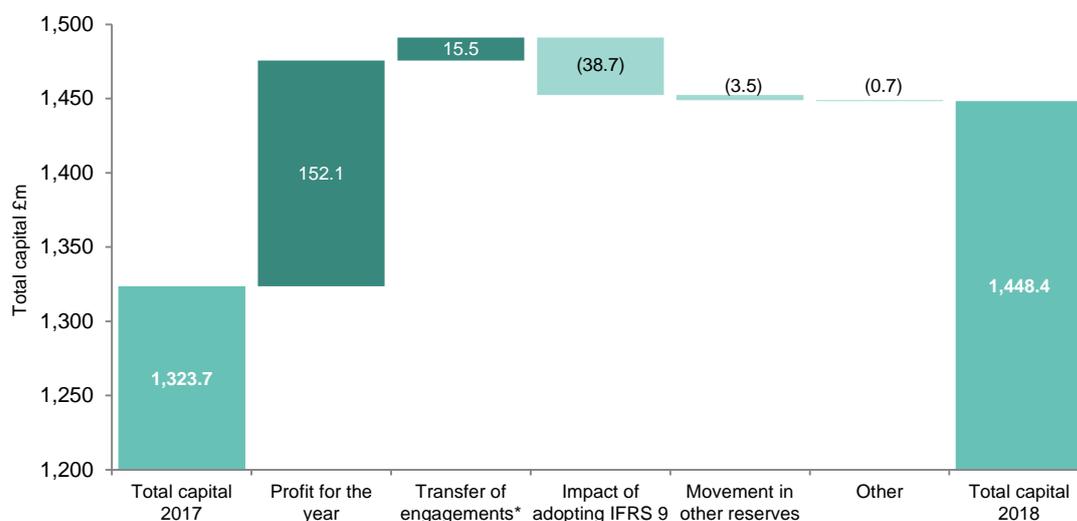
	Transitional		End-point	
	2018	2017	2018	2017
	£m	£m	£m	£m
<b>Prudential consolidation group</b>				
Total Common Equity Tier 1	1,408.4	1,283.7	1,408.4	1,283.7
Additional Tier 1 capital	36.0	40.0	-	-
Total Tier 2 capital	4.0	-	40.0	40.0
<b>Total regulatory capital</b>	<b>1,448.4</b>	<b>1,323.7</b>	<b>1,448.4</b>	<b>1,323.7</b>
<b>Total risk weighted assets (RWAs)</b>	<b>4,279.3</b>	<b>3,864.7</b>	<b>4,279.3</b>	<b>3,864.7</b>
<b>Capital ratios (as a percentage of RWAs)</b>				
Common Equity Tier 1 ratio	32.9%	33.2%	32.9%	33.2%
Tier 1 ratio	33.8%	34.3%	32.9%	33.2%
Total capital ratio	33.8%	34.3%	33.8%	34.3%
<b>Individual consolidation group</b>				
Total Common Equity Tier 1	1,365.7	1,243.4	1,365.7	1,243.4
Additional Tier 1 capital	36.0	40.0	-	-
Total Tier 2 capital	4.0	-	40.0	40.0
<b>Total regulatory capital</b>	<b>1,405.7</b>	<b>1,283.4</b>	<b>1,405.7</b>	<b>1,283.4</b>
<b>Total risk weighted assets (RWAs)</b>	<b>3,928.4</b>	<b>3,583.9</b>	<b>3,928.4</b>	<b>3,583.9</b>
<b>Capital ratios (as a percentage of RWAs)</b>				
Common Equity Tier 1 ratio	34.8%	34.7%	34.8%	34.7%
Tier 1 ratio	35.7%	35.8%	34.8%	34.7%
Total capital ratio	35.8%	35.8%	35.8%	35.8%

During 2018, the total capital of the prudential group increased by £124.7m primarily driven by an increase in retained profits of £152.1m, which is partly offset by the impact of adopting IFRS 9 from 1 January 2018. See section 2.9 for further details regarding the impact of IFRS 9 on regulatory capital.

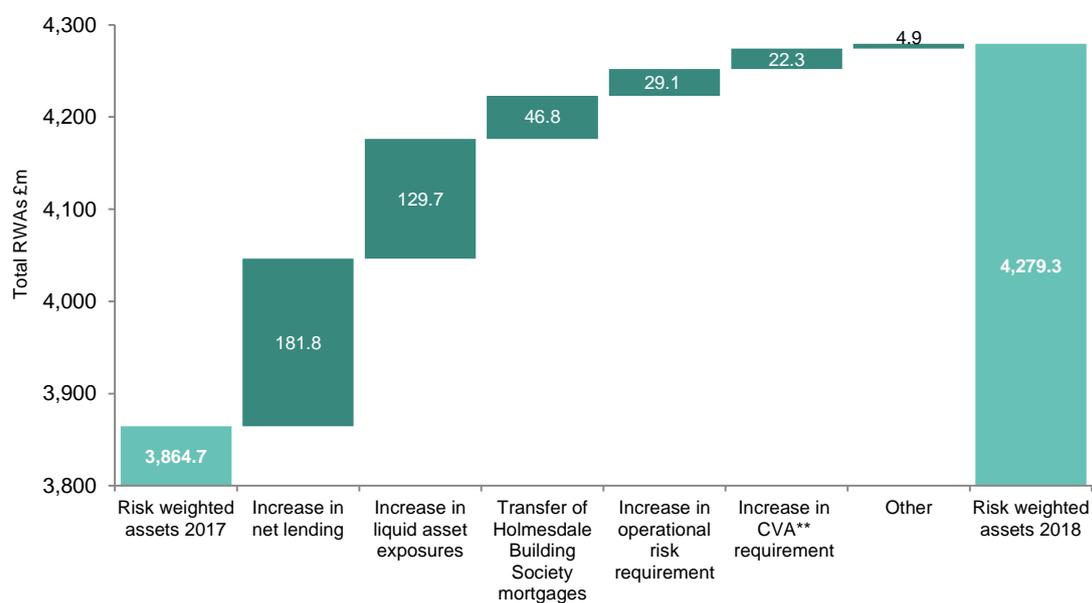
Risk weighted assets also increased during the period due to a net increase in mortgage lending of £1.6bn combined with an increase in the liquidity portfolio. The liquidity portfolio has been increased in response to the ongoing political and economic uncertainty.

The capital ratios have remained stable showing that the growth in mortgage lending has been offset by increased profits.

The graph below illustrates the movement in total capital during 2018. The key driver of the increase is the profit accumulated during the year.



Risk weighted assets have increased by £414.6m, primarily due to the increase in mortgage balances combined with the increase in liquid assets throughout 2018.



\* Transfer of engagements relate to the net assets gained following the merger with Holmesdale Building Society. Further information regarding the merger can be found in the note 42 of the Group's Annual Report and Accounts.

\*\* The Credit Valuation Adjustment is held in order to protect the Group from exposure to potential mark to market losses that could arise if the creditworthiness of counterparties to the Society's derivative contracts were to deteriorate.

### Leverage ratio

The leverage ratio is calculated as Tier 1 capital divided by total exposures. The table below sets out the leverage ratio under the transitional and the end-point rules for the prudential consolidation group.

	Transitional		End-point	
	2018 £m	2017 £m	2018 £m	2017 £m
Total Tier 1 capital	1,444.4	1,323.7	1,408.4	1,283.7
Total exposure	22,828.1	21,159.6	22,828.1	21,159.6
Leverage ratio	6.3%	6.3%	6.2%	6.1%

The leverage ratio remained stable during the year, showing that whilst the Group has increased lending and liquidity balances throughout 2018, it has also increased its Tier 1 capital base. See section 4.4 for further details.

### UK leverage ratio

The UK leverage ratio represents the UK regulatory regime which currently only applies to financial institutions with deposits of £50bn or more, but is set out below for information. The UK leverage ratio calculation excludes deposits with central banks from the leverage exposure measure. See section 4.4 for further details.

	Transitional		End-point	
	2018 £m	2017 £m	2018 £m	2017 £m
Total Tier 1 capital	1,444.4	1,323.7	1,408.4	1,283.7
Total exposure excluding exposures to central banks	20,439.1	18,766.3	20,439.1	18,766.3
UK leverage ratio	7.1%	7.1%	6.9%	6.8%

### Liquidity coverage ratio (LCR)

The LCR is a measure designed to ensure that financial institutions have sufficient high quality assets available to meet their liquidity needs for a 30 day liquidity stress scenario. As at 31 December 2018 the LCR was 203% (179% in 2017) and was above both the regulatory and internal limits set by the Board throughout the period. See section 13.1 for further details.

### Asset encumbrance

An asset becomes encumbered when part or all of its value is pledged to another party to secure, collateralise or credit enhance a financial transaction from which it cannot be freely withdrawn. This may be done to attain funding and/or to collateralise derivative exposures. As at 31 December 2018 the level of encumbrance was within our risk appetite. See Appendix 5 for further details.

	Carrying amount of encumbered assets	Carrying amount of encumbered assets	Carrying amount of unencumbered assets	Carrying amount of unencumbered assets
	2018 £m	2017 £m	2018 £m	2017 £m
Assets	4,409.1	2,889.1	18,188.1	17,389.0

## 2 INTRODUCTION

### 2.1 Background

On 1 January 2014, the Basel III regulation was implemented in the EU through the Capital Requirements Regulation (CRR) and the Capital Requirements Directive (CRD) together referred to as CRD IV.

These disclosures have been prepared under CRR Part Eight (Articles 431 to 455) of Regulation (EU) No 575/2013. Some of the regulations introduced under the CRR are being phased in over the period to 1 January 2022 under transitional arrangements. These arrangements impact the eligibility of some of the Group's capital instruments which is set out in detail in section 4.3.

### 2.2 Pillar 3 policy

The Board has adopted a formal policy for the production of the Pillar 3 disclosures. The policy sets out the principles which ensure that the Pillar 3 disclosures satisfy the regulatory reporting requirements in respect of the basis, frequency, verification and appropriateness of disclosures, and the governance framework applied in the preparation of the disclosures. The policy also ensures that the Group's risk profile is comprehensively disclosed and that our disclosures are comparable to other market participants.

### 2.3 Basis and frequency of disclosure

These Pillar 3 disclosures are based upon the Group's Annual Report and Accounts for the year ended 31 December 2018, unless otherwise stated. As such, these disclosures should be read in conjunction with the Group's Annual Report and Accounts. The frequency of disclosure has been assessed in accordance with European Banking Authority (EBA) guidelines and disclosures will be issued on an annual basis in conjunction with the publication of the Group's Annual Report and Accounts, unless there is a material change to the Group's risk profile or regulatory change, when disclosures will be made more frequently.

### 2.4 Media and location of publication

These Pillar 3 disclosures, and those from previous years, are published on Skipton Building Society's website ([www.skipton.co.uk/about-us/pillar-3-disclosure](http://www.skipton.co.uk/about-us/pillar-3-disclosure)).

### 2.5 Verification of disclosure

The design of specific controls surrounding the preparation of these disclosures and compliance with regulatory reporting requirements has been independently reviewed. These disclosures have also been reviewed and approved by the Board Risk Committee on behalf of the Board.

There is no requirement for the disclosures to be externally audited, although some of the information within the disclosures also appears in the Group's Annual Report and Accounts which are externally audited.

The Group has a policy in place to ensure that a consistent level of internal review and control is applied to all financial and regulatory disclosures. These processes have been applied in the preparation of the Pillar 3 disclosures.

## 2.6 Scope of application

The balances within the Group's Annual Report and Accounts are prepared in line with International Financial Reporting Standards (IFRS), whilst the balances within the Pillar 3 disclosures are prepared in line with CRD IV. This results in some differences between the two documents. A reconciliation of the accounting values to regulatory capital values has been set out in Appendix 1.

For accounting purposes the Society's consolidation group comprises the Society and all of its subsidiaries (i.e. full group consolidation). For prudential regulation Pillar 3 reporting purposes consolidation is carried out at the following levels:

Prudential consolidation group	Individual consolidation group
Skipton Building Society (Society)	Skipton Building Society (Society)
Amber Homeloans Limited (Amber)	Amber Homeloans Limited (Amber)
North Yorkshire Mortgages Limited (NYM)	North Yorkshire Mortgages Limited (NYM)
Darrowby No. 3 plc	
Darrowby No. 4 plc	
Skipton Covered Bonds Limited Liability Partnership	
Skipton Financial Services Limited (SFS)	
Skipton Business Finance Limited (SBF)	
Skipton International Limited (SIL)	
Skipton Investments Limited	
Skipton Group Holdings Limited (SGHL)	

SIL is based in Guernsey and is regulated by the Guernsey Financial Services Commission (GFSC).

The following entities are included in the accounting group but are specifically excluded from the individual and prudential consolidation groups:

- Connells Limited and its subsidiaries
- Skipton Trustees Limited
- Jade Software Corporation Limited and its subsidiaries
- Northwest Investments NZ Limited

The above entities are neither consolidated nor deducted from own funds, instead capital is held for the associated cost of investment in accordance with Article 48 of the CRR.

Table 2 provides a reconciliation of the full Group consolidated balance sheet to the prudential group balance sheet as at 31 December 2018. It also sets out the regulatory adjustments applied to derive the exposure amount for which capital is required to be held, the 'credit risk exposure'.

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Table 2 Reconciliation of accounting balance sheet assets to regulatory credit risk exposure

	Accounting balance sheet assets as published in financial statements	Deconsolidation of entities outside the regulatory group	Prudential group balance sheet assets	Assets deducted from own funds <sup>1</sup>	Regulatory capital adjustments <sup>2</sup>	Regulatory exposure of off-balance sheet items post CCF <sup>3</sup>	IRB provisions <sup>4</sup>	Exposure to counterparty credit risk for derivatives <sup>5</sup>	Prudential group credit risk exposure
Assets	£m	£m	£m	£m	£m	£m	£m	£m	£m
Cash in hand and balances with the Bank of England	2,395.7	-	2,395.7						2,395.7
Loans and advances to credit institutions held at amortised cost	422.7	(20.9)	401.8		16.2				418.0
Debt securities	1,383.1	-	1,383.1						1,383.1
Derivative financial instruments	72.3	-	72.3		(2.8)			88.2	157.7
Loans and advances to customers held at amortised cost	18,127.0	14.6	18,141.6		8.4	881.9	9.8		19,041.7
Loans and advances to customers held at FVTPL*	1.9	-	1.9						1.9
Equity release portfolio held at FVTPL	410.9	-	410.9		(0.4)				410.5
Deferred tax asset	41.6	(14.8)	26.8						26.8
Investments in Group undertakings	-	83.8	83.8						83.8
Investments in joint ventures	12.2	(12.2)	-						-
Equity share investments	0.8	(0.8)	-						-
Property, plant and equipment	77.9	(40.7)	37.2						37.2
Investment property	12.0	-	12.0						12.0
Intangible assets	161.4	(150.3)	11.1	(11.1)					-
Other assets	84.9	(46.3)	38.6						38.6
<b>Total assets</b>	<b>23,204.4</b>	<b>(187.6)</b>	<b>23,016.8</b>	<b>(11.1)</b>	<b>21.4</b>	<b>881.9</b>	<b>9.8</b>	<b>88.2</b>	<b>24,007.0</b>

\* FVTPL – Loans and advances to customers that are measured at Fair Value Through Profit and Loss.

As set out above the balance sheet exposure is adjusted for the following items to derive the credit risk exposure:

1. Under PRA rules intangible assets (including goodwill) must be deducted from regulatory capital.
2. Specific regulatory capital adjustments relate to the alignment of balance sheet exposures to the prudential credit risk exposure.
3. Regulatory exposure of off-balance sheet items post credit conversion factor (CCF) relates to undrawn credit commitments for mortgages not yet drawn down.
4. Exposures for residential mortgages measured under the IRB Approach are not adjusted for accounting loan impairment in accordance with Article 166 of the CRR. Instead, the regulatory expected loss in excess of accounting impairment provisions is deducted from CET 1 capital in accordance with Article 36 of the CRR.
5. Counterparty credit risk relates to derivative contracts and its associated credit valuation adjustments.

### 2.7 Scope of permission of Internal Ratings Based Approach

The Society has PRA permission to apply the Internal Ratings Based (IRB) Approach to certain credit risk exposures. The IRB Approach is applied to the residential mortgages of the Society and its subsidiary companies Amber and NYM, equity and non-credit obligation exposures. The Standardised Approach continues to apply to all other exposures and operational risk.

The IRB Approach allows the Society to calculate capital requirements using internally developed models rather than the standardised percentages set out in the CRR. The IRB models are subject to a robust monitoring process on an ongoing basis to ensure that they reflect regulatory and economic developments. See section 6.5 and 6.6 for further detail on the IRB models and the associated governance framework.

### 2.8 Disclosure levels

In accordance with Article 432 of the CRR an institution may omit one or more of the disclosures required if the information provided is not regarded as material or if it is regarded as proprietary or confidential. Such information, that we have chosen not to disclose, is set out below.

#### 2.8.1 Non material information

As shown in Table 1 in section 1.2, the difference between the capital position of individual consolidation group and the prudential consolidation group is not material; the granular analysis throughout these disclosures has therefore been disclosed at a prudential consolidation group level only.

Table 1 also sets out the capital adequacy under CRD IV applying both the transitional rules and CRD IV end-point rules. The difference between the transitional and end-point position is that under the end-point rules all existing Additional Tier 1 (AT 1) capital becomes ineligible as AT 1 under CRD IV is transitioned into Tier 2 capital in full, namely £40m of Permanent Interest Bearing Shares (PIBS). As this difference is not significant, we have not presented any further information relating to capital adequacy on an end-point basis.

In accordance with Article 440 of the CRR regarding the Countercyclical Capital Buffer disclosure we have disclosed a geographical breakdown of the obligors of various exposure types in Appendix 6. For reasons of both clarity and materiality, only those countries where the own fund requirement is material or where the countercyclical buffer rate<sup>1</sup> is non-zero are listed. Exposures in countries where those criteria are not met have been presented as 'other countries'.

Based on materiality, no breakdown for the static and dynamic components of IFRS 9 loan impairments from the date of initial adoption to 31 December 2018 has been disclosed by the Society.

#### 2.8.2 Proprietary information

An overview of our approach to interest rate risk is set out in section 12.1, however certain specific details concerning our calculations and assumptions in respect of interest rate risk have been omitted on the basis of their proprietary nature. An omission is made in accordance of the Article 432 (2) of the CRR.

There have been no other omissions on the basis of materiality, proprietary or confidentiality.

#### 2.8.3 Transferability of capital

In order to ensure the greatest degree of flexibility in the allocation of capital, the Board aims to retain the optimal level of capital in the prudential consolidation group and individual consolidation group – the regulated entities. This general principle is subject to a number of regulatory, taxation and commercial considerations which are taken into account before decisions regarding dividend payments from Group entities are finalised. The Board considers that there are no current or foreseeable material, practical or legal impediments to the prompt repayment of liabilities between the individual consolidation group and its subsidiary undertakings. Prior consent

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<sup>1</sup> The countercyclical buffer rate is a percentage, set by the regulator of the jurisdiction within which the exposure sits e.g. the Financial Policy Committee sets the rate for UK exposures, which is required to be applied to a firm's risk weighted assets to calculate a countercyclical capital buffer requirement.

is required from the GFSC before any capital can be repatriated or dividends paid by SIL to the Society as the parent entity.

### 2.9 IFRS 9

The Group has adopted IFRS 9 with effect from 1 January 2018. This introduces significant changes to the classification and measurement of financial instruments, including a new impairment approach.

The principal impact on the Group's regulatory capital of the implementation of IFRS 9 arises from the reclassification of the equity release portfolio and the new impairment requirements on financial assets. The impact of the transition to IFRS 9 reduced the Common Equity Tier 1 (CET 1) ratio at 1 January 2018 by 0.9% to 32.3% and reduced the leverage ratio by 0.2% to 5.9%.

The Group has elected to apply the IFRS 9 transitional arrangements to capital calculations from 1 January 2018, as permitted by EU Regulation (2017/2395). The transitional arrangements reduce the impact on capital resources of increased expected credit loss provisions, on scaling bases, over the period to 31 December 2022. In 2018 5% of the increase in expected credit loss provisions is deducted from capital resources rising to 75% in 2022 and 100% in 2023.

In 2018, the impact (95%; £0.8m) of expected credit loss provisions was added back to capital resources, risk weighted assets and leverage exposure. As the impact of the transitional arrangements was not significant, the capital and leverage ratios remained the same after the transitional arrangements were applied.

Based on above, no further breakdown for the static and dynamic components of impairments from the date of initial adoption to 31 December 2018 has been disclosed by the Society, in accordance with Article 432 of the CRR.

Further detail on the impact of IFRS 9 transitional arrangements is set out in Appendix 8 in this document and in note 1b) in the Group's Annual Report and Accounts.

### 3 RISK MANAGEMENT OBJECTIVES AND POLICIES

The Society is a mutual organisation run for the benefit of its members. The Board adopts a prudent approach to managing risk in order to increase the long term value for the benefit of members. The key risks to which the Group is exposed include credit risk, liquidity risk, operational risk, market risk, interest rate risk, pension obligation risk, conduct risk, model risk, reputational risk and business risk. These risks are explained in detail in sections 6 to 13 of these disclosures and in the Risk Management Report of the Group’s Annual Report and Accounts, pages 62 to 69.

#### 3.1 Risk culture

The Society’s approach to risk management is founded on robust corporate governance practices and a risk management culture designed to guide the activity and decision making of all management and employees. The Board promotes the risk management culture by overseeing the development of Risk Strategy, Risk Appetite, and supporting Frameworks. The Risk Management Strategy relates to both the Society and its subsidiary companies.

To support management in delivery of its strategic goals, the Board oversees a business culture which:

- implements an effective Risk Management Framework ensuring the business understands the risks to which it is exposed and operates effective control systems to mitigate their occurrence;
- appropriately balances risk and reward ensuring that a proper understanding of the risks is provided to support informed decision making at all levels of the organisation;
- ensures that we have colleagues who are skilled and engaged, who perform well and work together to create a great customer experience with the right outcomes, whilst recognising and rewarding behaviours which deliver business performance in a risk controlled manner; and
- ensures that incentive plans are designed to promote good customer outcomes.

The Risk Cycle adopted by the Group is based on an end to end process for managing risks. It is forward-looking and comprises elements for identification, assessment, management and reporting risk.



Employees at all levels are responsible for the management and escalation of risks and must be appropriately skilled to fulfil their responsibilities within the Group contributing to the risk awareness, values and behaviours that underpin a strong risk culture.

The risk culture aligns with risk appetite, awareness, proactive reporting and willingness to challenge and to learn.

### 3.2 Risk appetite

As a mutual organisation the Board is charged with the protection of members' deposits and bases its risk appetite on avoiding strategies or business practices which would threaten members' interests.

The Board's risk appetite, inter alia, specifically addresses the maintenance of stakeholders' confidence, credit risk appetite, capital and liquidity adequacy, leverage ratio, fair treatment of customers, the culture of the business and the operational control framework and is supported by a comprehensive range of metrics used to assess business performance and risk exposure against its risk appetite.

The Board reviews and approves risk appetite and its capacity on an annual basis or more frequently in the event of changes to the risk environment, with the aim of ensuring that the approach is consistent with the Group's strategy, business and regulatory environment.

Central to operating within this appetite is a management culture which promotes awareness of actual and potential risks and an understanding of their impact on the portfolio should they crystallise.

A key objective of the Society is to maintain strong capital and liquidity levels. These measures are monitored on an ongoing basis to ensure that the minimum regulatory requirement is met and that the Group has sufficient levels of capital and liquidity for current and projected future activities, as well as potential stress scenarios.

The risks associated with the Group are overseen by the Board as well as the Board Risk Committee and various sub-committees as set out in section 3.4.

### 3.3 Risk management framework

Through the Board Risk Committee (BRC) approved risk management framework and governance structure, the Group has a formal mechanism for identifying and managing risks throughout the business. This framework is designed to deliver the corporate plan in line with the Board's overall risk appetite and is based upon the best practice 'three lines of defence' model which operates as follows:

- **First line of defence**, being line management within the business who, through the implementation of the organisation's risk framework, identifies, assesses and manages risk.
- **Second line of defence**, comprising independent risk functions (Operational, Credit and Market & Liquidity) and related independent compliance functions. These functions challenge, monitor, guide and support the business in managing its risk exposure. The risk framework includes the four sub-committees of the Board Risk Committee, namely, the Conduct and Operational Risk Committee<sup>2</sup>, the Asset and Liability Committee, the Retail Credit Committee and the Model Governance Committee, details of which are set out in section 3.4. These sub-committees are responsible for recommending and monitoring the Group's adherence to policy. The independent risk functions are represented on each of these sub-committees. The Board Risk Committee Chairman is responsible for maintaining the independence of the second line of defence to ensure there are no obstacles to its independent challenge of first line operations.
- **Third line of defence**, provided by Internal Audit, is designed to provide independent assurance to the Board (through the Board Audit Committee) of the adequacy and effectiveness of control systems operating within the first and second lines in identifying and managing risk.

Further details on the specific responsibilities of the Board and the Executive Committees are summarised in this section and set out in detail in the Directors' Report on Corporate Governance and in the Risk Management Report of the Group's Annual Report and Accounts on pages 50 to 69.

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<sup>2</sup> Following an internal review of conduct and operational risk governance, the Board Risk Committee approved the disbanding of the Conduct and Operational Risk Committee on 1 February 2019, as well as the allocation of its primary responsibilities to relevant senior managers in line with requirements of the Senior Managers Regime.

### 3.4 Group risk committee structure

#### 3.4.1 Board

The Board's terms of reference clearly set out its responsibility for the overall stewardship of the Group within the context of the Society's 'Principles of Governance' which are:

- **Governing body** - *The Society is headed by an effective Board which is responsible for the long term success of the Group.*

The Board formulates strategy and establishes the Society's risk appetite and balance sheet strategy. It is organised to have a proper understanding of, and competence to deal with, the current and emerging issues facing the business of the Group, exercising independent judgement and effectively reviewing and challenging the performance of management.

- **Management and oversight** - *The Society's management and oversight framework enables the Board to provide strategic guidance to, and effective oversight of, management throughout the Group.*

The governance framework clarifies the respective roles and responsibilities of Directors and senior executives in order to facilitate Board and management accountability to both the Society and its members. This ensures a balance of authority such that no single individual has unfettered powers. It has clear lines of sight into activities to enable challenge and oversight, allowing the Board to obtain assurance over performance, the integrity of reporting and effectiveness of control implementation.

- **Recognise and manage risk** - *The Board has a sound system of risk oversight, risk management and internal control supported by timely and transparent reporting.*

This framework identifies, assesses, manages and monitors risk on an ongoing basis. It informs management and the Board of material changes to the risk profile of the Society or any of its subsidiaries and facilitates challenge of the effectiveness of actions taken to mitigate risk. It is designed to be forward-looking in approach so as to reduce both the likelihood and the impact of known risks crystallising.

To support delivery of this, it has established a framework of authorities that maps out the structure of high level delegation below Board level and specifies those issues which remain the responsibility of the Board. The Board also has a general duty to ensure that the Group operates within the Society's Rules, relevant laws, regulations and guidance issued by relevant regulatory authorities and that proper accounting records and effective systems of internal control are established, maintained and audited.

The Board considers that the risk management systems in place are adequate and aligned to the profile and strategy of the Group. The Directors' Report on Corporate Governance and the Risk Management Report of the Group's Annual Report and Accounts, see pages 50 to 69, include declarations to this effect and provide further detail on the Board's review of the framework of internal control and compliance with the UK Corporate Governance Code.

#### 3.4.2 Board Risk Committee

To enable appropriate focus on risk matters, the Board has delegated oversight of risk management to the Board Risk Committee (BRC) although ultimate responsibility for risk management continues to reside with the Board.

The BRC is responsible for considering and recommending the Group's risk appetite and capital adequacy and liquidity management policies to the Board. It is also responsible for ensuring that the Group maintains an effective risk governance structure to ensure that internal and external risks across the Group are identified, reviewed, managed and reported on.

In accordance with the CRD regulations, the Committee's membership comprises only Non-Executive Directors.

The BRC met seven times during 2018.

The responsibilities of the Committee are delegated by the Board and are set out in its written terms of reference, which are available on our website at [www.skipton.co.uk/about-us/governance/board-committees](http://www.skipton.co.uk/about-us/governance/board-committees).

The BRC also has a number of executive committees, namely, the Asset and Liability Committee, the Retail Credit Committee, the Conduct and Operational Risk Committee and the Model Governance Committee, which have day-to-day responsibility for risk management oversight. Further information regarding the sub-committees can be found in the Risk Management Report of the Group's Annual Report and Accounts on page 63.

### 3.4.3 Executive Committee

The Executive Committee is responsible for ensuring that the Group meets its strategic and operational objectives as defined in the corporate plan. The Executive Committee is chaired by the Group Chief Executive comprising the Executive Directors and other senior Society executives.

### 3.4.4 Audit Committee

The Audit Committee is responsible for the monitoring and review of the financial reporting process, internal controls and risk management systems.

Further information regarding the Audit Committee can be found in the Audit Committee Report of the Group's Annual Report and Accounts on pages 56 to 61.

The responsibilities of the Audit Committee are delegated by the Board and are set out in its written terms of reference, which are available on our website at [www.skipton.co.uk/about-us/governance/board-committees](http://www.skipton.co.uk/about-us/governance/board-committees).

### 3.4.5 Remuneration Committee

The purpose of the Remuneration Committee is to determine, on behalf of the Board, the Remuneration Policy and to:

- Ensure that remuneration policies, principles and practices are appropriate to enable the business to attract, retain and reward people with the right skills, experience, knowledge and behaviours to support achievement of business goals and objectives;
- Maintain policies that are compliant with governing laws and regulations;
- Ensure that remuneration arrangements support and encourage desired behaviours and culture; and
- Ensure appropriate governance of remuneration practices across the Society and its subsidiary companies and exercise effective oversight of these.

The Committee ensures that clear remuneration principles for the Society and its subsidiaries are set and agreed annually. For the PRA and FCA regulated businesses, the principles set out appropriate standards for remuneration design, governance, risk management, and, where applicable, remuneration for MRTs. The Committee receives reports from the Group Remuneration Oversight Committee on the implications of the remuneration policies within the Group and compliance with the principles. The Chief Risk Officers update the Committee on Risk related matters and provide information and insight as part of the risk adjustment process.

The terms of reference are also available online at <https://www.skipton.co.uk/about-us/governance/board-committees>.

The Remuneration Committee met five times during 2018.

Further information on the Committee's responsibilities can be found in the Group's Annual Report and Accounts on pages 86 to 87.

### 3.4.6 Nominations Committee

The Nominations Committee, which comprises all the Society's Non-Executive Directors and is chaired by the Society Chairman, leads the process for Board appointments and succession planning.

**3.4.7 Non-Executive Directors' Remuneration Committee**

The Non-Executive Directors' Remuneration Committee, which currently comprises Messrs East (Chairman), Bottomley, Cutter, Cornelius and Ndawula, determines the level of the other Non-Executive Directors' fees.

## 4 CAPITAL RESOURCES

### 4.1 Total capital resources

Capital is ultimately held for the protection of depositors and other creditors by providing a buffer against unexpected losses. During 2018 the Society satisfied all of the current capital requirements under CRD IV.

All disclosures are on a transitional basis as outlined in section 2.8 unless explicitly stated.

### 4.2 Tier 1 capital

#### 4.2.1 Common Equity Tier 1 capital

Common Equity Tier 1 (CET 1) capital comprises principally the general reserve (accumulated profit). In line with CRD IV, the cash flow hedging reserve is excluded from CET 1.

The following adjustments are also applied to the calculation of CET 1:

- An adjustment is made for an Additional Valuation Adjustment (AVA) on fair value assets and liabilities in accordance with CRD IV. The AVA has been applied to provide for the downside of fair value exposures that are intrinsically subjective in nature;
- Goodwill and intangible assets are deducted from regulatory capital in accordance with CRD IV;
- A deduction is made for excess expected losses. Expected loss is the amount expected to be lost on an exposure in the event that it defaults, calculated in line with regulatory requirements for capital. Excess expected loss is the amount by which the expected loss calculated for capital purposes exceeds the impairment provision calculated under IFRS for accounting purposes. This is deducted from CET 1 in accordance with Article 36 of the CRR. An expected loss amount equal to 2.4% of equity balances, calculated in accordance with Article 158 of the CRR, is also deducted from CET 1; and
- Under Article 48 of the CRR, a deduction to capital resources is required if a firm's significant investments in financial sector entities exceed a certain threshold. An assessment of the Society's position against this requirement has been carried out and confirmed that the threshold is not met and therefore no deduction is made.

#### 4.2.2 Additional Tier 1 capital

Additional Tier 1 (AT 1) capital comprises issued capital in the form of Permanent Interest Bearing Shares (PIBS).

All PIBS are unsecured and rank pari passu with each other. They are deferred shares of the Society and rank behind the claims against the Society of all subordinated note holders, depositors, payables and investing members of the Society. These shares are measured at amortised cost.

PIBS are perpetual and eligible for regulatory capital but will be phased out of AT 1 capital into Tier 2 capital over a transitional period to 1 January 2022 in accordance with CRD IV.

Appendix 2 shows the key features of the PIBS issued by the Society.

### 4.3 Tier 2 capital

Tier 2 capital comprises of PIBS that have been transitioned out of AT 1 capital under CRD IV.

Table 3 shows the composition of regulatory capital as at 31 December 2018.

Table 3 Capital composition

	Notes	2018 £m	2017 £m
<b>Common Equity Tier 1</b>			
General reserve		1,435.2	1,307.2
Available-for-sale reserve		-	3.1
Fair value reserve		1.6	-
Cash flow hedging reserve		(0.2)	0.1
Cost of hedging reserve		(0.5)	-
<b>Common Equity Tier 1 prior to regulatory adjustments</b>		<b>1,436.1</b>	<b>1,310.4</b>
<b>Regulatory adjustments</b>			
Prudential adjustments	1	(1.6)	(0.6)
IFRS 9 Transitional relief		0.8	-
Intangible assets	2	(10.8)	(11.0)
Cash flow hedging reserve	3	0.2	(0.1)
Excess of expected loss over impairment provisions	4	(16.3)	(15.0)
<b>Total Common Equity Tier 1 capital</b>		<b>1,408.4</b>	<b>1,283.7</b>
<b>Additional Tier 1 capital</b>			
Permanent Interest Bearing Shares (PIBS)	5	36.0	40.0
<b>Total Tier 1 capital</b>		<b>1,444.4</b>	<b>1,323.7</b>
<b>Tier 2 capital</b>			
Permanent Interest Bearing Shares (PIBS)	5	4.0	-
<b>Total Tier 2 capital</b>		<b>4.0</b>	<b>-</b>
<b>Total regulatory capital</b>		<b>1,448.4</b>	<b>1,323.7</b>
<b>Risk weighted assets (RWAs)</b>			
<b>IRB Approach</b>			
Credit risk			
Secured mortgages on immovable property		2,142.3	1,961.8
Non-credit obligation assets	6	37.2	36.5
Equity	7	301.9	308.0
<b>Standardised Approach</b>			
Credit risk			
Secured mortgages on immovable property	8	914.9	776.7
Corporates and retail		77.6	64.3
Treasury	9	326.4	196.9
Other		51.5	144.4
<b>Operational risk</b>		<b>390.2</b>	<b>361.1</b>
<b>Market risk</b>		<b>-</b>	<b>-</b>
<b>Credit valuation adjustment</b>	10	<b>37.3</b>	<b>15.0</b>
<b>Total risk weighted assets</b>		<b>4,279.3</b>	<b>3,864.7</b>
<b>Capital ratios (as a percentage of RWAs)</b>			
Common Equity Tier 1 ratio		32.9%	33.2%
Tier 1 ratio		33.8%	34.3%
Total capital ratio		33.8%	34.3%

**Notes**

- Prudential adjustments relate to a deduction to capital for an Additional Valuation Adjustment ('AVA') on fair value assets. AVA has been applied to provide for the downside of fair value exposures that are intrinsically subjective in nature.
- Under PRA rules intangible assets (including goodwill) must be deducted for regulatory purposes, net of deferred tax liability.
- Under PRA rules the cash flow hedging reserve must be deducted for regulatory purposes.
- Under PRA rules the excess of expected loss, as calculated under the IRB approach, over accounting impairment provisions is deducted from CET 1 capital.
- Under CRD IV end-point rules all existing Additional Tier 1 capital and Tier 2 capital instruments that become ineligible as capital under CRD IV are excluded in full. On a transitional basis £40m of PIBS are being phased into Tier 2 capital over the period to 2022.
- Non-credit obligation assets relate to property, plant and equipment measured under the IRB approach.
- Equity exposures primarily relate to the cost of investment in subsidiary companies outside the regulatory group.
- Risk weighted assets on immovable property under the Standardised Approach include £259.7m in relation to commercial mortgages as at 31 December 2018 (31 December 2017: £279.0m).
- Treasury risk weighted assets include exposures to central government, institutions, covered bonds and securitisations balances.
- The Credit Valuation Adjustment is held in order to protect the Group from exposure to potential mark to market losses that could arise if the creditworthiness of counterparties to the Society's derivative contracts were to deteriorate.

The total capital ratio has decreased to 33.8% during the year. This decrease is driven by greater increase in risk weighted assets (RWAs) compared to the increase in capital resources that were partly offset by the impact of adopting IFRS 9 from 1 January 2018.

RWAs have increased by £414.6m during 2018 to £4,279.3m (31 December 2017: £3,864.7m). The key driver for the increase in RWAs is the growth in the Group mortgage balances of 10% in 2018.

Given the ongoing political and Brexit related uncertainty, the Group increased its liquidity portfolio in the second half of 2018 which has led to an increase in RWAs. Further information regarding the movement in RWAs is set out in section 5.1.

#### 4.3.1 Regulatory capital flow statement

Table 4 below shows the flow of regulatory capital and associated movements that have occurred from 31 December 2017 to 31 December 2018 and shows how the Group's strong financial performance has strengthened our capital position.

Table 4 Capital flow statement

	Notes	Common Equity Tier 1 capital £m	Additional Tier 1 capital £m	Tier 2 capital £m
<b>At 1 January 2018</b>		<b>1,283.7</b>	<b>40.0</b>	<b>-</b>
Profit for the year		152.1	-	-
Impact of adopting IFRS 9	1	(38.7)	-	-
Transfer of engagements	2	15.5	-	-
Actuarial loss on retirement benefit obligation		(1.4)	-	-
Cost of hedging reserve		(0.5)	-	-
Movement in fair value reserve		(1.6)	-	-
IFRS 9 transitional relief		0.8	-	-
Tax on items taken directly to general reserves		1.5	-	-
Deferred tax		(0.9)	-	-
Net decrease in intangible assets		0.2	-	-
Reduction in AVA		(1.0)	-	-
Net increase in excess expected loss over impairment provisions		(1.3)	-	-
Transitioning of PIBS from AT 1 to Tier 2		-	(4.0)	4.0
<b>At 31 December 2018</b>		<b>1,408.4</b>	<b>36.0</b>	<b>4.0</b>

#### Notes

1. The impact on the Group's regulatory capital of the implementation of IFRS 9 arises from the reclassification of the equity release portfolio and the new impairment requirements on financial assets.
2. Transfer of engagements relate to the net assets gained following the merger with Holmesdale Building Society. Further information regarding the merger can be found in the note 42 of the Group's Annual Report and Accounts.

#### 4.4 Leverage ratio

The leverage ratio is defined as the ratio of Tier 1 capital to total exposure which includes both on and off-balance sheet items. This metric is a non-risk based measure used to manage the risk of excessive leverage<sup>3</sup>. The EU is expected to formalise a binding leverage ratio for all institutions as part of its amendments to CRR expected in 2019.

In 2017 the PRA updated the UK leverage ratio framework following recommendations from the Financial Policy Committee (FPC). The UK leverage ratio is calculated in the same way as the CRR leverage ratio with the exception of the exclusion of certain central bank reserves from the leverage exposure measure and requiring a minimum leverage requirement of 3.25%. This currently only applies to banks and building societies with retail

<sup>3</sup> The excessive leverage is the extent to which a firm funds its assets excessively with borrowings rather than own funds.

deposits of £50 billion or more. The Society is not currently captured by this requirement, nonetheless Table 5 sets out the leverage ratio if the Society was subject to the UK leverage ratio framework.

The leverage ratio is monitored on an ongoing basis to ensure that the expected minimum regulatory requirement is satisfied and that the Group has sufficient levels of capital for current and projected activities. The Group's leverage ratio is a key financial indicator monitored closely by the Board each month. The forecast ratio is incorporated into the Society's strategy and risk appetite framework.

Table 5 below sets out the leverage ratio for the prudential consolidation group under the CRD IV transitional and end-point definition together with the UK leverage ratio as at 31 December.

Table 5 Leverage ratio

	Notes	Transitional 2018 £m	2017 £m	End-point 2018 £m	2017 £m
<b>Total Tier 1 capital</b>		1,444.4	1,323.7	1,408.4	1,283.7
Total balance sheet assets after regulatory adjustments	1	23,122.1	21,461.5	23,122.1	21,461.5
Derivatives	2	(294.0)	(301.9)	(294.0)	(301.9)
<b>Total exposure</b>		22,828.1	21,159.6	22,828.1	21,159.6
Central bank exposures		(2,389.0)	(2,393.3)	(2,389.0)	(2,393.3)
<b>Total UK leverage exposure</b>		20,439.1	18,766.3	20,439.1	18,766.3
<b>Leverage ratio</b>		6.3%	6.3%	6.2%	6.1%
<b>UK leverage ratio</b>	3	7.1%	7.1%	6.9%	6.8%

**Notes**

1. Regulatory adjustments relate to undrawn credit commitments, cash flow hedging reserve, goodwill, intangible assets, AVA, current tax and excess expected loss. These adjustments are made to ensure the denominator balance meets regulatory requirements.
2. Exposure values associated with derivatives have been adjusted in accordance with regulatory requirements. For the leverage ratio, the derivative measure is calculated as the replacement cost less cash collateral for the current exposure plus an add-on for potential future exposure.
3. Leverage ratio under the UK regulatory regime excludes exposures to central banks from the leverage exposure balance.

During the year the leverage ratio remained stable at 6.2% on an end-point basis (December 2017: 6.1%) and 6.3% on a transitional basis (December 2017: 6.3%). This shows that the growth in mortgage lending and the impact of IFRS 9 has been offset by the profits accumulated during the year. The Board is confident that the Society will continue to maintain leverage above a minimum requirement of 3.0% (3.25% excluding exposures to central banks) whether or not leverage is legally binding on the Society.

A detailed breakdown of the leverage ratio is set out in Appendix 4.

## 5 CAPITAL REQUIREMENTS

This section sets out the details for each of the components of the Group's capital requirements.

### 5.1 Pillar 1 capital

Under PRA rules a minimum level of capital (Pillar 1) must be held for credit risk, operational risk, market risk and the credit valuation adjustment for the individual and prudential consolidation groups.

#### 5.1.1 Credit risk

The Group has adopted the following approaches to calculate the minimum regulatory capital requirement for credit risk:

IRB Approach for:

- Residential mortgage<sup>4</sup> exposures within the Society and its subsidiary companies Amber and NYM;
- Cost of investment in subsidiary companies outside the regulatory group;
- Non-credit obligation assets<sup>5</sup>; and
- Cash in hand.

Standardised Approach for:

- Residential mortgage exposures within SIL;
- Commercial mortgage exposures within the Society;
- Equity release exposures within the Society;
- Wholesale credit exposures within the regulatory group; and
- Other assets including prepayments.

Section 6 sets out further information on credit risk.

#### 5.1.2 Operational risk

Operational risk is calculated under the Standardised Approach and further information can be found in section 11.

#### 5.1.3 Market risk

Foreign exchange risk is the only Pillar 1 market risk incurred by the individual and prudential consolidation groups. The Group's exposure to foreign currency risk is calculated in accordance with Article 83 of CRD IV and is below the 2% de minimis limit. Further information on market risk and currency risk can be found in section 12.

#### 5.1.4 Credit valuation adjustment

Within Pillar 1 credit risk, the Group holds regulatory capital in order to cover potential losses which could arise if the counterparties to its derivative contracts fail to meet their financial obligations before the maturity date; this is known as the counterparty credit risk. This assessment places a valuation on the risk that the counterparty will default on its obligations before the maturity of the contract. In addition to this CRD IV requires additional regulatory capital to be held to protect the Group from exposure to potential mark to market losses that could arise if the creditworthiness of those same counterparties were to deteriorate: this is known as a credit valuation adjustment charge.

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<sup>4</sup> Residential mortgage exposures include owner-occupied mortgages and residential buy-to-let mortgages.

<sup>5</sup> Non-credit obligation assets relate to property, plant and equipment measured under the IRB Approach.

## 5.1.5 Summary of Pillar 1 capital requirements

Table 6 below provides an overview of RWAs and minimum capital requirements for Pillar 1 capital broken down by exposure class as at 31 December 2018.

Pillar 1 credit risk exposures include balances which are off-balance sheet, such as undrawn credit commitments relating to mortgages not yet drawn down. These exposures have a capital requirement but do not appear in the accounting balance sheet of the regulated group. In addition, exposures in relation to derivatives are adjusted in accordance with regulatory requirements and adjustments are made for credit risk mitigation techniques such as netting. Further detail is set out in sections 7.3 and 8.3.

The capital requirement under both the IRB and Standardised Approach is calculated as 8% of the risk weighted exposure amounts for each of the applicable exposure classes.

Table 6 Pillar 1 capital requirements

	Notes	Risk weighted assets		Capital requirement	
		2018 £m	2017 £m	2018 £m	2017 £m
<b>IRB Approach</b>					
Secured by mortgages on immovable property		1,936.1	1,745.5	154.9	139.6
Exposures in default	1	206.2	216.3	16.5	17.3
Non-credit obligation assets	2	37.2	36.5	3.0	2.9
Equity	3	301.9	308.0	24.1	24.6
		<b>2,481.4</b>	<b>2,306.3</b>	<b>198.5</b>	<b>184.4</b>
<b>Standardised Approach</b>					
Secured by mortgages on immovable property		911.0	774.9	72.9	62.0
Exposures in default	1	3.9	1.8	0.3	0.1
Corporates	4	76.9	63.7	6.1	5.1
Retail		0.7	0.6	0.1	0.1
Central governments or central bank		26.9	14.0	2.2	1.1
Multilateral development banks		-	-	-	-
Institutions		148.0	118.1	11.8	9.5
Covered bonds		20.8	8.7	1.7	0.7
Claims on institutions and corporates with a short-term credit assessment	5	89.3	16.3	7.1	1.3
Securitisations	6	41.4	39.8	3.3	3.2
Other items		51.5	144.4	4.1	11.6
		<b>1,370.4</b>	<b>1,182.3</b>	<b>109.6</b>	<b>94.7</b>
<b>Total credit risk RWAs</b>					
		<b>3,851.8</b>	<b>3,488.6</b>	<b>308.1</b>	<b>279.1</b>
Operational risk		390.2	361.1	31.2	28.9
Market risk		-	-	-	-
Credit valuation adjustment		37.3	15.0	3.0	1.2
<b>Total RWAs</b>					
		<b>4,279.3</b>	<b>3,864.7</b>	<b>342.3</b>	<b>309.2</b>

**Notes**

- Exposures in default refer to those accounts greater than or equal to three months in arrears. It also takes into account potential indications that the borrower is unlikely to pay such as the borrower being made bankrupt.
- Non-credit obligation assets relate to property, plant and equipment measured under the IRB Approach.
- Equity exposures primarily relate to the cost of investments in subsidiary companies outside the regulatory group.
- Corporate exposures relate primarily to debt factoring and invoice discounting in Skipton Business Finance.
- Claims on institutions and corporates with a short-term credit assessment relate to exposures with a residual maturity of less than three months and a short-term credit rating.
- Securitisations relate to purchased Residential Mortgage Backed Securities (RMBSs) excluding retained holdings. Further information on exposures relating to securitisations is set out in section 10.

The Group has increased exposures to institutions as it invests its surplus liquidity into short dated instruments. The decrease in other assets is due to the change in treatment of the equity release portfolio under IFRS 9, further information is set out in note 1b) of the Group's Annual Report and Accounts.

### 5.1.6 Credit risk weighted assets flow statement

Table 7 below sets out the movement in risk weighted assets over the course of the reporting period. The flows have been calculated by applying standard volume rate analysis at a total book or asset category level.

Table 7 Credit risk weighted assets flow statement

	IRB credit risk		Standardised credit risk			Total £m
	Mortgages and loans £m	Other assets £m	Mortgages and loans £m	Treasury assets £m	Other assets £m	
<b>RWAs at 31 December 2017</b>	1,961.8	344.5	776.7	211.9	208.7	3,503.6
Increase / (Reduction) in RWA volume (Improvement) / Reduction in RWA quality	366.9 (205.8)	(5.4) -	124.2 14.0	117.2 34.6	(78.5) (1.1)	524.4 (158.3)
Increase due to model changes	19.4	-	-	-	-	19.4
<b>RWAs at 31 December 2018</b>	<b>2,142.3</b>	<b>339.1</b>	<b>914.9</b>	<b>363.7</b>	<b>129.1</b>	<b>3,889.1</b>

RWAs relating to credit risk have increased by £385.5m during 2018 to £3,889.1m (31 December 2017: £3,503.6m).

#### Movement in RWAs - Volume

The increase in volume in IRB mortgage RWAs relates to the growth in lending in the Society., offset by the continued run-off of the Amber and NYM portfolios.

The increase in volume in mortgage RWAs measured under the Standardised Approach relates to the growth in lending in SIL combined with the change in treatment of the equity release portfolio under IFRS 9. Under IFRS 9 the equity release portfolio is held entirely at fair value. Due to this change a corresponding reduction in volume is also shown in the RWAs for other assets measured under the Standardised Approach. See section 6.8 for further details.

The increase in volume in treasury RWAs is primarily driven by an increased exposure to several different types of instrument, for example Certificates of Deposit and Fixed Rate Bonds as the Group increased its liquidity portfolio in the second half of 2018.

#### Movement in RWAs - Quality

The improvement in RWAs quality in relation to residential mortgages is mainly driven by the continued improvement in arrears and the positive impact of moderate house price growth on the loan-to-value profile.

The reduction in treasury RWAs quality relates to an increase in exposure to a higher number of lower rated (but still investment grade) counterparties through the purchase of debt securities.

#### Movement due to model changes

The methodology for calculating the capital required under the IRB Approach for new mortgage accounts has not significantly changed in 2018. Minor changes include ensuring the assumptions made around arrears costs align with the Society's actual approach and adjusting the expected loss best estimate calculations to reflect the impairment position under IFRS 9.

### 5.1.7 Capital reporting

Capital adequacy at an individual and prudential consolidation group level is reported to the PRA quarterly in our Common Reporting (COREP) returns. It is also reported to the Board on a monthly basis along with forecast positions.

## 5.2 Pillar 2 capital

Pillar 2 is provided to cover specific risks faced by the Group or the risks that have not been covered by Pillar 1, such as pension and interest rate risks.

### 5.2.1 Pillar 2A capital

At 31 December 2018 the capital requirement for Pillar 2A was 3.4% of risk weighted assets, a point in time estimate set by the PRA. The Group maintains capital levels which exceed this requirement.

### 5.2.2 Internal Capital Adequacy Assessment Process

The Group holds capital to absorb losses which may occur in the economic cycle. The Internal Capital Adequacy Assessment Process (ICAAP) is the means by which the Group ensures it has:

- Sufficient levels of capital resources to pursue the corporate objectives as set out in the Group Corporate Plan in light of the risks it faces; and
- Sufficient capital resources to trade through a variety of scenarios, including a severe recession, if necessary by applying appropriate management actions.

In formulating the Group's five year Corporate Plan, the Board considers its overall objectives and evaluates these in light of its agreed risk appetite statements.

The ICAAP is used to identify the amount of additional capital required to cover the risks not covered by Pillar 1 as well as the amount of additional capital required to ensure that the Group can trade through a variety of stress scenarios including a severe recession if necessary by applying management actions called Pillar 2B capital. The PRA requires the amount relating to Pillar 2B capital to remain confidential between the Group and the PRA.

The results of the ICAAP are articulated in a single document which is reviewed and approved by the Board and updated at least annually and more frequently should a significant change in the Group's risk profile occur. Section 13 sets out the additional risks considered in the Pillar 2 assessment.

### 5.2.3 Minimum Requirement for Own funds and Eligible Liabilities (MREL)

MREL is a regulatory requirement set by the Bank of England to ensure institutions can cover the losses that would need to be absorbed in the event of a resolution scenario. This requirement is being phased in over a transitional period to 1 January 2022.

The MREL set for the Society for the transitional period is equal to the regulatory capital requirements for the period to 31 December 2019, then changes to the higher rate of 18% of risk-weighted assets from 1 January 2020 for the period to 31 December 2021. MREL at the end of the transitional period is subject to review by the Bank of England and may change.

Compliance with MREL is reflected in the Society's Corporate Plan.

## 6 Credit risk

### 6.1 Credit risk overview

Credit risk is the risk of suffering financial loss should borrowers or counterparties default on their contractual obligations to the Group.

The Group faces this risk from its lending to:

- individual customers (retail mortgages);
- businesses through historical commercial lending
- debt factoring and invoice discounting provided by Skipton Business Finance; and
- wholesale counterparties for the purposes of liquidity management.

Changes in the credit quality and the recoverability of loans and amounts due from counterparties influence the Group's exposure to credit risk. The Group's strategy is to maintain a cautious approach to credit risk and new lending. Adverse changes in the credit quality of counterparties, collateral values or deterioration in the wider economy, including rising unemployment, changes in interest rates, deterioration in household finances and any contraction in the UK property market leading to falling property values, could affect the recoverability and value of the Group's assets and influence its financial performance. An economic downturn and falls in house prices and commercial property values would affect the level of impairment losses and increase risk weighted assets percentages for modelled portfolios.

The Group has embedded a comprehensive risk management framework with clear lines of accountability and oversight as part of its overall governance framework.

The Group has processes and policies to monitor, control, mitigate and manage credit risk within the Group's credit risk appetite. The Retail Credit Committee (RCC) and the Group Wholesale Credit Committee provide oversight of the effectiveness of all credit management across the Group and the controls in place ensure lending is within the Board approved credit risk appetite. The reporting structure ensures timely and accurate reporting of all substantive risk matters to the Board and the Board Risk Committee. The Board receives monthly updates on the credit risk profile of the Group.

The Group currently lends in the prime residential UK mortgage market, including buy-to-let, through the Society, whilst SIL lends in the Channel Islands and in the UK. The Board's credit risk appetite defines a number of limits regarding customer and collateral credit quality to which all lending activity must adhere.

The credit decision process utilises automated credit scoring and policy rules with lending policy criteria supporting manual underwriting. All aspects of the credit decision process are subject to regular independent review and development ensuring they support decisions in line with the Board's credit risk appetite.

The Group also has credit exposures through Amber and NYM which comprise residential UK mortgages, including buy-to-let, across prime and non-prime lending markets. These portfolios closed to new customer origination and lending in 2008 and are managed by adherence to clear policies in relation to mortgage servicing and credit management.

## 6.2 Credit risk exposures

The Group's overall credit risk exposures have increased by £2.5bn to £24.0bn as at 31 December 2018 driven primarily by an increase in mortgage lending during the year combined with an increase in liquid assets.

Table 8 below sets out the credit risk exposures by class split by those measured under the IRB Approach and those measured under the Standardised Approach. The balances include off-balance sheet items relating to undrawn credit facilities. The average exposure is based on the average of the last two reporting positions. The majority of exposures (71.9%) relate to residential mortgages measured under the IRB Approach. See sections 6.3 and 6.4 for further detail on the IRB Approach.

The Group has increased exposures in very highly rated multilateral development banks as well as to strong UK and EU institutions as it invests its surplus liquidity into short dated instruments.

Table 8 Credit risk exposures by class

	2018 £m	2017 £m	Average 17/18 £m
<b>IRB Approach</b>			
Secured mortgages on immovable property	17,192.7	15,577.8	16,385.2
Exposures in default	58.0	63.4	60.7
Non-credit obligation assets	39.1	38.4	38.8
Equity	81.6	83.2	82.4
	<b>17,371.4</b>	<b>15,762.8</b>	<b>16,567.1</b>
<b>Standardised Approach</b>			
Secured mortgages on immovable property	2,108.9	1,689.6	1,899.3
Exposures in default	3.9	2.0	2.9
Corporates	226.7	155.4	191.0
Retail	1.2	1.1	1.2
Central governments or central bank	2,819.2	2,669.7	2,744.4
Multilateral development banks	215.6	128.4	172.0
Institutions	514.8	379.2	447.0
Covered bonds	208.4	87.3	147.8
Claims on institutions and corporates with a short-term credit assessment	194.1	50.6	122.4
Securitisations	207.2	198.8	203.0
Other items	55.3	314.5	184.9
	<b>6,555.3</b>	<b>5,676.6</b>	<b>6,115.9</b>
Credit valuation adjustment	80.3	88.5	84.4
<b>Total credit risk exposures</b>	<b>24,007.0</b>	<b>21,527.9</b>	<b>22,767.4</b>

Table 9 below sets out exposure classes by geographic distribution based on the location of the underlying asset/counterparty, split by exposures measured under the IRB Approach and the Standardised Approach. This shows that the majority of the Group's exposures are in the UK.

Table 9 Credit risk exposures by geographical area

	UK £m	Channel Islands £m	EU £m	Rest of world £m	Total exposure value £m
<b>As at 31 December 2018</b>					
<b>IRB Approach</b>					
Secured by mortgages on immovable property	17,192.7	-	-	-	17,192.7
Exposures in default	58.0	-	-	-	58.0
Non-credit obligation assets	38.4	0.7	-	-	39.1
Equity	81.6	-	-	-	81.6
	17,370.7	0.7	-	-	17,371.4
<b>Standardised Approach</b>					
Secured by mortgages on immovable property	1,126.7	982.2	-	-	2,108.9
Exposures in default	3.9	-	-	-	3.9
Corporates	226.7	-	-	-	226.7
Retail	1.2	-	-	-	1.2
Central governments or central bank	2,803.9	-	15.3	-	2,819.2
Multilateral development banks	-	-	215.6	-	215.6
Institutions	348.9	-	100.1	65.8	514.8
Covered bonds	208.4	-	-	-	208.4
Claims on institutions and corporates with a short-term credit assessment	134.3	-	58.0	1.8	194.1
Securitisations	207.2	-	-	-	207.2
Other items	54.9	0.4	-	-	55.3
	5,116.1	982.6	389.0	67.6	6,555.3
Credit valuation adjustment	69.3	-	1.0	10.0	80.3
<b>Total exposures</b>	<b>22,556.1</b>	<b>983.3</b>	<b>390.0</b>	<b>77.6</b>	<b>24,007.0</b>
<b>As at 31 December 2017</b>					
<b>IRB Approach</b>					
Secured mortgages on immovable property	15,577.8	-	-	-	15,577.8
Exposures in default	63.4	-	-	-	63.4
Non-credit obligation assets	37.9	0.5	-	-	38.4
Equity	83.2	-	-	-	83.2
	15,762.3	0.5	-	-	15,762.8
<b>Standardised Approach</b>					
Secured mortgages on immovable property	736.6	953.0	-	-	1,689.6
Exposures in default	2.0	-	-	-	2.0
Corporates	155.4	-	-	-	155.4
Retail	1.1	-	-	-	1.1
Central governments or central bank	2,654.3	-	15.4	-	2,669.7
Multilateral development banks	-	-	128.4	-	128.4
Institutions	320.4	-	14.9	43.9	379.2
Covered bonds	87.3	-	-	-	87.3
Claims on institutions and corporates with a short-term credit assessment	20.0	-	30.6	-	50.6
Securitisations	198.8	-	-	-	198.8
Other items	311.5	3.0	-	-	314.5
	4,487.4	956.0	189.3	43.9	5,676.6
Credit valuation adjustment	66.7	-	9.9	11.9	88.5
<b>Total exposures</b>	<b>20,316.4</b>	<b>956.5</b>	<b>199.2</b>	<b>55.8</b>	<b>21,527.9</b>

Table 10 below sets out exposure classes by maturity, split by exposures measured under the IRB Approach and the Standardised Approach. The maturity profile reflects the inherent nature of long term mortgage lending and shorter term wholesale lending and bonds.

**Table 10 Credit risk exposures by maturity**

	On demand £m	Up to 1 year £m	1 to 5 years £m	In more than 5 years £m	Total exposure value £m
<b>As at 31 December 2018</b>					
<b>IRB Approach</b>					
Secured mortgages on immovable property	10.6	50.5	432.9	16,698.7	17,192.7
Exposures in default	-	0.2	1.6	56.2	58.0
Non-credit obligation assets	1.9	-	-	37.2	39.1
Equity	-	-	-	81.6	81.6
	12.5	50.7	434.5	16,873.7	17,371.4
<b>Standardised Approach</b>					
Secured by mortgages on immovable property	3.1	35.2	160.3	1,910.3	2,108.9
Exposures in default	-	-	0.1	3.8	3.9
Corporates	195.7	3.4	27.4	0.2	226.7
Retail	1.2	-	-	-	1.2
Central governments or central bank	2,389.0	219.7	49.3	161.2	2,819.2
Multilateral development banks	-	27.3	148.1	40.2	215.6
Institutions	262.2	213.8	30.9	7.9	514.8
Covered bonds	-	22.0	186.4	-	208.4
Claims on institutions and corporates with a short-term credit assessment	-	194.1	-	-	194.1
Securitisations	-	39.9	167.3	-	207.2
Other items	4.8	21.8	16.8	11.9	55.3
	2,856.0	777.2	786.6	2,135.5	6,555.3
Credit valuation adjustment	-	11.4	60.7	8.2	80.3
<b>Total exposures</b>	<b>2,868.5</b>	<b>839.3</b>	<b>1,281.8</b>	<b>19,017.4</b>	<b>24,007.0</b>
<b>As at 31 December 2017</b>					
<b>IRB Approach</b>					
Secured mortgages on immovable property	2.7	74.9	388.1	15,112.1	15,577.8
Exposures in default	-	0.3	1.7	61.4	63.4
Non-credit obligation assets	1.9	-	-	36.5	38.4
Equity	-	-	-	83.2	83.2
	4.6	75.2	389.8	15,293.2	15,762.8
<b>Standardised Approach</b>					
Secured by mortgages on immovable property	0.3	8.1	42.1	1,639.1	1,689.6
Exposures in default	-	-	0.1	1.9	2.0
Corporates	123.2	2.2	28.1	1.9	155.4
Retail	1.1	-	-	-	1.1
Central governments or central bank	2,394.0	170.1	48.0	57.6	2,669.7
Multilateral development banks	-	15.2	103.4	9.8	128.4
Institutions	293.8	28.8	46.8	9.8	379.2
Covered bonds	-	18.5	68.8	-	87.3
Claims on institutions and corporates with a short-term credit assessment	-	50.6	-	-	50.6
Securitisations	-	14.7	184.1	-	198.8
Other items	4.5	17.0	28.7	264.3	314.5
	2,816.9	325.2	550.1	1,984.4	5,676.6
Credit valuation adjustment	-	7.7	68.2	12.6	88.5
<b>Total exposures</b>	<b>2,821.5</b>	<b>408.1</b>	<b>1,008.1</b>	<b>17,290.2</b>	<b>21,527.9</b>

### 6.3 IRB rating system

A rating system has been developed for the Society, Amber and NYM residential mortgage portfolios in line with the IRB Approach to credit risk. This is applied at customer account level and is used to assess the credit risk exposure and level of regulatory capital required for each of the portfolios on a monthly basis. All mortgage portfolios measured using the IRB Approach are or were originated in the UK and relate to UK properties.

The IRB rating system is made up of the following models:

#### 6.3.1 Probability of default (PD) model

To determine the risk of a customer defaulting on their mortgage repayments the Society uses a point-in-time PD model. The PD model defines a default as being greater than or equal to three months in arrears over the next twelve months. It also takes into account potential indications that the borrower is unlikely to pay, for example the borrower being made bankrupt.

The PD model uses data about the property and the borrower combined with credit bureau information to derive a credit score for each borrower. This score is then calibrated using recent portfolio performance to give an account level PD.

For accounts less than three months old the application score is mapped to a behavioural score and then a PD is calculated through the PD model.

#### 6.3.2 Exposure at default (EAD) model

To determine the amount that the customer would owe in the event of default the Society uses an EAD model. The model adjusts the current balance to take account of the additional interest and fees that would be added to the balance prior to default as well as any payments that would be expected to occur before the account reaches default.

#### 6.3.3 Loss given default (LGD) model

The LGD model, for capital purposes, calculates a potential loss, as a percentage of the EAD that would result if the customer was to default.

The LGD model consists of a number of models which were built using internal data from the last downturn in the economy. These models assess the likelihood of repossession once an account defaults, the forced sale discount that is forecast to be experienced in selling a repossessed property and the amount of loss that the Society would incur in the event of a downturn in property valuations.

#### 6.3.4 IRB rating system outputs

The expected loss for each customer account is calculated by multiplying together the PD, EAD and LGD. The risk weight for each customer account is calculated using a formula prescribed by the CRR and is used to calculate the unexpected loss capital requirement.

#### 6.4 IRB residential lending mortgage exposures

Table 11 below provides a breakdown of the capital requirement for the residential mortgage exposures to which the IRB Approach applies.

**Table 11 IRB mortgage portfolio comparison**

Mortgage portfolio 2018	Original on-balance sheet gross exposure <sup>1</sup> £m	Off-balance sheet exposures post CCF £m	% of total IRB mortgage exposures %	Portfolio average risk weight percent %	Risk weighted assets £m
Society	15,623.9	881.9	95.7	10.3	1,699.3
Amber Homeloans	491.7	-	2.8	66.1	324.9
North Yorkshire Mortgages	253.2	-	1.5	46.6	118.1
<b>Total</b>	<b>16,368.8</b>	<b>881.9</b>	<b>100.0</b>	<b>-</b>	<b>2,142.3</b>

Mortgage portfolio 2017	Original on-balance sheet gross exposure <sup>1</sup> £m	Off-balance sheet exposures post CCF £m	% of total IRB mortgage exposures %	Portfolio average risk weight percent %	Risk weighted assets £m
Society	14,126.3	677.5	94.7	10.4	1,539.1
Amber Homeloans	548.6	-	3.5	57.4	314.7
North Yorkshire Mortgages	288.8	-	1.8	37.4	108.0
<b>Total</b>	<b>14,963.7</b>	<b>677.5</b>	<b>100.0</b>	<b>-</b>	<b>1,961.8</b>

**Note**

1. The original on-balance sheet exposure is not adjusted for impairment in accordance with Article 166.

The table above shows that 95.7% of our mortgage exposures are within the Society and attract an average risk weight of 10.3%, reflecting the Society's cautious approach to lending and risk management. The remaining 4.3% of the mortgage exposures are within Amber and NYM which have been closed to new lending since 2008.

Further details are set out in Appendix 7 for the main parameters used for the calculation of capital requirements for IRB models.

## 6.5 IRB model performance

This section provides an analysis of the performance of the IRB models over the year to 31 December 2018.

PD and LGD predictions against actual results are shown below.

Table 12 IRB model performance

IRB retail mortgages 2018	Predicted Probability of Default <sup>1</sup> %	Observed Probability of Default %	Predicted Loss Given Default %	Observed Loss Given Default %
Society	0.19	0.15	20.81	9.01
Amber Homeloans	0.87	1.12	34.89	14.18
North Yorkshire Mortgages	0.85	1.16	28.54	10.16
<b>Combined portfolio total</b>	<b>0.23</b>	<b>0.21</b>	<b>21.36</b>	<b>9.18</b>

IRB retail mortgages 2017	Predicted Probability of Default <sup>1</sup> %	Observed Probability of Default %	Predicted Loss Given Default %	Observed Loss Given Default %
Society	0.20	0.14	20.89	8.91
Amber Homeloans	1.90	1.09	35.99	14.82
North Yorkshire Mortgages	1.81	0.73	29.59	10.51
<b>Combined portfolio total</b>	<b>0.32</b>	<b>0.20</b>	<b>21.60</b>	<b>9.16</b>

### Note

1. The predicted probability of default shows the prediction for defaults from accounts that were up-to-date in December 2017 with the observed actual default rate calculated for these accounts over the next 12 months until the end of December 2018. A separate roll-rate model is used to predict default from accounts already in arrears.

The predicted probability of default across the combined portfolio continues to be higher than observed due to conservatism which ensures we hold a prudent level of capital. The difference between predicted and observed default rates in relation to Amber and NYM is a result of higher than predicted arrears emergence on the remaining population following disposal of non-performing mortgage assets in 2017. Despite this, the quality of these portfolios remains higher than prior to the disposal.

For loss given default the predicted and observed values are fairly constant year on year as there have been no material changes to the operational processes for managing arrears or to the models that derive the estimates.

### 6.5.1 Use of IRB models

As well as being used to calculate capital requirements, the IRB models are also used within the Society for the following purposes:

- Pricing credit risk into mortgage products;
- Providing insight into the credit risk of the IRB mortgage portfolios that is used to inform new lending policy and collections activity;
- To determine projected capital requirements in various forward looking scenarios included in the Society's planning and ICAAP processes;
- Calculating a risk adjusted return on capital for mortgage products; and
- To inform and monitor exposures against the Society's Credit Risk Appetite.

We continue to enhance our IRB credit risk models to ensure effective pricing, provisioning and use of capital.

These models, along with others such as application scorecards, an affordability model and forecasting models, provide us with the tools to measure and understand the credit dynamics of our existing loan books and of new lending proposals.

This has enabled us to make improvements in a number of areas including our pricing capability and the effective deployment of credit management strategies. Managing loan impairment losses in our mortgage portfolios remains a key priority and we continue to monitor and manage mortgages that have fallen into arrears, supporting our customers wherever possible, and ensuring fair outcomes for our borrowers whilst protecting the business against financial losses for the benefit of all our members.

### 6.6 Controls and governance

#### 6.6.1 Monitoring and oversight

The models that are used to estimate IRB parameters have been reviewed and approved by the PRA. Subsequent material changes to IRB models are also subject to regulatory approval by the PRA.

All amendments, updates and any new models are also reviewed by the Society's independent Model Validation team and approved by the Model Governance Committee (MGC).

The performance and accuracy of models is critical both in terms of effective risk management and the determination of IRB risk parameters.

Monitoring of the IRB models is the responsibility of the Society's Modelling team who assess the performance of the models using various statistical techniques.

Oversight of all model monitoring activity is provided by the MGC, which is chaired by the Chief Financial Risk Officer, and comprises the Group Finance Director, Chief Operating Officer, and a number of senior managers from across the Society. MGC reports into BRC and provides BRC with a quarterly update report.

Monitoring reports include an assessment of performance against trigger limits. If appropriate, the Modelling team will make recommendations for amendments or updates to the models based on the information reported. Any changes to the models and implementation of any new models require approval from MGC.

Regular independent reviews are performed by the Internal Audit function with outcomes reported to MGC and the Board Audit Committee.

Overall accountability for the credit risk and IRB models and the governance framework applied sits with the Chief Financial Risk Officer.

#### 6.6.2 Independent validation

The Society has an independent Model Validation team which provides MGC with an independent review of the annual review of all of the IRB models. This team:

- Reviews the frequency, quality and appropriateness of the monitoring reports;
- Reviews the appropriateness of the Modelling team's own analysis and conclusions about model performance;
- Provides comment and independent assessment on changes to models recommended by the Society's Modelling team; and
- Comments on the documentation surrounding all aspects of the models.

## 6.7 IRB comparison to impairment

There are material differences between the methodologies and underlying principles for calculating expected loss in accordance with regulatory requirements and accounting standards.

The following table sets out a comparison of expected loss to impairment provisions for residential mortgages.

**Table 13 IRB expected loss and impairment provisions**

	IRB Expected loss 2018 £m	IFRS 9 Expected loss 2018 £m	IRB Expected loss 2017 £m	IAS 39 Provisions 2017 £m
Society	15.3	4.4	13.2	4.5
Amber Homeloans	8.4	4.4	7.1	2.3
North Yorkshire Mortgages	2.4	1.0	2.0	0.5
<b>Total</b>	<b>26.1</b>	<b>9.8</b>	<b>22.3</b>	<b>7.3</b>

IFRS 9 replaces the 'incurred loss' model in IAS 39 with a forward-looking 'expected credit loss' (ECL<sup>6</sup>) model. This new impairment model applies to financial assets measured at either amortised cost or Fair Values through Other Comprehensive Income (FVOCI) (except equity share investments).

IRB expected loss is calculated in line with the regulatory requirements for capital. The IFRS 9 expected loss for impairment is calculated in line with the International Financial Reporting Standard. An example of a key area of difference is that the IRB expected loss includes estimates that reflect a severe economic downturn, whilst IFRS 9 calculations reflect a weighted probability of a less severe economic stress, the overall result being that the IRB expected loss is higher than the IFRS 9 expected loss.

Under IFRS 9 the measurement of ECLs requires the Group to consider forward-looking information, including a range of possible economic outcomes.

The change from IAS39 to IFRS 9 resulted in additional impairment of £1.9m as at 1 January 2018 relating to the Group's residential and commercial mortgage portfolios.

## 6.8 Residential lending credit risk

The Group currently lends in the prime residential UK mortgage market, including buy-to-let, through the Society, and in the Channel Islands and the UK through SIL.

Table 14 below shows the mix of the loans and advances to customers at the reporting date. The average exposures are based on the average of the last two reporting positions and are net of impairment.

**Table 14 Loans and advances to customers**

	2018 Carrying amount £m	2017 Carrying amount £m	Average 17/18 £m
Loans and advances to customers held at amortised cost	17,722.0	16,561.9	17,141.9
Loans and advances to customers held at FVTPL	1.9	-	1.0
Equity release portfolio held at FVTPL	410.9	-	205.5
Commercial loans	259.7	285.8	272.7
Debt factoring advances	90.6	79.1	84.8
Other loans	69.3	61.9	65.6
<b>Total</b>	<b>18,554.4</b>	<b>16,988.7</b>	<b>17,771.6</b>

\* The equity release portfolio was reclassified from financial assets held at amortised cost to financial assets held at FVTPL on adoption of IFRS 9 on 1 January 2018. As permitted by IFRS 9, the comparative figures have not been restated.

<sup>6</sup> ECL represents the present value of all cash shortfalls over the expected life of the financial instrument to determine impairment allowances under IFRS 9.

The Group has increased its overall residential lending throughout the year with both the Society and SIL growing their mortgage books.

The Society currently lends in the prime residential UK mortgage market, including buy-to-let, whilst SIL lends in the Channel Islands and in the UK. The Group also has credit exposures through Amber and NYM which comprise residential UK mortgages, including buy-to-let, across prime and non-prime lending markets. These portfolios closed to new customer origination and lending in 2008 and are managed by adherence to clear policies in relation to mortgage servicing and credit management.

The implementation of IFRS 9 with effect from 1 January 2018 has resulted in a significant change in accounting for the equity release portfolio. Under IFRS 9, the Group's equity release portfolio is held entirely at fair value.

The commercial loans balance continues to run-off since lending ceased in 2008.

The debt factoring advances have an exposure to SMEs of £86.7m as at 31 December 2018 (2017: £71.0m).

The full group position reported in the Group's Annual Report and Accounts eliminates intra group trading and is therefore lower than the prudential consolidation group position.

Table 15 below sets out the credit risk profile for residential lending and is reported net of impairment provisions.

**Table 15 Residential lending analysis**

Lending analysis	2018		2017	
	£m	%	£m	%
<b>Prime:</b>				
Residential	13,642.9	77.0	12,447.1	76.0
Buy-to-let	3,561.2	20.1	3,034.4	18.5
Self build	41.3	0.2	46.8	0.3
Fast track	36.1	0.2	45.9	0.3
Self certified	332.6	1.9	371.1	2.3
<b>Sub-Prime:</b>				
Residential	24.1	0.1	28.0	0.2
Buy-to-let	26.6	0.1	30.1	0.2
Self build	0.5	-	0.5	-
Self certified	75.1	0.4	84.7	0.5
<b>Equity release <sup>1</sup></b>	-	-	279.0	1.7
<b>Total</b>	<b>17,740.4</b>	<b>100.0</b>	<b>16,367.6</b>	<b>100.0</b>

**Note**

1. The equity release portfolio was reclassified from financial assets held at amortised cost to financial assets held at FVTPL on adoption of IFRS 9 on 1 January 2018. As permitted by IFRS 9, the comparative figures have not been restated.

Prime mortgages are those granted to the most credit worthy category of borrower. Sub-prime mortgages are loans to borrowers typically having weakened credit histories that include payment delinquencies and in some cases potentially more severe problems such as court judgments and discharged bankruptcies.

The mortgage book predominantly contains prime residential and buy-to-let loans. All new lending is on this basis, with a prudent risk appetite tightly controlled within approved Board limits. The remaining categories relate to portfolios that are all in run-off.

Further information on geographical breakdown of the mortgage book based on the location of the property and related loan-to-value analysis is available in note 36 of the Group's Annual Report and Accounts.

## 6.9 Residential lending credit risk mitigation

The Group has available a variety of methods and techniques to reduce the credit risk of its lending. New lending policy is prudent, assessing both the overall risk of the customer and their ability to service the debt in a higher interest rate environment. This includes the use of application scorecards, income verification and an affordability model. The credit risk of the mortgage portfolios is controlled using the suite of models described in section 6.3.

In certain circumstances, the Group renegotiates loans to customers in financial difficulties (referred to as forbearance activities) to maximise collection opportunities and minimise the risk of default whilst ensuring the best outcome for the customer. Under the Group's forbearance policy, loan forbearance is granted on a selective basis if the customer is currently in default on their debt or if there is a high risk of default, there is evidence that the customer made all reasonable efforts to pay under the original contractual terms and the customer is expected to be able to meet the revised terms.

The revised terms usually include extending the maturity of the loan, changing the timing of interest payments or amending the terms of loan covenants.

We consider forbearance options on a case-by-case basis in line with industry guidance and best practice. The impact of any such forbearance is recognised within our provisioning policy.

The RCC reviews reports on forbearance activities monthly.

Possession is generally considered only as a last resort, once all other options for the customer have been exhausted. Possession balances represent loans against which the Group has taken ownership of properties pending their sale. For the Group, at 31 December 2018 the balance of residential loans where the property has been taken into possession was £3.6m and represents less than 0.1% of total outstanding loans (2017: £3.0m; less than 0.1%). For the Society, at 31 December 2018 the balance of residential loans where the property has been taken into possession was £1.8m and represents less than 0.1% of total outstanding loans (2017: £2.5m; less than 0.1%). All possessions balances are classified as stage 3.

Typically residential lending secured against a property is only permitted if the property is insured for normal property damage perils.

The ultimate source of collateral and final recourse for credit risk mitigation remains the borrower's property in the event of a borrower defaulting on their loan. The extent of mitigation is predetermined by the original and current loan-to-value (LTV) assessed by either a valuation conducted by a suitably qualified professional firm or, in instances of lower LTV lending, by employing an Automatic Valuation Model which is subject to conditions and key assumptions agreed ultimately by RCC and set within the lending criteria.

### 6.10 Commercial credit risk

The Society's commercial mortgage portfolio was closed to new lending in November 2008. We have retained a team of people to manage and monitor the performance of these loans.

An analysis of loans secured on commercial property by industry type is provided below:

**Table 16 Commercial lending analysis**

Industry analysis	2018		2017	
	£m	%	£m	%
Leisure and hotel	24.5	9.2	30.1	10.2
Retail	7.2	2.7	9.6	3.3
Nursing / residential homes	13.2	4.9	13.8	4.7
Offices	3.4	1.3	3.7	1.3
Commercial investment and industrial units	213.3	79.7	230.2	78.3
Miscellaneous	6.0	2.2	6.4	2.2
<b>Total</b>	<b>267.6</b>	<b>100.0</b>	<b>293.8</b>	<b>100.0</b>

A geographical breakdown of the commercial mortgage book based on the location of the property and related loan-to-value analysis is available in note 36 of the Group's Annual Report and Accounts.

### 6.11 Commercial lending credit risk mitigation

The commercial property is the primary source of collateral utilised for credit risk mitigation and in all instances is secured by way of first legal charge over the freehold or long leasehold property. The primary security may be supplemented, depending on the nature and amount of the loan and the security offered, by other forms of security deemed appropriate and considered on a case by case basis. The forms of additional security could comprise legal undertakings, mortgage debentures, equitable charges and personal guarantees or as sanctioned by the Commercial Underwriting team who are suitably experienced to make these determinations. The Group ceased originations of new commercial lending during 2008 but will consider alterations to present commercial borrowings on a case by case basis.

For all commercial securities, valuations were undertaken prior to inception of the loan by suitably qualified professionals with relevant expertise in commercial properties. In addition to the requirement set out in the CRR to revalue all commercial properties with a balance greater than €3m every three years, the Group may seek subsequent valuations as it is deemed appropriate. The legal documentation is performed by reference to selected solicitors acting for the Group and appointed to ensure that the covenants are robust and enforceable in addition to the validity of any additional security afforded or required as a condition of our loan.

For a commercial security, insurance must be taken out and maintained for the duration of the loan in relation to normal property damage perils and must protect against insurable events. Other specialist insurance risk coverage may be requested at the discretion of the Group on a case by case basis.

The Group's policy on forbearance for commercial mortgages is the same as the policy for residential mortgages as set out in section 6.9.

### 6.12 Debt factoring / invoice discounting

Debt factoring advances relate to amounts advanced to clients by SBF, the Group's debt factoring and invoice discounting business.

The credit and operational risk associated with SBF activities is managed through participation in the Group's operational risk framework and related policies, robust corporate governance with credit committee approval and review processes being followed (for new and modified agreements) in accordance with SBF credit policy. Risks are further mitigated by regular client audits, close client relationships, regular client account monitoring and ongoing operational risk monitoring. Credit risk in relation to debtors is mitigated by individual exposure monitoring (concentration limits) and credit assessment via third party credit reference agencies to set appropriate debtor exposure limits.

The SBF Board, which includes executives from the Society, is responsible for developing and maintaining credit policy, monitoring and controlling the risk to the business arising from the credit quality of its clients and clients' debtors, recommending changes to this policy and monitoring implementation of changes to ensure that SBF operates within risk limits. In addition to the executive management oversight and corporate governance, further assurance is provided by regular internal audits on a scheduled risk basis as agreed with the Society. Summary reports are also submitted to the Group Board and the Society's RCC on a monthly basis.

### 6.13 Concentration risk

Concentration risk is the risk that the Group suffers disproportionate losses due to a lack of portfolio diversity including being over-exposed to counterparty, sectoral, geographic, product type or other portfolio concentrations.

Both residential and commercial mortgage lending concentration risk is managed within the risk appetite set by the Board, including specific sectoral, geographic and product type limits. RCC monitors and reports on concentration risk monthly. Exposure limits are monitored and controlled within the operational underwriting area via system driven limits and strong mandate controls. These are independently reviewed by the Credit Risk team.

The Group's exposures are predominantly concentrated in the UK with some exposure to the Channel Islands through SIL. Credit exposures are however well diversified at a regional level and are controlled via risk appetite limits which are subject to regular review.

ALCO (under delegated authority from the BRC) sets policy limits to manage wholesale lending credit risk concentrations. Compliance with these limits is monitored daily, and formally reported to the Group Wholesale Credit Committee (a sub-committee of ALCO) and ALCO monthly.

## 7 Wholesale credit risk

Wholesale credit risk arises from the wholesale investments held by the Society's Treasury function which is responsible for managing this aspect of credit risk in line with the Board approved credit risk appetite and wholesale credit policies.

### 7.1 Management of wholesale credit risk

Wholesale counterparty limits are reviewed monthly by the Group Wholesale Credit Committee based on analyses of counterparties' financial performance, ratings and other market information to ensure that limits remain within our risk appetite. We regularly review and closely monitor the number of counterparties to whom we will lend and, for those counterparties to whom we have lent; we review both the amount and duration of any limits.

The allocation of credit limits uses a composite of external credit ratings alongside an internal credit assessment to assign limits based upon a percentage of the Group's capital. The processes for limit allocation and credit assessment are documented within the Treasury Policy. ALCO provides oversight to the effectiveness of wholesale credit risk management. Changes to wholesale credit risk are monitored by the Group Wholesale Credit Committee through the review of financial performance and changes in external credit ratings. The performance of mortgages underlying securitisation positions is also monitored monthly against a series of triggers, including total losses, defaults and reserve funds. Trigger levels are reviewed and updated semi-annually. Impairment testing and more severe stress testing is regularly performed using several different stress scenarios. The adequacy of collateral securing covered bonds held by the Society is also reviewed on a quarterly basis.

Netting and collateralisation agreements are used to reduce wholesale credit exposure; these are discussed further in section 7.3 and 8.3. The exposure values shown in Table 17 are net of these credit risk mitigation techniques.

### 7.2 Credit ratings for wholesale credit risk

The Group's treasury investments are held to provide liquidity and 95.7% (2017: 98.7%) of the Group's treasury investments are rated A3 or better. The Group's policy is that initial investments in treasury assets are typically A3 or better (with the exception of some unrated building societies where separate credit analysis is undertaken). If the credit rating for an exposure is downgraded such that it no longer meets this rating criteria then the Group Wholesale Credit Committee will consider the circumstances behind the change in risk; the maturity and value of the outstanding exposure; and whether the exposure could be reduced or mitigated.

To obtain the risk weights and hence calculate the minimum credit risk capital requirement for wholesale lending exposures, the Society continues to use Moody's and Fitch as External Credit Assessment Institutions (ECAIs). The lower of Moody's or Fitch ratings is applied if both agencies rate the same asset.

The Group's preference is to use the long-term rating, however, if this is unavailable the short-term rating is used. For asset-backed securities (including covered bonds and RMBSs), the issue rating is used. This process is documented within the Treasury Policy and is supported by Treasury credit procedures.

Table 17 below sets out exposure values, excluding off-balance sheet adjustments, the risk weightings and the corresponding capital requirement (equal to the exposure multiplied by the risk weighting percentage multiplied by 8%) associated with each credit quality step under the Standardised Approach for the prudential consolidation group. The credit quality step is assigned based upon the type of exposure and its associated lowest credit rating from either Moody's or Fitch.

**Table 17 Treasury exposures by class**

As at 31 December 2018	Credit quality step	Lowest external credit rating	Exposure £m	Risk weight percent %	Capital requirement £m
Central governments and central banks	1	AAA to AA- / Aaa to Aa3	2,798.8	0	-
Multilateral development banks	1	AAA to AA- / Aaa to Aa3	215.8	0	-
Financial institutions	1	AAA to AA- / Aaa to Aa3	309.7	20	5.0
	2 (long term)	A+ to A- / A1 to A3	32.4	20	0.5
	2 (short term)	A+ to A- / A1 to A3	227.2	50	9.1
	3	BBB+ to BBB- / Baa1 to Baa3	74.3	50	3.0
	Unrated	Unrated <sup>1</sup>	106.3	4	0.3
Covered Bonds	1	AAA to AA- / Aaa to Aa3	208.6	10	1.7
Securitisations	1	AAA to AA- / Aaa to Aa3	207.4	20	3.3
<b>Total</b>			<b>4,180.5</b>		<b>22.9</b>

As at 31 December 2017	Credit quality step	Lowest external credit rating	Exposure £m	Risk weight percent %	Capital requirement £m
Central governments and central banks	1	AAA to AA- / Aaa to Aa3	2,659.5	0	-
Multilateral development banks	1	AAA to AA- / Aaa to Aa3	128.5	0	-
Financial institutions	1	AAA to AA- / Aaa to Aa3	191.2	20	3.1
	2	AAA to AA- / Aaa to Aa3	10.0	50	0.4
	2 (short term)	A+ to A- / A1 to A3	59.9	20	1.0
	2 (long term)	A+ to A- / A1 to A3	64.8	50	2.6
	3	BBB+ to BBB- / Baa1 to Baa3	66.8	50	2.7
	Unrated	Unrated <sup>1</sup>	45.0	4	0.1
	Unrated	Unrated	1.7	370	0.5
Covered Bonds	1	AAA to AA- / Aaa to Aa3	87.4	10	0.7
Securitisations	1	AAA to AA- / Aaa to Aa3	198.8	20	3.2
<b>Total</b>			<b>3,513.6</b>		<b>14.3</b>

**Note**

1. These items are exposures in relation to London Clearing House collateral.

### 7.3 Wholesale counterparty credit risk mitigation

Wholesale counterparty limits are reviewed monthly by the Group Wholesale Credit Committee based on analyses of counterparties' financial performance, ratings and other market information to ensure that limits remain within our risk appetite. Deterioration in wholesale credit markets could lead to volatility in the Group's portfolio of treasury assets together with the risk of impairment within our treasury investments portfolio.

Collateral held as security for wholesale assets is determined by the nature of the instrument. Loans, debt securities and treasury bills are generally unsecured, with the exception of securitisation positions and covered bonds which are secured by pools of financial assets. For repurchase agreements, the Global Master Repurchase Agreement (GMRA) document is utilised to mitigate credit risk. Valuations are agreed with the relevant counterparties and collateral is then exchanged in order to bring the credit exposure within agreed tolerances.

Derivative counterparty credit risk mitigation is discussed in section 8.

## 8 Counterparty credit risk

### 8.1 Management of counterparty credit risk

The Group uses derivative instruments (interest rate, foreign currency and equity) to hedge its exposure to market risk. Derivatives are only used to limit the extent to which the Group will be affected by changes in interest rates, foreign exchange rates or other indices which affect fair values or cash flows. Derivatives are therefore used exclusively to hedge risk exposures. The principal derivatives used by the Group are interest rate contracts, commonly known as interest rate swaps, interest rate options and foreign exchange contracts.

The Group measures derivative counterparty credit exposure values using the counterparty credit risk mark to market method. This exposure value is derived for each counterparty by adding the net market value of the derivatives (replacement cost) to the derivative's potential credit exposure, which is calculated by applying a multiple based on the derivative's residual maturity to the notional value of the derivative.

Table 18 below provides exposure values on derivative counterparty credit risk exposures for the prudential consolidation group.

Table 18 Derivative counterparty credit risk exposures

	2018 £m	2017 £m
Interest rate contracts	122.6	141.1
Foreign exchange contracts	28.3	-
Other contracts	1.0	9.9
<b>Gross positive fair value of contracts</b>	<b>151.9</b>	<b>151.0</b>
Netting benefits and potential credit add-ons	(71.6)	(62.5)
<b>Netted current credit exposure</b>	<b>80.3</b>	<b>88.5</b>
Collateral held	(2.6)	(35.4)
<b>Net derivative credit exposure</b>	<b>77.7</b>	<b>53.1</b>

The purpose of Pillar 3 disclosures is to disclose replacement costs of derivative transactions which include the calculated add-ons. The add-ons are additional amounts to recognise potential future credit exposure and are currently calculated based on the notional, residual maturity and type of contract.

### 8.2 Credit ratings for counterparty credit risk

The credit ratings of the Society are assigned by two major credit rating agencies, Fitch and Moody's. During the year our credit ratings were affirmed by Fitch and Moody's, although the outlook from Moody's was upgraded to Positive. The Society's long and short term credit ratings as at 31 December 2018 were as follows:

As at 31 December 2018	Long term	Short term	Outlook	Date of last review
Fitch	A-	F1	Stable	24 April 2018
Moody's	Baa1	P-2	Positive	9 August 2018

### 8.3 Counterparty credit risk mitigation

A credit exposure could arise in respect of derivative contracts entered into by the Group if the counterparty was unable to fulfil its contractual obligations. The Group addresses this risk by using legal documentation for counterparty derivative transactions that grants legal rights of set-off for those transactions. Accordingly, the credit risk associated with such contracts is reduced to the extent that negative mark to market valuations on derivatives will be offset by positive mark to market values on derivatives, subject to a minimum exposure of zero.

International Swaps and Derivatives Association (ISDA) documentation confers the ability to use designated cash collateral to set against derivative credit exposures in the event of counterparty default. Frequent (at least weekly) rebalancing of the collateral reduces the potential increase in future credit exposure. For such collateralised exposures, the posting of collateral reduces the impact of the current market value to the difference between the market value of the sensitivities and the value of the collateral. The difference is limited by the operational use of 'thresholds' and 'minimum transfer amounts' which set criteria to avoid the movement of small amounts of collateral.

If the Society is downgraded, there would be no impact on the collateral required to be posted in relation to existing swap and repo agreements, other than the asset swap being provided by the Society to Skipton Covered Bond LLP.

Wrong-way risk may occur when the credit risk related to an exposure to a counterparty is adversely correlated with the credit quality of the counterparty. The Society is not exposed to this type of risk as it only accepts cash as collateral.

The Society has an indirect relationship with a central counterparty (CCP) to clear standardised derivatives which are subject to mandatory clearing under EU regulatory requirements.

The Group does not currently use credit derivatives for risk mitigation.

## 9 Impairment provisions

### 9.1 Impairment provisions definitions

The Group has adopted IFRS 9 *Financial Instruments* with effect from 1 January 2018.

IFRS 9 replaces IAS 39 *Financial Instruments: Recognition and Measurement*. It introduces significant changes for the classification and measurement of financial instruments, including a new impairment approach, and new hedge accounting requirements.

IFRS 9 replaces the incurred loss model in IAS 39 with a forward-looking expected credit loss (ECL) model. This new impairment model applies to financial assets measured at either amortised cost or FVOCI (except equity share investments).

IFRS 9 requires an impairment loss allowance to be recognised at an amount equal to either 12-month ECLs ('stage 1' ECLs) or lifetime ECLs. Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument, whereas 12-month ECLs are the ECLs that result from default events that are possible within the 12 months after the reporting date. 'Stage 2' ECLs are lifetime ECLs that are recognised where there has been a significant increase in credit risk of the financial instrument and 'stage 3' ECLs are lifetime ECLs that are recognised where the financial instrument is considered to be credit impaired. See note 1g) in the Annual Report and Accounts for further detail.

### 9.2 Residential lending impairment provisions

Table 19 below shows the impairment charge for the year for residential loans.

Table 19 Impairment charges – Residential lending

	£m
<b>Loss allowance at 31 December 2017</b>	<b>7.3</b>
Adjustment on initial adoption of IFRS 9	2.7
<b>Adjusted allowance at 1 January 2018</b>	<b>10.0</b>
Amounts written off during the year, net of recoveries	(1.5)
Income statement charge for the year	1.3
Transfer of engagements	0.1
<b>Loss allowance at 31 December 2018</b>	<b>9.8</b>

The performance of the Group's residential mortgage book remains good with an impairment charge of £1.3m (2017: £1.3m credit).

Table 20 sets out the residential loans and advances by category and impairment stage status. The sub-prime loans relate to the Amber and NYM portfolios which have been closed to new lending since 2008. There are no sub-prime loans in the Society's portfolio.

**Table 20 Loans and advances by category and stage status – Residential lending**

	2018			Total £m	2017 Total £m
	Stage 1 £m	Stage 2 £m	Stage 3 £m		
<b>Prime:</b>					
Residential	13,427.5	162.4	53.0	13,642.9	12,447.1
Buy-to-let	3,505.3	46.3	9.6	3,561.2	3,034.4
Self build	30.1	9.5	1.7	41.3	46.8
Fast track	33.9	1.6	0.6	36.1	45.9
Self certified	243.1	77.7	11.8	332.6	371.1
<b>Sub-prime:</b>					
Residential	14.6	8.4	1.1	24.1	28.0
Buy-to-let	24.9	1.6	0.1	26.6	30.1
Self build	0.2	-	0.3	0.5	0.5
Self certified	39.3	30.4	5.4	75.1	84.7
Equity release <sup>^</sup>	-	-	-	-	279.0
<b>Total</b>	<b>17,318.9</b>	<b>337.9</b>	<b>83.6</b>	<b>17,740.4</b>	<b>16,367.6</b>

<sup>^</sup>The equity release portfolio was reclassified from financial assets held at amortised cost to financial assets held at FVTPL on adoption of IFRS 9 on 1 January 2018. As permitted by IFRS 9, the comparative figures have not been restated. Further details are found in note 1b) of the Group's Annual Report and Accounts.

Further information on residential loan stages broken down by significant geographical areas and by loan-to-value percentages is available in the note 36 of the Group's Annual Report and Accounts.

### 9.3 Commercial lending impairment provisions

Table 21 below shows the impairment charge for the year for commercial loans.

**Table 21 Impairment charges – Commercial lending**

	£m
<b>Loss allowance at 31 December 2017</b>	<b>8.0</b>
Adjustment on initial adoption of IFRS 9	(1.1)
<b>Adjusted allowance at 1 January 2018</b>	<b>6.9</b>
Amounts written off during the year, net of recoveries	-
Income statement charge for the year	1.0
Transfer of engagements	-
<b>Loss allowance at 31 December 2018</b>	<b>7.9</b>

Arrears remain low in the commercial mortgage portfolio with an impairment charge of £1.0m in the year (2017: £1.1m credit). This portfolio continues to be managed proactively.

For commercial mortgages, management judges that credit risk has significantly increased when an account is placed on a watchlist or is in arrears. Management has further judged that an account is regarded as in default by reference to certain quantitative and qualitative criteria; these criteria include an account being 90 days past due (the IFRS 9 'backstop'). Further details can be found in note 1 g) in the Group's Annual Report and Accounts.

Given the size and nature of the Group's commercial portfolio, it is not meaningful to manage credit risk by reference to behavioural scores or PD percentages. Credit risk on the commercial portfolio is predominantly managed by individual review of loans in accordance with certain criteria and includes the use of 'watchlists'.

Table 22 below provides an analysis of commercial loans by industry type and impairment stage status.

**Table 22 Commercial lending by industry and stage status**

	2018			Total £m	2017 Total £m
	Stage 1 £m	Stage 2 £m	Stage 3 £m		
Leisure and hotels	18.2	5.6	0.7	24.5	30.1
Retail	6.7	0.1	0.4	7.2	9.6
Nursing / residential homes	13.2	-	-	13.2	13.8
Offices	3.4	-	-	3.4	3.7
Commercial and industrial units	191.1	18.1	4.1	213.3	230.2
Miscellaneous	3.7	2.1	0.2	6.0	6.4
<b>Total</b>	<b>236.3</b>	<b>25.9</b>	<b>5.4</b>	<b>267.6</b>	<b>293.8</b>

Further information on commercial loan stages broken down by significant geographical areas and by loan-to-value percentages is available in note 36 of the Group's Annual Report and Accounts.

#### 9.4 Impairments of treasury assets

The Group holds treasury investments in order to meet liquidity requirements and for general business purposes. The credit risk arising from these investments is closely monitored and managed by the Group.

As at 31 December 2018 and 31 December 2017 none of the Group or the Society's treasury assets were past due. The ECLs on the Group and the Society's treasury assets were classified as stage 1 at 31 December 2018. The impairment loss allowance in respect of treasury assets as at 31 December 2018 was £0.5m (2017: nil).

## 10 Securitisation and Covered Bonds

### 10.1 Securitisation

Access to wholesale funding allows the Group to diversify its funding sources and increase the term of funding to assist in managing its basis and refinance risk. The Group carries out securitisation transactions using its own mortgage assets as well as acquiring Residential Mortgage Backed Securities from other third parties. This section discusses securitisation activity for funding purposes using mortgage assets owned by the Group and the issuance of securitisation notes. For information about the Group's exposure to purchased Mortgage Backed Securities see section 7.2.

The Group has securitised certain residential mortgage loans by the transfer of the beneficial interest in such loans to two (as at 31 December 2018) special purpose vehicles (SPVs). The legal title to the mortgages remains with the Group and would only transfer to the SPVs in limited circumstances, including the insolvency of the Society. The securitisation issuance of notes enables a subsequent raising of debt to investors who gain the security of the underlying assets as collateral. The SPVs are fully consolidated into the Group's Accounts in accordance with IFRS 10.

For securitisations, the transfers of the mortgage loans to the SPVs are not treated as sales and the loans are not derecognised but remain on the Society's own balance sheet, as it retains the risks and rewards of the mortgage loans through the receipt of substantially all of the profits of the SPVs. In the Society's accounts, the proceeds received from the transfer of mortgage loans to structured entities are accounted for as a deemed loan from the SPV and are disclosed within amounts owed to other customers on the balance sheet.

At 31 December 2018, the SPVs named, Darrowby No. 3 plc (Darrowby 3) and Darrowby No. 4 plc (Darrowby 4), constituted wholesale funding of £219.9m (net of amortised costs).

Table 23 sets out the roles that the Society takes in relation to each of the securitisation transactions. The Society retains the first loss element:

**Table 23 Securitisation process**

Securitisation Company	Society's role in the securitisation process			
	Originator, Seller, Administrator, Cash Manager	Subordinated Loan Provider	Holder of AAA rated Notes	Holder of Class B Notes
Darrowby 3	✓	Repaid		✓
Darrowby 4	✓	Repaid	✓	✓

The securitisation activity is conducted for financing purposes and is only conducted on mortgage assets held by the Group. As there is not considered to be a transfer of significant credit risk, the Society does not calculate specific risk weighted exposure amounts for any positions it holds in the securitisation, and these continue to be calculated in line with capital requirements consistent with other mortgage assets.

Darrowby 3 was incorporated in July 2013. In April 2014, Darrowby 3 issued £400m of AAA rated debt securities. The notes are rated by both Fitch and Moody's. As at 31 December 2018, rated debt securities totalled £83.9m.

Darrowby 4 was incorporated in September 2015. In February 2016, Darrowby 4 issued £450m of AAA rated debt securities. The notes are rated by both Fitch and Moody's. As at 31 December 2018, rated debt securities totalled £164.9m of which £29.1m was held by the Group.

The performance of the securitisation funding transactions is monitored on a monthly basis by the Society's Secured Funding Group. Further details on the SPVs are shown in Table 24 below:

**Table 24 Special purpose vehicles**

**31 December 2018**

Securitisation company <sup>1</sup>	Gross Assets Securitised £m	Notes held by third parties <sup>2</sup> £m	Notes held by the Group <sup>2,3</sup> £m	Underlying assets in arrears <sup>4</sup> £m
Darrowby 3	129.7	83.9	47.0	0.5
Darrowby 4	196.0	135.8	66.1	0.8

**31 December 2017**

Securitisation company <sup>1</sup>	Gross Assets Securitised £m	Notes held by third parties <sup>1</sup> £m	Notes held by the Group <sup>1,2</sup> £m	Underlying assets in arrears <sup>3</sup> £m
Darrowby 3	172.1	128.7	47.0	0.9
Darrowby 4	242.2	178.2	75.2	0.6

**Notes**

1. All securitisation companies are classed as the residential mortgage backed securities.
2. Excludes accrued interest.
3. Class B notes and retained rated Class A notes (and those partially pledged in a repurchase agreement).
4. A mortgage account where one or more monthly payments have become due and remain unpaid.

## 10.2 Covered Bonds

Skipton Covered Bonds Limited Liability Partnership (LLP) provides a guarantee for issues of covered bonds by the Society. As at 31 December 2018, the Society had £400m (2017: Nil) and €500m (2017: Nil) of covered bonds in issue. At the reporting date, the Society has over-collateralised the LLP with £312m of mortgages to secure the ratings of the covered bonds and to provide operational flexibility. From time to time, the obligation of the Society to provide collateral may increase due to the formal requirements of the covered bonds programme and the value of the collateral would depend upon conditions at that time. The Society may also voluntarily contribute collateral to support the covered bond ratings.

During the period, the Society voluntarily repurchased £10.3m (2017: £3.6m) of mortgages from the LLP to maintain the quality of the pool and minimise the over-collateralisation requirement.

For covered bonds, the Society issues the covered bonds (and not the LLP) and then lends the proceeds to the LLP on back to back terms. In the accounts of the Society, neither the loan to the LLP nor the consideration for the transfer of mortgage loans are recognised separately as an additional asset and liability. This avoids the 'grossing up' of the financial statements that would otherwise arise.

The LLP undertakes interest rate and cross currency swaps under separate ISDA agreements. Each agreement includes a Credit Support Annex (CSA) which provides for collateralisation of the swap exposure above a certain threshold. There is a net derivative credit exposure of £11.5m, which includes £5.6m in respect of the arrangements which will only be fully collateralised if the swap counterparties are downgraded below specified credit ratings.

## 11 Operational risk

As a business with a retail franchise in financial services, the management of operational risk is key to the ongoing success of the Group and central to managing this risk is maintenance of a robust product governance framework to ensure that we develop and market products and services designed to meet the needs of our target market, maintain strong control over providing advice, and have efficient administration services.

### 11.1 Operational risk definition and approach

The Group's definition of operational risk includes conduct risk and is defined as the risk of poor customer outcome or loss, resulting from inadequate or failed internal processes, systems, people, culture or behaviours and/or from external factors.

As well as the core business providing advice on mortgages, general insurance and financial services, the Group owns a large estate agency business also providing advice on mortgages and general insurance. Alert to the loss of customer trust experienced by financial services firms as a result of industry mis-selling scandals, the Group continues to invest in and enhance its operational risk management processes and oversight arrangements.

The financial services sector also faces heightened levels of fraud and financial crime, particularly in relation to online distribution channels, which require increasingly sophisticated controls. We are fully aware of the risk of fraud and financial crime and have developed and enhanced the key controls in place to mitigate these risks.

Given the nature of the regulated sectors in which the Group operates, another key operational risk is the potential failure to maintain ongoing compliance with relevant external regulation across the Group. Each of the regulated businesses either has an established compliance team or utilises the Group's central resource to monitor compliance with existing legislation and consider the impact of new requirements. Oversight is provided by the Society's Compliance function which ensures best practice is adhered to and shared across the Group as appropriate.

### 11.2 Operational risk management framework

Operational risk management is integrated with both strategic and routine business decisions across the Group. The operational risk framework is in place to assist achievement of the Group Corporate Plan and strategic objectives, by ensuring the Group optimises the balance between risk and reward, conforms with applicable rules, regulations, mandatory obligations and protects the Group's reputation through:

- Identifying risks and opportunities, taking proactive steps to manage risk within appetite, avoiding repeated mistakes and minimising operational losses;
- Understanding and maintaining fair customer outcomes and experience throughout the customer lifecycle;
- Ensuring an appropriate level of controls and procedures are in place to minimise and mitigate the Group's exposure to operational risks;
- Understanding and managing the relationship between risk and reward in line with defined Board Risk Appetite levels;
- Ensuring that an appropriate level of capital is held in support of the Group's operational risks;
- Ensure appropriate risk-based information is available to support effective decision making;
- Supporting the detection and management of any failures to protect the confidentiality, integrity and availability of information;
- Undertaking appropriate monitoring activity supported by an embedded approach to continuous improvement;
- Identifying opportunities to improve quality, control and efficiency; and
- Ensuring that appropriate contingency arrangements are in place supported by robust testing.

The following principles underpin effective operational risk management across the Group:

- **Proportionate Approach:** Risk management practice is proportionate to the size, diversity of activities and level of risk the business unit or entity is exposed to;
- **Ownership & Understanding:** Risk management awareness and understanding is embedded across the business and supported by training. Ownership, accountability and responsibility of risk is clearly articulated, understood and aligned to business activities;
- **Flexible and Dynamic:** Be responsive to emerging and changing internal and external risks, to allow continual improvement through evolving processes, changes in business requirements, new technology, regulation and the external environment. Industry best practice is utilised to drive any changes to processes, systems, capabilities and resource allocation;
- **Both Historical and Forward Looking:** Utilising a variety of internal and external data sources including risk events, historic loss profile, and future loss expectation, together with experience and management or professional judgement. Any limitations of the data or unexplained differences in data sources are proactively considered;
- **Integrated into Decision Making:** All decision making involves the consideration of risk and reward and the application of risk based information appropriate to the nature and scale of the risk;
- **Strong Risk Culture & Behaviours:** The approach taken supports the embedding of a risk aware management culture to drive the right risk management behaviours to minimise customer impact, ensure fair outcomes, achieve corporate objectives and protect the Society's Prudential obligations; and
- **Timely Reporting:** Clear and accurate reporting provides a comprehensive view of risk exposures against appetite and link to achievement of the Corporate Plan.

### 11.3 Operational risk management

The Board has overall accountability for the risk management within the Group. The Board has delegated the oversight of the management of operational risk to the BRC. The role of the BRC is to ensure that there is appropriate consideration and assessment of future risks and stresses, ensuring that management develop robust strategies to protect the business and its customers.

Throughout the year the Conduct and Operational Risk Committee (CORC) reported to BRC and ensured that an appropriate framework was in place to identify, assess and manage the operational risks that could impact the ability of the Group to meet its business objectives and serve our customers. CORC monitored whether Group businesses operated within the Board-approved operational risk appetite.

### 11.4 Minimum capital resources requirement for operational risk (Pillar 1)

Group has adopted the Standardised Approach to calculate the Pillar 1 capital requirement for operational risk, compliant with the requirements of CRD IV. We apply published regulatory risk factors, known as 'beta factors' to the sum of the average of three years' net income, segmented by business line.

As at 31 December 2018 this approach resulted in the Pillar 1 minimum risk weighted assets at a prudential group level as follows:

	2018 £m	2017 £m
Operational risk weighted asset (RWA)	390.2	361.1
Operational risk capital requirement (RWA x 8%)	31.2	28.9

### 11.5 Operational risk mitigation

The Group's Operational Risk Framework sets out the strategy for identifying, assessing and managing these risk categories. Senior management is responsible for understanding the nature and extent of the impact on each business area and for embedding appropriate controls to mitigate those risks. The framework is updated

periodically to take account of changes in business profile, new product development and the external operating environment.

The Executive Committee provides oversight and assesses the Group's exposure to operational risks based on both quantitative and qualitative considerations. The crystallisation of risks is captured through the recording and analysis of customer outcomes, operational risk events and operational losses (and near misses) which are used to identify any potential systemic weaknesses in operating processes or controls.

## 12 Market risk

Market risk is the risk that the value of, or income arising from, the Group's assets and liabilities changes as a result of changes in market prices, the principal elements being interest rate risk and foreign currency risk. Currency risk is included in the Society's Pillar 1 capital requirement calculations; the other market risks are considered under Pillar 2 capital requirements in section 12.1 below. The Society is not impacted by commodity price risk. Market risk also exists within the Group's defined benefit pension schemes and is managed by the Trustees of the schemes, working closely with the sponsoring employers, Skipton Building Society and Connells. Pension obligation risk is covered in more detail in section 13.2.

### 12.1 Interest rate risk

The main market risk faced by the Group is interest rate risk. Interest rate risk is the risk of loss arising from adverse movements in market interest rates.

The Group uses a number of different metrics to monitor interest rate risk and details of these are set out below.

#### 12.1.1 Repricing gap analysis

To assess the Pillar 2 capital requirement for interest rate risk, the Group monitors interest rate risk exposure against limits by determining the effect on the Group's current net notional value of assets and liabilities for a parallel shift in interest rates equivalent to 2% for all maturities, in line with regulatory requirements. These results are compared to the Board limit and operational trigger at least weekly, and are formally reported to ALCO and the Board monthly.

An analysis of repricing dates is performed to ensure that excessive net assets or liabilities repricing within a given time period is avoided. Key assumptions used in the repricing gap analysis include that net free reserves are assumed to re-price proportionately across repricing bands (up to six years); that small amounts of mortgage loan prepayments will occur; and that fixed assets and other liabilities are classified as having 'non-specific' repricing.

#### 12.1.2 Earnings-at-risk and market value sensitivity

Other interest rate risk metrics employed by the Group incorporate earnings-at-risk and market value methodologies. The market value exposure position is calculated using at least 250 monthly yield curve movements from, approximately, the last seven years. The earnings-at-risk methodology is calculated using at least 100 stochastically (randomly) generated rate paths. Both of these approaches employ 95% confidence intervals. The outputs of these interest rate risk measurement methodologies are compared to their respective Board limits and operational triggers at least weekly and are reported to ALCO and the Board monthly. All these measures are used to guide interest rate risk management decisions.

The interest rate exposures during 2018 were as follows:

	2018				2017
	Exposure £m	Average £m	High £m	Low £m	Exposure £m
Static earnings-at-risk	7.4	7.0	7.8	6.0	5.2
Historical value-at-risk	0.1	1.2	2.4	0.1	2.2
-2% parallel interest rate shift	0.1	(4.3)	0.1	(8.4)	(5.9)
+2% parallel interest rate shift	(0.2)	6.6	14.0	(0.2)	13.2

#### Notes

1. Only GBP exposures are shown above, as there were no material exposures in other currencies.
2. The negative values are gains.

Throughout 2018, given the current economic uncertainty the Group has been seeking to minimise the interest rate risk exposure.

Further information on market risk is available in note 35 of the Group's Annual Report and Accounts.

## 12.2 Currency risk

Currency risk is the risk of loss because of changes in foreign exchange rates.

Both at 31 December 2018 and during the year, the Society and its subsidiaries had no material direct exposure to foreign currency exchange fluctuations. The currency risk appetite of the Group is low and any funding issues denominated in foreign currency are immediately swapped into sterling.

During the year the Group issued a €500m regulated covered bond, however the exposure to foreign currency fluctuations is fully hedged as a derivative contract was taken out to swap the proceeds from Euros into Sterling.

The Group has investments in its subsidiary undertakings Jade Software Corporation Limited and Northwest Investments NZ Limited, which are denominated in New Zealand Dollars. The foreign currency fluctuations in relation to these investments are not hedged, and are recognised in the Group's translation reserve.

In addition, a number of the Group's businesses undertake transactions denominated in foreign currency as part of their normal business. Any amounts outstanding at 31 December 2018 are not material.

The Group's exposure to foreign exchange risk is calculated in accordance with CRD IV, representing 8% of the net sterling equivalent of the foreign currency assets and liabilities. The own funds requirement for foreign-exchange risk, calculated using guidance in Article 352 of the CRR, is below 2% de minimis limits of total own funds. Since this is below the threshold set out in Article 351 of the CRR, there is no need to report the Group's foreign exchange exposures.

### 12.2.1 Other price risk

The Group had a small number of savings products outstanding as at 31 December 2018 where the return is dependent on the performance of certain equity markets. Derivative contracts to eliminate this exposure are taken out by the Group that exactly match the terms of the savings products and the market risk on such contracts is therefore fully hedged.

## 12.3 Market risk mitigation

The Group's Treasury function is responsible for managing the Group's exposure to all aspects of market risk within the operational limits set out in the Group's Treasury policy, which is reviewed and recommended by ALCO and approved by the Board on an annual basis.

The Group's Market and Liquidity Risk function measures and monitors adherence to the Treasury policy and reports regularly on all aspects of market risk exposure, including interest rate risk and foreign currency risk.

Interest rate risk arises from the mortgages, savings and other financial products we offer. This risk is managed through the use of appropriate financial instruments, including derivatives used to hedge exposures, with established risk limits, reporting lines, mandates and other control procedures.

The Group's forecasts and plans take account of the risk of interest rate changes and are prepared and stressed accordingly, in line with PRA guidance.

Other interest rate risk exposures, such as basis risk (the risk of loss arising from changes in the relationship between market rates), are also monitored closely and regularly reported to ALCO, the Board Risk Committee and the Board. This risk is also managed, where appropriate, through the use of derivatives, with established risk limits and other control procedures.

The Group holds capital to absorb potential losses for any risks that are unable to be mitigated through the use of derivatives.

## 13 Other risks faced by the business

This section sets out the other risks faced by the business above and beyond the Pillar 1 risks set out in section 5. These risks are considered under Pillar 2A of the risk management framework.

### 13.1 Liquidity risk

Liquidity risk is the risk that the Group is unable to meet its current and future financial obligations as they fall due, or is only able to do so at excessive cost.

The Group's liquidity policy is designed to ensure the maintenance of sufficient liquid assets to cover statutory, regulatory and operational requirements. This is achieved through maintaining a prudent level of liquid assets in realisable form to ensure the Group is able to meet its liabilities as they arise and to absorb potential cash flow requirements created by maturity mismatches within the balance sheet or by a liquidity stress scenario. ALCO manages liquidity under delegated authority, within risk appetite limits established by the Board, and also monitors the composition of liquidity in line with risk management objectives.

The Group continues to hold healthy levels of liquid assets to ensure it can meet its liabilities as they fall due and to help mitigate economic uncertainty, with the Liquidity Coverage Ratio (LCR), a measure designed to ensure that financial institutions have sufficient high quality assets available to meet their liquidity needs for a 30 day liquidity stress scenario, at 203% at 31 December 2018 (31 December 2017: 179%), well above both the regulatory limit of 100% and the internal limit set by the Board throughout the period.

The following table shows the breakdown of component of the LCR on a Prudential Group basis. The values shown have been calculated as a simple average of the twelve month end observations preceding each quarter end.

**Table 25 Liquidity Coverage Ratio**

	31 March 2018	30 June 2018	30 September 2018	31 December 2018
	£m	£m	£m	£m
Liquidity buffer	3,018.4	3,225.0	3,385.5	3,534.3
Total net cash outflows	1,551.0	1,591.2	1,618.7	1,646.9
Liquidity Coverage Ratio	195%	203%	209%	215%

The LCR is monitored daily by the Society whilst the Net Stable Funding Ratio<sup>7</sup> (NSFR) is currently measured on a monthly basis using the latest available guidance. The Group's NSFR (143.3% at 31 December 2018) is well in excess of the regulatory requirement of 100%, which was introduced on 1 January 2018, confirming that the Group holds sufficient stable funding to meet the new requirement.

The Group's main source of funding is retail deposits which, at 31 December 2018, accounted for 81.6% (2017: 84.6%) of our total funding.

The Group conducts at least annually an Internal Liquidity Adequacy Assessment Process (ILAAP) in accordance with the PRA liquidity guidelines and the Board remains satisfied that the Group has sufficient liquid assets at its disposal in order to meet its obligations as they fall due.

Further information on liquidity risk is available in note 34 of the Group's Annual Report and Accounts.

<sup>7</sup> The Net Stable Funding Ratio (NSFR) is a long term stable funding metric, which measures the stability of our funding sources relative to the assets (mortgage balances) we are required to fund.

### 13.2 Pension obligation risk

Pension obligation risk is the risk that the value of the schemes' assets, together with ongoing contributions, will be insufficient to cover their obligations over time. The schemes are also exposed to possible changes in pensions legislation.

The Group has funding obligations for three defined benefit schemes which carry funding deficits. The two primary schemes were closed to new entrants on 5 April 1995 and closed to future accrual of benefit by 31 December 2009.

Whilst the pensions Trustees oversee the investment strategy for the pension funds, it is for the boards of the Society and Connells to ensure that the schemes are adequately funded to meet all liabilities.

To manage the Group's exposure to pension obligation risk:

- The Board regularly reviews the Group's pension risk strategy;
- The pension scheme Trustees meet at least quarterly to monitor the investment performance of scheme assets and make investment decisions, liaising with the principal employer in accordance with the scheme rules and taking advice from professional investment consultants;
- The pension scheme Trustees also monitor the pension obligation position (on the Trustee's funding basis); and
- The pension obligation position (on an IAS 19 basis) is updated every six months and reported, along with key pension risk metrics, to the Board Risk Committee.

The Group also performs stress testing on the pension scheme liabilities and assets as part of the pension risk metrics for the Board Risk Committee and also in its capital planning methodologies articulated in the ICAAP. Note 29 in the Group's Annual Report and Accounts outlines the steps management have undertaken to manage the Group's pension risk exposure.

### 13.3 Model risk

Model risk is the risk that, as a result of weaknesses or failures in the design or use of a model, a financial loss occurs or a poor business or strategic decision is made. To mitigate this risk the MGC provides a formal forum for managing and assessing model risk in the Society, ensuring that all material models:

- Go through a formal review and approval process;
- Have a robust change control process;
- Undergo a consistent model, development and validation process; and
- Are monitored routinely and reviewed periodically in line with a risk based timetable.

The MGC manages model risk with reference to a defined model risk appetite and governance policy which have both been approved by the Board Risk Committee.

Other key risks to which the Group is exposed include reputational risk and business risk. These risks are explained in the Risk Management Report of the Group's Annual Report and Accounts, pages 67 to 69.

## 14 Remuneration

Remuneration in the Society is subject to the PRA and FCA Remuneration Codes and the EBA guidelines and technical standards relating to remuneration. The Remuneration Codes include the principle of proportionality and since 2016, the Society (and SIL a subsidiary business in scope of the regulations) have been at proportionality level two, grouped with banks and building societies with total group assets averaging more than £15bn (but less than £50bn) over the last three financial years. This means that additional requirements such as deferral of incentive pay and considerations on malus and clawback arrangements have applied to remuneration awarded from 2016 onwards.

In accordance with the EBA criteria, Material Risk Takers (MRTs) were identified in the core Society, and SIL. Although SIL is based in the Channel Islands and is regulated by the Guernsey Financial Services Commission, the Board of SIL has agreed to follow the UK implementation of the CRD IV requirements for remuneration.

### 14.1 Decision making

As outlined in section 3.4.5 the Remuneration Committee is responsible for ensuring that clear Remuneration Principles and standards for the governance of remuneration are set and agreed annually and are adopted by the subsidiary businesses.

SIL has its own Remuneration Committee which oversees its remuneration practices and ensures compliance with the Remuneration Principles and policies adopted by the SIL Board. The SIL Remuneration Committee, which comprises three Non-Executive Directors and two Skipton Building Society Shareholder Directors, met twice in 2018, firstly to approve the 2017 bonus payments and 2018 salary increases and secondly to agree the 2019 bonus scheme and approve the 2018 list of MRTs. Due to its regulatory position, the remuneration of the SIL MRTs is approved by the SIL Remuneration Committee, in accordance with the Remuneration Principles, and is reported to the Remuneration Committee.

### 14.2 Remuneration arrangements for Material Risk Takers

MRTs receive a basic salary, benefits (including pension, car/car allowance and healthcare) and variable pay. The basic salary of MRTs (other than Non-Executive Directors) is set according to the size of the role and responsibilities, individual performance (assessed annually), salary levels of similar positions in comparable organisations and internal benchmarks. Salaries are reviewed annually and individual increases are awarded based on the individual's performance against personal objectives, measured in accordance with the performance management framework in each business.

Non-Executive Directors receive fees which are reviewed annually by the Non-Executive Directors' Remuneration Committee and which are agreed by the Board. An additional fee is paid to the Chairmen of the Board Audit, Board Risk and Remuneration Committees. The Society Chairman's fees are reviewed and approved by the Remuneration Committee.

### 14.3 Variable pay (MRTs excluding Non-Executive Directors)

Incentive awards for MRTs are designed to achieve an appropriate balance between the fixed and variable elements of remuneration, to support a high performance culture and also to encourage the right behaviours leading to sustainable performance within the Society's agreed risk appetite. The Remuneration Principles cap overall variable pay at 100% of fixed remuneration for all MRTs but, in practice scheme maximums do not exceed 50% of basic salary. A review is conducted, one year post award, to ensure that performance has been sustained at the level expected by the Board. If it hasn't, subsequent awards may be reduced by up to 25% subject to the discretion of the Remuneration Committee.

Executive Committee members have 50% of their annual variable awards automatically deferred for between one and five years, unless their remuneration exceeds de minimis limits (i.e. total remuneration awarded for the current performance year is greater than £500,000 or the variable amount awarded for the current year is more than 33% of total remuneration), in which case, deferral is in line with regulatory requirements. For PRA Senior Managers, this means that the deferral period increases to between three and seven years and for Executive Directors, the proportion deferred increases to 60%.

For MRTs below executive level, a proportion of variable pay is deferred in line with regulatory requirements, if remuneration for the current year exceeds the de minimis threshold. In this event, payments are made via an instrument which means that 50% of the award payable in each year will be retained for a further year and will only be paid subject to meeting the agreed capital level. The retained amount cannot increase or attract interest payments during the retention or deferral periods.

Performance measures and the design of variable pay arrangements vary slightly between the Society and SIL; an overview of the key features of the schemes is set out below:

### 14.3.1 The Society

Members of the Executive Committee (who are not Executive Directors) participate in the same Single Variable Pay Arrangement (SVPA) as the Executive Directors, which is outlined in detail in the Directors' Remuneration Report in the Annual Report and Accounts. The maximum opportunity for these participants is 40% of basic salary rather than 50% as it is for the Executive Directors.

The SVPA is based 50% on financial measures which include Group and Mortgages and Savings division profit, Mortgages and Savings division cost income ratio, 20% on team key performance indicators (KPIs) (which include customer, risk and people metrics) and 30% on personal and strategic objectives. For participants in second and third line functions (Risk, Compliance and Audit), the weightings for Profit and Team KPIs are both 20%, with a 60% weighting allocated to personal and strategic objectives. As already indicated, 50% of the award from the scheme is automatically deferred for between one and five years unless a greater proportion or longer period is required by regulation.

Until 2016, the Society operated a Medium Term Incentive (MTI) scheme for Executives based 50% on Group profit and 50% on customer metrics measured over a three year performance cycle. The final awards to be made under this plan will vest in 2018 but deferred payments will continue to be made until 2020.

The Senior Leadership Team (SLT) scheme, which typically includes Heads of Department, is based on similar metrics to the SVPA scheme with the exception that financial measures are focussed solely on Mortgages and Savings division profit and team KPIs include a measure for Mortgages and Savings book volumes and retail balances. Maximum opportunity varies depending upon level but does not exceed 50% of basic salary.

A very small number of MRTs, who are not part of the Senior Leadership Team, participate in the All Employee Annual Incentive Scheme which is based 50% on the achievement of profit and 50% on the achievement of agreed customer measures. The bonus pool is then distributed according to performance level. The maximum payment from this scheme in 2018 was 15% of basic salary.

### 14.3.2 SIL

The SIL Management Committee Bonus Scheme is based on a mix of corporate objectives including financial, commercial and audit quality measures. The remainder of the bonus award is based on performance against personal objectives which is assessed through the annual appraisal process. In 2018, bonus payments to SIL MRTs were capped, at 50% of basic salary for the Managing Director and 40% for his direct reports. The Managing Director's bonus is paid 60% in year one and 40% in year two in accordance with the scheme rules (unless his remuneration exceeds de minimis limits in which case deferral would be for between one and five years in line with regulation).

Until 2016, SIL operated a MTI scheme which the Managing Director was eligible to participate in based on a two and three year performance cycle ending in December 2016 for the two year cycle and 2017 for the three year cycle. The plan was based 60% on the achievement of financial measures and 40% on commercial and risk measures.

The interim award (on completion of the two year cycle) was paid 60% in 2017, and 20% in 2018 and 2019. The final award, made on completion of the three year cycle) was phased 60% in 2018 and 20% in 2019 and 2020. No further awards are to be made under this plan but as outlined above, deferred payments will continue to be made until 2020.

### 14.3.3 Risk / performance adjustment

The potential risk implications of MRT remuneration are managed in a number of ways including the core design of the schemes, the monitoring of business performance against risk appetite, risk profile and the requirement for agreed capital thresholds to be met or exceeded for payments to be made.

To ensure that rewards are based on sustainable performance over a multi-year period, the Remuneration Committee conducts a 'sustainable performance assessment' one year after the original performance year. The Committee reviews performance against the original scheme measures and considers whether the performance which generated the award has been materially sustained in line with Board expectations.

If the Committee considers that performance has not been adequately maintained, an adjustment of up to 25% of the original award can be made to either current year awards or to deferred payments, subject to specific criteria.

On an annual basis, the Remuneration Committee also seeks confirmation from the Board Risk Committee of how the Society and Executive Directors have performed in relation to the risk objectives, risk profile and risk appetites set for the performance year, taking into account the context and impact of operational decisions. The Committee also considers the Board Risk and Audit Committees' views on whether there are any material issues to consider, e.g. a significant risk failing, regulatory breach or material error which may trigger malus or an adjustment to the outcome of the SVPA. In such situations, the Remuneration Committee has the discretion to postpone, reduce or cancel current year or deferred payments or to claw back payments already made.

The SIL Remuneration Committee conducts the 'sustainable performance assessment' for SIL MRTs and considers whether risk adjustment should be applied to incentive outcomes in line with the Risk Adjustment policy. The Society Remuneration Committee is kept informed of the deliberations and the outcome of discussions.

### 14.4 Aggregate quantitative information on remuneration

As outlined above, MRTs have been identified in the core Society and SIL.

**Table 26 Group's quantitative remuneration 2018**

Group <sup>1</sup>	Number of beneficiaries	Fixed remuneration £000	Current year annual performance pay £000	Total £000	Prior years' deferred performance pay now released <sup>3</sup> £000
Senior management (including Executive and Non-Executive Directors)	18	3,184	958	4,142	486
Other Material Risk Takers <sup>2</sup>	49	4,880	1,151	6,031	57
<b>Total</b>	<b>67</b>	<b>8,064</b>	<b>2,109</b>	<b>10,173</b>	<b>543</b>

**Notes**

1. The Group table includes aggregate remuneration for MRTs in the Society and SIL.
2. The members of the SIL Management Committees are included in the category 'Other Material Risk Takers'.
3. Prior year performance pay now released includes Short Term Incentive (STI) and MTI payments from prior years now due to be paid.

Society	Number of beneficiaries	Fixed remuneration £000	Current year annual performance pay £000	Total £000	Prior years' deferred performance pay now released <sup>1</sup> £000
Senior management (including Executive and Non-Executive Directors)	18	3,184	958	4,142	486
Other Material Risk Takers	41	4,174	962	5,136	17
<b>Total</b>	<b>59</b>	<b>7,358</b>	<b>1,920</b>	<b>9,278</b>	<b>503</b>

**Notes**

1. Prior year performance pay now released includes STI and MTI payments from prior years now due to be paid.

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SIL	Number of beneficiaries	Fixed remuneration £000	Current year annual performance pay <sup>2</sup> £000	Total £000	Prior years' deferred performance pay now released <sup>3</sup> £000
Material Risk Takers <sup>1</sup>	8	706	189	895	40

**Notes**

- The Material Risk Takers are all members of the SIL Management Committee and/or the SIL Board.
- The MTI for the Managing Director was included in the 2015 disclosures and is not reflected in the table above.
- The prior year performance pay includes deferred payments from the 2016 annual bonus award and phased MTI award.

2017 Group <sup>1</sup>	Number of beneficiaries	Fixed remuneration £000	Current year annual performance pay £000	Total £000	Prior years' deferred performance pay now released <sup>3</sup> £000
Senior management (including Executive and Non-Executive Directors)	18	3,156	929	4,085	232
Other Material Risk Takers <sup>2</sup>	51	4,879	1,072	5,951	28
<b>Total</b>	<b>69</b>	<b>8,035</b>	<b>2,001</b>	<b>10,036</b>	<b>260</b>

**Notes**

- The Group table includes aggregate remuneration for MRTs in the Society and SIL.
- The members of the SIL Management Committees are included in the category 'Other Material Risk Takers'.
- Prior year performance pay now released includes Short Term Incentive (STI) and MTI payments from prior years now due to be paid.

2017 Society	Number of beneficiaries	Fixed remuneration £000	Current year annual performance pay <sup>2</sup> £000	Total £000	Prior years' deferred performance pay now released <sup>1</sup> £000
Senior management (including Executive and Non-Executive Directors)	18	3,156	929	4,085	232
Other Material Risk Takers	42	4,198	866	5,064	-
<b>Total</b>	<b>60</b>	<b>7,354</b>	<b>1,795</b>	<b>9,149</b>	<b>232</b>

**Notes**

- Prior year performance pay now released includes STI and MTI payments from prior years now due to be paid.

2017 SIL	Number of beneficiaries	Fixed remuneration £000	Current year annual performance pay <sup>2</sup> £000	Total £000	Prior years' deferred performance pay now released <sup>3</sup> £000
Material Risk Takers <sup>1</sup>	9	681	206	887	28

**Notes**

- The Material Risk Takers are all members of the SIL Management Committee and/or the SIL Board. The additional number of MRTs for 2017 is due to two NEDs having part year service. The number of MRTs at year end was 8.
- The MTI for the Managing Director was included in the 2015 disclosures and is not reflected in the table above.
- The prior year performance pay includes deferred payments from the 2016 annual bonus award and phased MTI award.

## Appendix 1 Reconciliation of balance sheet capital to regulatory capital

The table below shows how the full Group balance sheet capital values translate to a regulatory capital equivalent for the prudential consolidation group at 31 December 2018. The regulatory capital figures are shown on a transitional basis in accordance with Annex I of the European Commission Implementing Technical Standard on disclosure of own funds under Article 437(1) (a) of the CRR. In the table below the numbered rows match those in the own funds disclosure template required under Article 437(1) (d) and (e) and 492(3) of the CRR. Rows without numbers have been added to set out a transparent flow of adjustments made to the CET 1 capital. Any blank cells in the template have been removed.

	Accounting Balance Sheet Value 2018 £m	Adjustments and adjusted accounting value 2018 £m	Own Funds Value 2018 £m
<b>Members' interests</b>			
General Reserve	1,518.7	-	-
Fair value reserve	1.6	-	-
Cost of hedging reserve	(0.5)	-	-
Cash flow hedging reserve	(0.2)	-	-
Translation reserve	5.2	-	-
Total members' interests	1,524.8	-	-
Less: Reserves attributable to non regulatory subsidiaries	-	(88.7)	-
Accounting Balance Sheet value after adjustments	-	1,436.1	-
<b>Common Equity Tier 1 (CET1) capital: instruments and reserves</b>			
2 Retained Earnings	-	-	1,435.2
3 Accumulated other comprehensive income (and other reserves), to include unrealised gains and losses under the applicable accounting standards	-	-	0.9
6 Common Equity Tier 1 (CET1) capital before regulatory adjustments			1,436.1
<b>Common Equity Tier 1 (CET1) capital: regulatory adjustments</b>			
7 Additional value adjustments (negative amount)	-	-	(0.8)
Intangible Assets (per the Accounting Balance Sheet)	(161.4)	-	-
Less: Intangible Assets attributable to non regulatory subsidiaries	-	150.6	-
Accounting Balance Sheet value after adjustments	-	(10.8)	-
8 Intangible assets (net of related tax liability) (negative amount)	-	-	(10.8)
Cash flow hedging reserve (per the Accounting Balance Sheet)	(0.2)	-	-
Less: Cash flow hedging reserve attributable to non regulatory subsidiaries	-	-	-
Accounting Balance Sheet value after adjustments	-	(0.2)	-
11 Fair value reserves related to gains or losses on cash flow hedges	-	-	0.2
12 Negative amounts resulting from the calculation of expected loss amounts	-	-	(16.3)
28 Total regulatory adjustments to Common Equity Tier 1 (CET1)	-	-	(27.7)
29 <b>Common Equity Tier 1 (CET1) capital</b>			1,408.4
<b>Additional Tier 1 (AT1) capital: instruments</b>			
Subscribed capital	41.6	-	-
Less: Removal of accrued interest	-	(1.6)	-
Accounting Balance Sheet value after adjustments	-	40.0	-
33 Amount of qualifying items referred to in Article 484 (4) and the related share premium accounts subject to phase out from AT1	-	-	36.0
36 Additional Tier 1 (AT1) capital before regulatory adjustments	-	-	36.0
<b>Additional Tier 1 (AT1) capital: regulatory adjustments</b>			
44 Additional Tier 1 (AT1) capital	-	-	36.0
45 Tier 1 capital (T1 = CET1 + AT1)			1,444.4
<b>Tier 2 (T2) capital: instruments and provisions</b>			
46 Capital instruments and the related share premium accounts	-	-	4.0
51 <b>Tier 2 (T2) capital before regulatory adjustments</b>			4.0
<b>Tier 2 (T2) capital: regulatory adjustments</b>			
58 Tier 2 (T2) capital	-	-	4.0
59 <b>Total capital (TC = T1 + T2)</b>	-	-	1,448.4
60 <b>Total risk weighted assets</b>			4,279.3

## Appendix 2 Capital instruments key features

The table below shows the capital instruments currently in issue by the Group with the key details of these capital instruments as at 31 December 2018. These have been disclosed in line with Annex III of the European Commission Implementing Technical Standards on disclosure for own funds by institutions under Article 437(1) and 492(3) of the CRR.

The terms and conditions of these capital instruments can be found at [www.skipton.co.uk/investorrelations](http://www.skipton.co.uk/investorrelations).

		Skipton Building Society (Skipton Building Society)	Skipton Building Society (Scarborough Building Society)
1	<b>Issuer</b>	Skipton Building Society	Skipton Building Society (Scarborough Building Society)
2	ISIN	GB0008194119	GB0004440623
3	Gov. law(s)	English	English
4	Trans. CRR rules	Additional Tier 1 up to headroom	Additional Tier 1 up to headroom
5	Post-transitional CRR rules	Tier 2	Tier 2
6	Eligible at Solo/Sub-consolidated/Solo & Sub-consolidated	Solo	Solo
7	Instrument type (types to be specified by each jurisdiction)	PIBS	PIBS
8	Regulatory capital value	25,000,000 <sup>1</sup>	15,000,000 <sup>1</sup>
9	Nominal amount of instrument	25,000,000	15,000,000
9a	Issue px	100.476	100.000
9b	Redemption px	100.000	100.000
10	Accounting classification	Liability - amortised cost	Liability - amortised cost
11	Date of issue	05/03/1992	26/04/2000
12	Perpetual or dated	Perpetual	Perpetual
13	Original maturity	No maturity	No maturity
14	Issuer call	No	No
15	Optional call date, contingent call dates and redemption amount	No Issuer call	No Issuer call
16	Subsequent call dates, if applicable	n/a	n/a
17	Fixed or floating dividend/coupon	Fixed	Fixed
18	Coupon rate and any related index	12.875%	8.500%
19	Existence of a dividend stopper	Yes <sup>1</sup>	Yes <sup>1</sup>
20a/b	Fully discretionary, partially or mandatory (in terms of timing)	Partially Discretionary	Partially Discretionary
21	Existence of step up or other incentive to redeem	No	No
22	Noncumulative or cumulative	Cumulative	Noncumulative
23	Convertible or non-convertible	Nonconvertible	Nonconvertible
24	If convertible, conversion trigger(s)	n/a	n/a
25	If convertible, fully or partially	n/a	n/a
26	If convertible, conversion rate	n/a	n/a
27	If convertible, mandatory or optional conversion	n/a	n/a
28	Specify output instrument	n/a	n/a
29	Specify issuer of output instrument	n/a	n/a
30	Write-down features	None contractual, statutory via bail-in	None contractual, statutory via bail-in
31-34	If w/d, trigger(s), full/partial, PWD/TWD	n/a	n/a
35	Instrument type immediately senior	Subordinated debt	Subordinated debt
36	Non-compliant transitioned features	Yes	Yes
37	If yes, specify non-compliant features	No conversion to CET1	No conversion to CET1

### Note

- These are not typical stoppers since, if the Society has cancelled a payment on a more senior ranking instrument (i.e. a deposit or share investment other than a deferred share investment), it cannot pay on any of these PIBS.

## Appendix 3 Own funds disclosure template

The table below shows the own funds position of the prudential consolidation group in line with Annex IV to Annex V of the European Commission Implementing Technical Standard on disclosure of own funds by institutions under Article 437(1) (d) and (e) of the CRR, where CRR refers to Regulation (EU) 575/2013. Any blank cells in the template have been removed.

	Transitional 2018 £m	2017 £m
<b>Common Equity Tier 1 (CET1) Capital: instruments and reserves</b>		
2 Retained Earnings	1,435.2	1,307.2
3 Accumulated other comprehensive income (and other reserves), to include unrealised gains and losses under the applicable accounting standards	0.9	3.2
6 Common Equity Tier 1 (CET1) capital before regulatory adjustments	1,436.1	1,310.4
<b>Common Equity Tier 1 (CET1) capital: regulatory adjustments</b>		
7 Additional value adjustments (negative amount)	(0.8)	(0.6)
8 Intangible assets (net of related tax liability) (negative amount)	(10.8)	(11.0)
11 Fair value reserves related to gains or losses on cash flow hedges	0.2	(0.1)
12 Negative amounts resulting from the calculation of expected loss amounts	(16.3)	(15.0)
28 <b>Total regulatory adjustments to Common Equity Tier 1 (CET1)</b>	(27.7)	(26.7)
29 <b>Common Equity Tier 1 (CET1) capital</b>	1,408.4	1,283.7
<b>Additional Tier 1 (AT1) capital: instruments</b>		
33 Amount of qualifying items referred to in Article 484 (4) and the related share premium accounts subject to phase out from AT1	36.0	40.0
36 Additional Tier 1 (AT1) capital before regulatory adjustments	36.0	40.0
44 <b>Additional Tier 1 (AT1) capital</b>	36.0	40.0
45 <b>Tier 1 capital (T1 = CET1 + AT1)</b>	1,444.4	1,323.7
<b>Tier 2 (T2) capital: instruments and provisions</b>		
46 Capital instruments and the related share premium accounts	4.0	-
51 Tier 2 (T2) capital before regulatory adjustments	4.0	-
<b>Tier 2 (T2) capital: regulatory adjustments</b>		
58 <b>Tier 2 (T2) capital</b>	4.0	-
59 <b>Total capital (TC = T1 + T2)</b>	1,448.4	1,323.7
60 <b>Total risk weighted assets</b>	4,279.3	3,864.7
<b>Capital ratios and buffers</b>		
61 Common Equity Tier 1 (as a percentage of risk exposure amount)	32.91%	33.22%
62 Tier 1 (as a percentage of risk exposure amount)	33.75%	34.25%
63 Total capital ( as a percentage of risk exposure amount)	33.85%	34.25%
64 Institution specific buffer requirement (CET1 requirement in accordance with Article 92 (1) (a) plus capital conservation and countercyclical buffer requirements, plus systemic risk buffer, plus the systemically important institution buffer (G-SII or O-SII buffer), expressed as a percentage of risk exposure amount)	7.24%	5.75%
65 of which: capital conservation buffer requirement	1.875%	1.250%
66 of which: countercyclical buffer requirement	0.863%	0.000%
67 of which: systemic buffer requirement	0.000%	0.000%
68 Common Equity Tier 1 available to meet buffers (as a percentage of risk exposure amount)	25.85%	26.25%
<b>Amounts below the thresholds for deduction (before risk weighting)</b>		
72 Direct and indirect holdings by the institution of the capital of financial sector entities where the institution does not have a significant investment in those entities (amount below 10% threshold and net of eligible short positions)	-	1.7
<b>Applicable caps on the inclusion of provisions in Tier 2</b>		
76 Credit risk adjustments included in T2 in respect of exposures subject to standardized Approach (prior to the application of the cap)	-	-
77 Cap on inclusion of credit risk adjustments in T2 under standardised Approach	17.1	14.8
78 Credit risk adjustments included in T2 in respect of exposures subject to internal ratings-based Approach (prior to the application of the cap)	-	-
79 Cap for inclusion of credit risk adjustments in T2 under internal- ratings based Approach	14.9	13.8
<b>Capital instruments subject to phase-out arrangements (only applicable between 1 Jan 2014 and 1 Jan 2022)</b>		
82 Current cap on AT1 instruments subject to phase out arrangements	36.0	45.0
83 Amount excluded from AT1 due to cap (excess over cap after redemptions and maturities)	4.0	-
84 Current cap on T2 instruments subject to phase out arrangements	75.6	94.4

## Appendix 4 Leverage ratio disclosures templates

The tables below set out the leverage ratio for the prudential group under the CRR fully loaded definition using templates prescribed in Annex I and II of the European Commission Implementing Technical Standards on disclosure for the leverage ratio under Article 451(1), using an end-of-year leverage ratio calculation as permitted by the CRR.

The following table shows how the assets per the financial statements are adjusted to provide an exposure measure used to calculate the leverage ratio.

### Template LRSum:

		Applicable amount	
		2018	2017
		£m	£m
<b>Summary reconciliation of accounting assets and leverage ratio exposures</b>			
1	Total assets as per published financial statements	23,204.4	21,023.6
2	Adjustments for entities which are consolidated for accounting purposes but are outside the scope of regulatory consolidation	(187.6)	(191.4)
3	(Adjustments for fiduciary assets recognised on the balance sheet pursuant to the applicable accounting framework but excluded from the leverage ratio exposure measure in accordance with Article 429(13) of Regulation (EU) No 575/2013 "CRR")	-	-
4	Adjustments for derivative financial instruments	(294.0)	(301.9)
5	Adjustments for securities financing transactions "SFTs"	-	-
6	Adjustment for off-balance sheet items (ie conversion to credit equivalent amounts of off balance sheet exposures)	108.2	681.5
7	Other adjustments	(28.0)	(52.2)
8	<b>Total leverage ratio exposure</b>	<b>22,803.1</b>	<b>21,159.6</b>

### Notes

- Row 4 above includes the Derivative asset from the Group's Annual Report and Accounts of £72.3m (£94.2m in 2017) as well as the total derivative exposure from row 11 in Template LR Com below.

The following table shows how the on-balance sheet exposures are modified to determine a total exposure figure that is then used to determine the leverage ratio.

### Template LRCom:

		CRR leverage ratio exposures	
		2018	2017
		£m	£m
<b>Leverage ratio common disclosure</b>			
<b>On-balance sheet exposures (excluding derivatives and SFTs)</b>			
1	On-balance sheet items (excluding derivatives, SFTs and fiduciary assets, but including collateral)	22,969.6	20,738.0
2	(Asset amounts deducted in determining Tier 1 capital)	(28.0)	(52.2)
3	<b>Total on-balance sheet exposures (excluding derivatives, SFTs and fiduciary assets) (sum of lines 1 and 2)</b>	<b>22,941.6</b>	<b>20,685.8</b>
<b>Derivative exposures</b>			
4	Replacement cost associated with <i>all</i> derivatives transactions (ie net of eligible cash variation margin)	15.4	1.8
5	Add-on amounts for PFE associated with <i>all</i> derivatives transactions (mark-to-market method)	62.3	51.3
7	(Deductions of receivables assets for cash variation margin provided in derivatives transactions)	(299.4)	(260.8)
11	<b>Total derivative exposures (sum of lines 4 to 10)</b>	<b>(221.7)</b>	<b>(207.7)</b>
<b>Securities financing transaction exposures</b>			
EU-14a	Derogation for SFTs: Counterparty credit risk exposure in accordance with Article 429b (4) and 222 of Regulation (EU) No 575/2013	-	-
16	Total securities financing transaction exposures (sum of lines 12 to 15a)	-	-
<b>Other off-balance sheet exposures</b>			
17	Off-balance sheet exposures at gross notional amount	1,081.6	837.5
18	(Adjustments for conversion to credit equivalent amounts)	(973.4)	(156.0)
19	Other off-balance sheet exposures (sum of lines 17 to 18)	108.2	681.5
<b>Capital and total exposures</b>			
20	Tier 1 capital	1,408.4	1,283.7
21	Total leverage ratio exposures (sum of lines 3, 11, 16, 19, EU-19a and EU-19b)	22,828.1	21,159.6
<b>Leverage ratio</b>			
22	Leverage ratio	6.2%	6.1%
<b>Choice on transitional arrangements and amount of derecognised fiduciary items</b>			
EU-23	Choice on transitional arrangements for the definition of the capital measure	End-point	End-point

The following table shows more detail behind the on-balance sheet exposure figure quoted above.

**Template LRSpl:**

		CRR leverage ratio exposures	
		2018	2017
<b>Split-up of on balance sheet exposures (excluding derivatives and SFTs)</b>		<b>£m</b>	<b>£m</b>
EU-1	Total on-balance sheet exposures (excluding derivatives, SFTs, and exempted exposures), of which:	22,969.6	20,738.0
EU-2	Trading book exposures	-	-
EU-3	Banking book exposures, of which:	22,969.6	20,738.0
EU-4	Covered bonds	208.6	87.4
EU-5	Exposures treated as sovereigns	2,825.8	2,675.2
EU-6	Exposures to regional governments, MDB, international organisations and PSE <u>not</u> treated as sovereigns	215.8	128.5
EU-7	Institutions	660.1	392.8
EU-8	Secured by mortgages of immovable properties	18,410.6	16,662.6
EU-9	Retail exposures	1.2	-
EU-10	Corporate	197.9	45.2
EU-11	Exposures in default	61.8	65.4
EU-12	Other exposures (eg equity, securitisations, and other non-credit obligation assets)	387.8	680.9

The following table details how the Group manages the risk of excessive leverage and what factors have had an impact on the leverage ratio.

**Template LRQua:**

**Description of the processes used to manage the risk of excessive leverage**

The prudential consolidation group has a leverage ratio of 6.2%. Although there is currently no statutory minimum leverage ratio for the Society it is expected each financial institution regardless of size within the EU will shortly be required to have a leverage ratio of no less than 3.0%. The Group's leverage ratio is a key financial indicator monitored closely by the Board each month. The leverage ratio is projected for the next five years as part of the Corporate Plan. The Corporate Plan is subject to stress tests to ensure the Group is able to operate safely and with sufficient capital and leverage during a severe downturn in the general economy and idiosyncratic Society only stress events. It is recognised that such forward planning is essential to the successful management of the Group's leverage and capital ratios. The Board are satisfied that the risk appetite, controls and planning framework will prevent the group from taking excessive leverage within its balance sheet.

**Description of the factors that had an impact on the leverage ratio during the year to 31 December 2018**

During the year the leverage ratio remained stable at 6.2% on an end-point basis (December 2017:6.1%). This shows that the growth in mortgage lending has been offset by the profits accumulated during the year.

Tier 1 capital has increased in the year primarily driven by an increase in retained profits of £152.1m. The growth in Tier 1 capital has more than offset the impact of the £1.7bn growth in exposure. Exposures continue to be mainly in residential mortgages; and liquidity exposures to support the group's activities.

In 2018 we applied the standardised approach to calculate the CCF for the undrawn credit facilities in accordance with the CRR. Prior to this we applied a more conservative IRB CCF. In 2018 the leverage exposure for undrawn credit facilities was £108.2m, the equivalent figure for 2017 would have been £83.8m.

## Appendix 5 Asset encumbrance

Asset encumbrance occurs through the pledging of assets to secured creditors. The Society may encumber assets for a number of reasons, including 1) to attain short / long term funding through repo/securities lending arrangements; 2) attain long term funding through secured funding transactions, such as securitisations and covered bond issuances; and 3) to collateralise derivative exposures through credit support annexes (CSAs) with counterparts and through centralised derivative clearing.

The asset encumbrance disclosure templates below are prepared in accordance with the EBA regulatory reporting technical standards set out in EBA/RTS/2017/03.

The table below details, as a median calculation rather than point in time, for different classes of assets, the level of encumbrance and both the carrying and fair value of those assets on a prudential consolidation group basis in the year ended 2018.

Template A - Encumbered and unencumbered assets		Carrying amount of encumbered assets	of which notionally eligible EHQLA <sup>1</sup> and HQLA <sup>2,3</sup>	Fair value of encumbered assets	of which notionally eligible EHQLA and HQLA	Carrying amount of unencumbered assets	of which EHQLA and HQLA	Fair value of unencumbered assets	of which EHQLA and HQLA
		£m 010	£m 030	£m 040	£m 050	£m 060	£m 080	£m 090	£m 100
010	Assets of the reporting institution	4,409.1	-	-	-	18,188.1	-	-	-
030	Equity instruments	-	-	-	-	1.6	-	1.6	-
040	Debt securities	0.3	-	0.3	-	984.5	-	984.5	-
050	of which: covered bonds	-	-	-	-	165.7	-	165.7	-
060	of which: asset-backed securities	-	-	-	-	215.0	-	215.0	-
070	of which: issued by general governments	-	-	-	-	323.9	-	323.9	-
080	of which: issued by financial corporations	0.3	-	0.3	-	279.9	-	279.9	-
090	of which: issued by non-financial corporations	-	-	-	-	-	-	-	-
120	Other assets	4,408.8	-	-	-	17,202.0	-	-	-
121	of which: Mortgage Loans	4,120.4	-	-	-	13,545.3	-	-	-

### Notes

1. EHQLA relates to assets of extremely high liquidity and credit quality.
2. HQLA relates to assets of high liquidity and credit quality.
3. The Society is not required to provide details of EHQLA and HQLA exposures, as its total assets are less than EUR 30bn as per the threshold requirement.
4. "Other assets" include loans and advances (including mortgages) and other balance sheet items not listed above including derivative financial assets, property, plant and other fixed assets, intangible assets including goodwill, and deferred tax assets. With the exception of mortgage loans, these assets would not be available for encumbrance in the normal course of business.

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The Society is not required to provide details in the Template B - Collateral received, as the balance is less than EUR 100bn as per the threshold requirement.

The following table shows the carrying amount of selected encumbered assets, collateral received and associated liabilities.

Template C As at 31 December 2018	Matching liabilities, contingent liabilities or securities lent	Assets, collateral received and own debt securities issued other than covered bonds and ABSs encumbered
Encumbered assets / collateral received and associated liabilities	010 £m	030 £m
010 Carrying amount of selected financial liabilities	3,076.7	4,411.3

### Template D – Accompanying narrative information General information on asset encumbrance

The Pillar 3 asset encumbrance disclosure templates have been compiled in accordance with EBA regulatory reporting requirements. These numbers reflect EBA methodology and, as such, may differ from the disclosures contained in the Group's Annual Report and Accounts due to differences in the definitions of encumbrance for certain assets.

Asset encumbrance generally occurs through the pledging of assets: to secured creditors, as collateral, or to credit enhance financial transactions. Such assets become unavailable for other purposes. The Group uses repurchase agreements/securities lending transactions as an everyday liquidity tool and has a range of counterparties whereby assets may be encumbered in order to raise funding. Assets are solely encumbered at the Society level.

The Group has an asset encumbrance limit which is set by the Board of Directors and reviewed on a regular basis.

### Information relating to the impact of the institution's business model on its level of encumbrance and the importance of encumbrance on the institution's funding model

Mortgage assets are used in long term secured funding transactions such as securitisations, covered bonds and Bank of England schemes. The Society has issued Residential Mortgage Backed Securities through its Darrowby programme and it has issued Covered Bonds from its regulated Covered Bond programme. Further asset encumbrance occurs through the Society's participation in the Bank of England's Term Funding Scheme. The level of over-collateralisation associated with the Society's secured funding programmes is regularly monitored and they are maintained at levels that are both efficient and prudent. The Group has no sources of encumbrance by any currency other than the reporting currency. Unencumbered other assets include goodwill, deferred tax assets, property, plant and other fixed assets, and derivative assets. The underlying assets and cover pool assets related to any retained securities issued from the Society's secured funding programmes are treated as unencumbered from a regulatory reporting perspective.

## Appendix 6 Countercyclical Capital buffer

The countercyclical capital buffer disclosure is presented in the following two tables. The table below shows the country of residence of the obligor (borrower) for the Society's general credit exposures, trading book exposures (of which there are none) and securitisation exposures. The Other countries line shows summarised figures from countries for which the individual own funds requirement is immaterial. This summarisation makes no difference to calculation of the countercyclical buffer rate, or requirement.

Note that the residence of the obligor does not necessarily align with the location of the property against which the lending has been secured, the Society only lends to UK residents at the time of purchase. The Group does not offer mortgages on properties outside of the United Kingdom or Channel Islands.

Breakdown by Country	General credit exposures		Trading book exposure		Securitisation exposure		Own funds requirements				Own funds requirement weights %	Countercyclical capital buffer rate %
	Exposure value for SA £m 010	Exposure value IRB £m 020	Sum of long and short position of trading book £m 030	Value of trading book exposure for internal models £m 040	Exposure value for SA £m 050	Exposure value for IRB £m 060	Of which: General credit exposures £m 070	Of which: Trading book exposures £m 080	Of which: Securitisation exposures £m 090	Total £m 100		
United Kingdom	1,418.6	17,484.6	-	-	207.2	-	250.7	-	3.3	254.0	86.34	1.000%
Jersey	1,115.3	0.1	-	-	-	-	31.6	-	-	31.6	10.73	
Guernsey	194.6	0.8	-	-	-	-	5.6	-	-	5.6	1.91	
France	32.7	2.4	-	-	-	-	1.4	-	-	1.4	0.46	
Finland	25.0	-	-	-	-	-	0.4	-	-	0.4	0.14	
United States	2.8	8.9	-	-	-	-	0.3	-	-	0.3	0.11	
Spain	0.5	1.6	-	-	-	-	0.2	-	-	0.2	0.07	
Australia	2.5	7.9	-	-	-	-	0.2	-	-	0.2	0.07	
Isle of Man	1.7	0.3	-	-	-	-	0.1	-	-	0.1	0.05	
United Arab Emirates	0.8	2.9	-	-	-	-	0.1	-	-	0.1	0.03	
Switzerland	1.2	2.0	-	-	-	-	0.1	-	-	0.1	0.02	
Other countries	2.8	15.5	-	-	-	-	0.1	-	-	0.1	0.03	
<b>Total</b>	<b>2,798.5</b>	<b>17,527.0</b>	<b>-</b>	<b>-</b>	<b>207.2</b>	<b>-</b>	<b>290.8</b>	<b>-</b>	<b>3.3</b>	<b>294.1</b>	<b>100.0</b>	

### Amount of institution-specific countercyclical capital buffer

2018

Total risk exposure amount £m	4,279.3
Institution specific countercyclical buffer rate %	0.863%
Institution specific countercyclical buffer requirement £m	36.9

## Appendix 7 Residential lending exposures by PD scale

The table below sets out the main parameters used for the calculation of the capital requirement for IRB models for the Society, Amber and NYM mortgage portfolios.

PD scale	Original on-balance sheet gross exposure £m	Off-balance sheet exposures pre CCF £m	EAD <sup>8</sup> post CRM <sup>9</sup> and post CCF <sup>10</sup> £m	Average PD %	Number of obligors	Average LGD %	RWAs £m	RWA density %	EL £m	Value adjustments and provisions £m
<b>Society, Amber and NYM exposures - Secured by mortgages on immovable properties</b>										
0.00 to <0.15	10,303.1	300.7	10,653.6	0.07	88,595	20.14	412.8	3.87	1.6	
0.15 to <0.25	2,287.1	284.9	2,555.0	0.19	18,751	24.65	261.9	10.24	1.2	
0.25 to <0.50	2,167.9	391.3	2,528.2	0.35	17,331	29.05	472.2	18.65	2.7	
0.50 to <0.75	649.0	51.6	701.1	0.61	4,729	29.95	198.5	28.29	1.3	
0.75 to <2.50	719.2	8.8	736.8	1.17	5,098	32.72	352.1	47.77	2.8	
2.50 to <10.00	99.3	-	101.0	4.38	800	35.16	111.7	110.67	1.5	
10.00 to <100.00	85.2	0.2	86.4	42.16	741	28.11	127.1	147.09	10.3	
100.00 (Default)	58.0	-	58.1	100.00	473	33.10	206.0	354.37	2.8	
Subtotal	16,368.8	1,037.5	17,420.2	0.76	136,518	23.19	2,142.3	12.30	24.2	9.8

The tables set out on next page for Amber and NYM are specialist lending portfolios and do not have conversion factors as these portfolios are closed to new lending. Under the IRB Approach these portfolios attract a higher PDs and LGDs resulting in higher risk weights compared to the Society portfolio. This is primarily due to the specialist nature of these mortgage portfolios, whereby loan impairment provisions and arrears are generally higher than those reported in the Society.

<sup>8</sup> EAD - Exposures at default are the amounts that the customer would owe in the event of default. The balance takes account of the additional interest and fees that would be added to the balance prior to default as well as any payments that would be expected to occur before the account reaches default.

<sup>9</sup> CRM - Credit risk mitigation relates to the techniques used to reduce the credit risk associated with an exposure.

<sup>10</sup> CCF – Credit conversion factor applied to undrawn credit commitments for mortgages not yet drawn down.

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The tables below set out a breakdown of IRB residential lending main parameters by Society, Amber and NYM.

PD scale	Original on-balance sheet gross exposure £m	Off-balance sheet exposures pre CCF £m	EAD post CRM and post CCF £m	Average PD %	Number of obligors	Average LGD %	RWAs £m	RWA density %	EL £m	Value adjustments and provisions £m
<b>Society exposures - Secured by mortgages on immovable properties</b>										
0.00 to <0.15	10,219.5	300.7	10,568.4	0.07	87,738	20.10	407.2	3.85	1.6	
0.15 to <0.25	2,203.9	284.9	2,470.1	0.19	18,085	24.40	250.4	10.12	1.2	
0.25 to <0.50	2,036.7	391.3	2,394.4	0.35	16,275	28.78	443.0	18.47	2.4	
0.50 to <0.75	564.2	51.6	614.6	0.60	4,072	29.54	171.4	27.83	1.1	
0.75 to <2.50	492.9	8.8	506.0	1.08	3,452	31.19	219.3	43.24	1.7	
2.50 to < 10.00	22.0	-	22.2	4.48	219	25.06	17.8	80.24	0.2	
10.00 to <100.00	44.3	0.2	45.0	39.45	433	22.02	55.8	123.83	3.9	
100.00 (Default)	40.4	-	40.5	100.00	346	29.87	134.4	331.53	1.3	
<b>Subtotal</b>	<b>15,623.9</b>	<b>1,037.5</b>	<b>16,661.2</b>	<b>0.53</b>	<b>130,620</b>	<b>22.70</b>	<b>1,699.3</b>	<b>10.20</b>	<b>13.4</b>	<b>4.4</b>
<b>Amber exposures - Secured by mortgages on immovable properties</b>										
0.00 to <0.15	53.6	-	54.5	0.10	568	26.85	3.7	6.88	0.0	
0.15 to <0.25	50.5	-	51.5	0.20	412	34.61	7.5	14.69	0.0	
0.25 to <0.50	83.4	-	84.9	0.35	656	36.80	20.0	23.62	0.2	
0.50 to <0.75	54.7	-	55.7	0.62	418	35.15	18.8	33.81	0.1	
0.75 to <2.50	153.5	-	156.4	1.34	1,089	38.61	95.8	61.46	0.8	
2.50 to < 10.00	53.7	-	54.7	4.39	399	40.38	69.4	126.96	1.0	
10.00 to <100.00	28.7	-	29.0	47.90	216	36.24	50.6	174.43	5.0	
100.00 (Default)	13.6	-	13.7	100.00	97	43.35	59.1	431.53	1.3	
<b>Subtotal</b>	<b>491.7</b>	<b>-</b>	<b>500.4</b>	<b>6.58</b>	<b>3,855</b>	<b>36.41</b>	<b>324.9</b>	<b>64.92</b>	<b>8.4</b>	<b>4.4</b>
<b>NYM exposures - Secured by mortgages on immovable properties</b>										
0.00 to <0.15	30.1	-	30.7	0.10	289	23.90	1.9	6.27	0.0	
0.15 to <0.25	32.7	-	33.4	0.20	254	28.15	4.0	11.90	0.0	
0.25 to <0.50	47.8	-	48.9	0.36	400	29.01	9.2	18.86	0.1	
0.50 to <0.75	30.0	-	30.7	0.61	239	28.78	8.4	27.46	0.1	
0.75 to <2.50	72.9	-	74.5	1.38	557	30.68	36.9	49.76	0.3	
2.50 to < 10.00	23.6	-	24.1	4.28	182	32.58	24.4	101.65	0.3	
10.00 to <100.00	12.2	-	12.4	38.57	92	31.14	20.8	167.34	1.4	
100.00 (Default)	3.9	-	3.9	100.00	30	30.51	12.5	319.53	0.2	
<b>Subtotal</b>	<b>253.2</b>	<b>-</b>	<b>258.6</b>	<b>4.34</b>	<b>2,043</b>	<b>29.20</b>	<b>118.1</b>	<b>45.66</b>	<b>2.4</b>	<b>1.0</b>

## Appendix 8 Impact of IFRS 9 transitional arrangements

The Group has adopted IFRS 9 with effect from 1 January 2018. The implementation of IFRS 9 does not have a significant impact on the Group's capital position. The impact is reduced further due to the IFRS 9 transitional arrangements which the Group has elected to apply from 1 January 2018 as per Article 473a (a) of the CRR.

	2018 £m	2017 £m
<b>Available capital</b>		
1 Common Equity Tier 1 (CET1) capital	1,408.4	1,283.7
2 Common Equity Tier 1 (CET1) capital as if IFRS 9 or analogous ECLs transitional arrangements had not been applied <sup>1</sup>	1,407.6	
3 Tier 1 capital	1,444.4	1,323.7
4 Tier 1 capital as if IFRS 9 or analogous ECLs transitional arrangements had not been applied <sup>1</sup>	1,443.6	
5 Total capital	1,448.4	1,323.7
6 Total capital as if IFRS 9 or analogous ECLs transitional arrangements had not been applied <sup>1</sup>	1,447.6	
<b>Risk-weighted assets</b>		
7 Total risk-weighted assets	4,279.3	3,864.7
8 Total risk-weighted assets as if IFRS 9 or analogous ECLs transitional arrangements had not been applied <sup>1</sup>	4,279.5	
<b>Capital ratios</b>		
9 Common Equity Tier 1 (as a percentage of risk exposure amount)	32.91%	33.22%
10 Common Equity Tier 1 (as a percentage of risk exposure amount) as if IFRS 9 or analogous ECLs transitional arrangements had not been applied <sup>1</sup>	32.89%	
11 Tier 1 (as a percentage of risk exposure amount)	33.75%	34.25%
12 Tier 1 (as a percentage of risk exposure amount) as if IFRS 9 or analogous ECLs transitional arrangements had not been applied <sup>1</sup>	33.73%	
13 Total capital (as a percentage of risk exposure amount)	33.85%	34.25%
14 Total capital (as a percentage of risk exposure amount) as if IFRS 9 or analogous ECLs transitional arrangements had not been applied <sup>1</sup>	33.83%	
<b>Leverage ratio</b>		
15 Leverage ratio total exposure measure	22,828.1	21,159.6
16 Leverage ratio	6.2%	6.1%
17 Leverage ratio as if IFRS 9 or analogous ECLs transitional arrangements had not been applied <sup>1</sup>	6.2%	

### Notes

1. As permitted by the EBA guidelines EBA/GL/2018/01, the comparative figures are not required when data are disclosed for the first time.

Transitional arrangements reduce the impact on the capital, risk weighted assets, capital ratios and leverage ratio of expected credit loss provisions over the period to 31 December 2022. These adjustments are applied by adding back the impact of expected credit loss provision to CET 1 resources, risk weighted assets and leverage ratio exposure. The key element included within the transitional arrangements relates to the impairment losses on financial assets of £0.7m and £0.1m in relation to mortgages. No impairment losses on treasury assets were reported in prior years under the accounting standard IAS 39.

## Glossary

Set out below are the definitions of terms used within the Pillar 3 disclosures to assist the reader and to facilitate comparison with other financial institutions:

<b>Arrears</b>	A customer is in arrears when they are behind in fulfilling their obligations with the result that an outstanding loan commitment is overdue.
<b>Asset backed securities (ABS)</b>	An asset backed security is a security whose value and income payments are derived from and collateralised (or 'backed') by a specified pool of underlying assets. Typically these assets are pools of residential or commercial mortgages.
<b>Basel III</b>	Basel III sets out details of the global regulatory standards on bank capital adequacy and liquidity.
<b>Buy-to-let mortgages</b>	Mortgages offered to customers purchasing residential property to be rented to others to generate a rental income.
<b>Common Equity Tier 1 Capital</b>	Common Equity Tier 1 (CET 1) capital primarily comprises internally generated capital from retained profits. An adjustment is made to deduct intangible assets and goodwill. CET 1 capital is fully loss absorbing.
<b>Contractual maturity</b>	The final payment date of a loan or other financial instrument, at which point the entire remaining outstanding principal and interest is due to be repaid.
<b>Covered bonds</b>	Debt securities backed by a portfolio of mortgages that are segregated from the issuer's other assets to be solely for the benefit of the holders of the covered bonds. The Group has established covered bonds as part of its funding activities. Covered bonds use retail / residential mortgages as the asset pool.
<b>CRD IV</b>	CRD IV is made up of the Capital Requirements Regulation (CRR), which is directly applicable to firms across the EU, and the Capital Requirements Directive (CRD), which must be implemented through national law. CRD IV became effective in the UK from 1 January 2014.
<b>CRR</b>	Capital Requirements Regulation, which is directly applicable to firms across the EU.
<b>Debt securities</b>	Assets representing certificates of indebtedness of credit institutions, public bodies or other undertakings.
<b>Debt securities in issue</b>	Transferable certificates of indebtedness of the Group to the bearer of the certificates. These are liabilities of the Group and include certificates of deposit.
<b>Derivative financial instruments</b>	A derivative financial instrument is a type of financial instrument (or an agreement between two parties) that has a value based on the underlying asset, index or reference rate it is linked to. The Group uses derivative financial instruments to hedge its exposures to market risks such as interest rate and currency risk.
<b>Effective interest rate method</b>	The method used to measure the carrying value of a financial asset or a liability measured at amortised cost and to allocate associated interest income or expense over the relevant period.
<b>Fair value</b>	Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's-length transaction.
<b>Forbearance strategies</b>	Strategies to assist borrowers in financial difficulty, such as arrears capitalisation, a reduction in the monthly payment, a conversion to interest only or a mortgage term extension. Forbearance strategies aim, if possible, to avoid foreclosure or repossession.
<b>Goodwill</b>	Goodwill arises on the acquisition of subsidiary undertakings, joint ventures, associates or other businesses and represents the excess of the fair value of consideration over the fair value of separately identifiable net assets and contingent liabilities acquired at the date of acquisition.
<b>Impaired loans</b>	Loans where the Group does not expect to collect all the contractual cash flows or expects to collect them later than they are contractually due.
<b>Internal Capital Adequacy Assessment Process (ICAAP)</b>	The Group's own assessment, as part of regulatory requirements, of the levels of capital that it needs to hold in respect of the risks it faces under a business as usual scenario and a variety of stress scenarios.
<b>Individual Liquidity Adequacy Assessment Process (ILAAP)</b>	The Group's own assessment that current and projected levels of liquidity are sufficient and appropriate for the Group's plans, under a variety of stress scenarios. It also details the Group's compliance with the PRA's regulatory BIPRU 12 requirements.
<b>Internal ratings-based approach (IRB)</b>	An advanced approach to measuring capital requirements in respect of credit risk under CRD IV. The IRB approach may only be used with permission from the PRA.
<b>International Swaps and Derivatives Association (ISDA) Master Agreement</b>	A standardised contract developed by ISDA and used to enter into bilateral derivatives transactions.
<b>Investment grade</b>	The range of credit ratings, from Aaa to Baa3, as measured by external credit rating agencies.
<b>Leverage ratio</b>	The ratio of Tier 1 capital divided by total exposure, which includes on and off balance sheet assets, after netting derivatives.
<b>Liquid assets</b>	The total of cash in hand and balances with the Bank of England, loans and advances to credit institutions and debt securities.
<b>Liquidity coverage ratio</b>	A measure designed to ensure that financial institutions have sufficient high quality assets available to meet their liquidity needs for a 30 day liquidity stress scenario.

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<b>Loan-to-value ratio (LTV)</b>	A ratio which expresses the balance of a mortgage as a percentage of the value of the property. The Group calculates residential mortgage LTVs on an indexed basis (the value of the property is updated on a quarterly basis to reflect changes in a house price index).
<b>Loans past due / past due loans</b>	Loans on which payments are overdue including those on which partial payments are being made.
<b>Material Risk Takers (MRTs)</b>	A group of employees to which the FCA's Remuneration Code applies. MRTs consist of Executive Directors, Non-Executive Directors and certain senior managers who could have a material impact on the firm's risk profile.
<b>Member</b>	A person who has a share investment or a mortgage loan with the Society, or is the holder of a Permanent Interest Bearing Share in the Society.
<b>Net Stable Funding Ratio</b>	The Net Stable Funding Ratio (NSFR) is a long term stable funding metric, which measures the stability of our funding sources relative to the assets (mortgage balances) we are required to fund.
<b>Permanent Interest Bearing Shares (PIBS) or subscribed capital</b>	Unsecured, deferred shares that are a form of Tier 1 capital. PIBS rank behind the claims of all subordinated debt holders, depositors, payables and investing members of Skipton Building Society.
<b>Prime</b>	Prime mortgages are those granted to the most credit worthy category of borrower.
<b>Renegotiated loans</b>	Loans are classed as renegotiated, with the customer's consent, when their terms have changed during the year. Loans and advances may be renegotiated whether or not the customer is experiencing financial difficulty in repaying their loan with the Group.
<b>Repo / reverse repo</b>	Short to medium term funding agreements which allow a borrower to sell a financial asset, such as an ABS or government bonds as security for cash. As part of the agreement the borrower agrees to repurchase the security at some later date. For the party selling the security (and agreeing to repurchase it in the future) it is a repo; for the party on the other end of the transaction (buying the security and agreeing to sell in the future) it is a reverse repurchase agreement or reverse repo, which can typically be resold or repledged if desired.
<b>Residential loans</b>	Mortgage lending secured against residential property.
<b>Residential mortgage backed securities (RMBS)</b>	A category of ABS that represent interests in a group of residential mortgages. Investors in these securities have the right to cash received from future mortgage payments (interest and / or principal).
<b>Risk appetite</b>	The articulation of the level of risk that the Group is willing to take in order to safeguard the interests of the Society's members whilst achieving business objectives.
<b>Risk weighted asset (RWA)</b>	The value of assets, after adjustment, under CRD IV rules to reflect the degree of risk they represent.
<b>Securitisation</b>	A process by which a group of assets, usually loans, are aggregated into a pool which is used to back the issuance of new securities. A firm transfers these assets to a special purpose vehicle which then issues securities backed by the assets. The Group has established securitisation structures as part of its funding activities. These securitisation structures use retail / residential mortgages as the asset pool.
<b>Significant increase in credit risk</b>	A significant increase in credit risk on a financial asset is judged to have occurred when an assessment using quantitative and qualitative factors identifies that the credit risk has increased significantly since the asset was originally recognised.
<b>Stage 1</b>	Stage 1 assets are assets which have not experienced a significant increase in credit risk since origination. 12 month ECLs are recognised and interest revenue is determined by the EIR on the gross carrying amount.
<b>Stage 2</b>	Stage 2 assets have experienced a significant increase in credit risk since initial recognition. Lifetime ECLs are recognised and interest revenue is determined by the EIR on the gross carrying amount.
<b>Stage 3</b>	Stage 3 assets are identified as in default and considered credit impaired. Lifetime ECLs are recognised and interest revenue is determined by the EIR on the net carrying amount.
<b>Subordinated debt / liabilities</b>	A form of Tier 2 capital that is unsecured and ranks behind the claims of all depositors, creditors and investing members (other than holders of PIBS).
<b>Sub-prime</b>	Loans to borrowers typically having weakened credit histories that include payment delinquencies and in some cases potentially more severe problems such as court judgements and discharged bankruptcies.
<b>Tier 1 capital</b>	A measure of financial strength. Tier 1 capital is divided into Common Equity Tier 1 and other Tier 1 capital. Common Equity Tier 1 capital comprises general reserves from retained profits. The book values of goodwill and other intangible assets are deducted from Common Equity Tier 1 capital and other regulatory adjustments may be made for the purposes of capital adequacy. Qualifying capital instruments such as PIBS are included in other Tier 1 capital (i.e. not Common Equity Tier 1).
<b>Tier 2 capital</b>	Tier 2 capital comprises regulated subordinated liabilities and PIBS that have been transitioned out of additional Tier 1 capital – under CRD IV all of the Society's PIBS will be phased out of Tier 1 capital as they fail to satisfy the CRD IV requirements. However £40m of our PIBS will continue to satisfy the criteria for Tier 2 capital and will therefore be phased into Tier 2.
<b>Wholesale funding</b>	Amounts owed to credit institutions, amounts owed to other customers and debt securities in issue excluding balances deposited by offshore customers.

## **Media Enquiries**

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