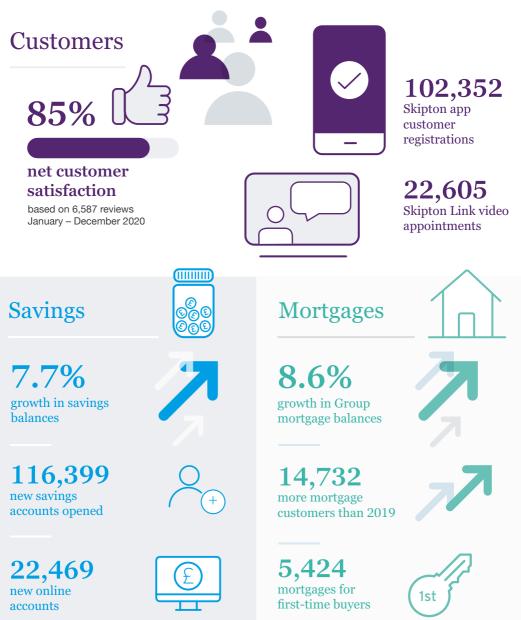
AGM 2021

Society in Focus



Our year in review





of our colleagues believe we make a real difference to our communities

or recovered



A look back at 2020

Welcome to our AGM booklet, which contains a roundup of 2020, a look at our future plans and details of how to vote at our AGM.

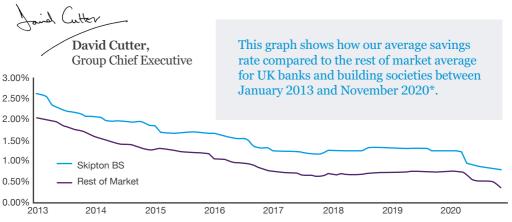
Without a doubt, 2020 was one of our most challenging years. As always, our priority was to ensure the safety of our colleagues and customers, and continue to provide a much-needed service. Our people adapted and responded incredibly well.

In less than two weeks, over 90% of our head office colleagues were set up to work from home. We were one of the first organisations to offer digital mortgage payment deferrals for customers who were affected financially by the pandemic. We also raised £200,000 for our charity partner Mental Health UK, through a combination of personal donations and fundraising activity.

Throughout the pandemic your Society has maintained a strong financial position with healthy levels of capital and liquidity. However, profitability in 2020 was lower than in 2019.

In response to the pandemic, the Bank of England reduced Bank Base Rate to 0.1% making it an even more challenging time for savers. However, we try to continue to offer long-term good value and the average savings rate we paid in the 11 months to November 2020 was 0.38% above the rest of market average for banks and building societies*.

I'm pleased to say that Skipton remains financially robust with a strong capital position and is in a good place to face the challenges that lie ahead in 2021 and look to the future with confidence.



*Rest of market as defined in CACI Current Account and Savings Database, Stock, including fixed and variable rates. CACI is an independent company that provides financial benchmarking data from over 30 savings providers, who together hold £967bn of cash savings accounts as at end November 2020.

Flexibility in changing times

2020 was a year of firsts. We had to find new ways to help customers under challenging circumstances and at a very fast pace. But we've learned, developed and achieved a lot too.

Communication

Our Skipton Link video appointment service allowed us to continue having face-to-face conversations at a time when visiting a branch was difficult. We spent more time on the phone, web chat and social channels, created a dedicated Covid-19 webpage, and sent emails to reassure customers and keep them informed of the changing situation.



Branches

We worked hard to make sure our branches stayed open as much as possible throughout the year, sometimes on reduced opening hours. Although we originally only offered essential transactions to keep everyone safe, we gradually returned to our full service.

We adapted our processes, so customers could still pay in and withdraw from their savings without visiting a branch and introduced safety measures, to make sure our branches were all Covid-secure. We also updated our branch signage, so visitors knew what to expect.

Supporting customers

When our branch opening hours were reduced, some of our branch and head office colleagues helped different teams while others adapted to working from home. We're building on what we've learned this year about working flexibly, so we continue to use our resources just as effectively in the future.

We were proud to be one of the first organisations to offer an online facility to arrange mortgage payment deferrals to borrowers who needed them. We contacted these customers to make sure they were aware of their options and also proactively contacted many of our vulnerable customers to see if there were any ways we could help.



You are speaking with Angela SKIPTON

Improving our service

Every time we create a new product, launch a new tool on our website, invest in a service or make an improvement, it's done with customers in mind. And this year was no exception.

Working to be accessible

Our work to create an accessible Society continued last year:

- we partnered with SignVideo, which supports people who use British Sign Language and ensures our customers have an interpreter when they communicate with us on the phone.
- colleagues were given the opportunity to attend Communication Access UK training run by the Royal College of Speech and Language Therapists, to support their face-to-face, written and telephone communication skills. This will be offered to more customer-facing colleagues throughout 2021.
- we sponsored the Business Disability Forum's Inclusive Communication Toolkit, which is a resource that helps businesses improve their communications.



High scores

We love it when customers tell us we're doing a good job.



We're proud to have been recognised as the '**Top Building Society**' in the KPMG Nunwood Customer Experience Excellence study, 2020.



We're rated '**Excellent**' on Trustpilot which is a brilliant result – thanks to everyone who took time to comment. "A good friendly building society, that I feel I can trust with my savings."

Trustpilot review



Investing in our Society

Five of our branches were refurbished last year including new locations in Sheffield and Holborn, London. And we continue to invest in our Skipton Direct contact centre in terms of colleagues to support higher volumes of calls and in training and technology, so we can provide the best possible service for customers.

Did you see our sponsorship ads on SkyArts last year and this year on Channel 5? It's really important that people recognise us as a good place for their money, so we can grow our membership and continue to be relevant to all our members.



Relocating our London branch allowed us to create a space where customers would feel comfortable talking about their money, our colleagues would be happy to work, and we could showcase our Skipton brand.

"I received absolutely excellent help from Jo... in every respect her attitude and performance were absolutely exceptional." Trustpilot review

Security

The security of our customers' money is always a priority. Last year, we introduced One Time Passcode to replace the Grid Card in response to regulatory industry guidance. We also introduced extra measures to reduce Push Payment Fraud. Our dedicated fraud webpage was also updated with information about Covid-19 scams, so our customers would know what to look out for.



Your vote matters

This year's AGM will be different from usual due to Covid-19 and will be closed to non-colleague members. But you can still vote by post or online to help shape the Society's future.

Our AGM

This year's meeting will only be open to a small number of colleague members in the office that day, who will observe social distancing and other government guidance. However, we'll be streaming the event live and you'll be able to join us virtually and ask questions. All the information you need is on <u>skipton.co.uk/agm</u>. We'll be adding a link from that page to the meeting site. On the day, you'll be able to log into the site using the voting codes on your voting form and meeting code 30015.

What am I voting for?

You're voting on the election and re-election of Directors and the re-appointment of our external auditors. There are also resolutions about the approval of the Directors' Remuneration Report and our annual report and accounts. The back page of this booklet has a full list of the resolutions and Board Directors.

This year's resolutions



To receive the Annual Report & Accounts

We propose an Ordinary Resolution every year to formally accept the Annual Report & Accounts.

To re-appoint Ernst & Young LLP as auditors

Following a rigorous selection process, Ernst & Young LLP were selected as our external auditors prior to AGM 2019 where their appointment was approved. This resolution is to approve their reappointment for the year ending 31 December 2021.

To approve the Directors' Remuneration Report for the year ended 31 December 2020

The Directors' Remuneration Report is summarised in the Summary Financial Statement. As in previous years, we're proposing an Ordinary Resolution to approve the Directors' Remuneration Report for the financial year ended 31 December 2020.

The vote on resolution 3 will be treated as advisory only and the Directors' entitlement to remuneration isn't conditional on this resolution being passed. It is, however, still an important measure of members' views on the topic which the Board will discuss and be influenced by.

You can read the full Directors' Remuneration Report at <u>skipton.co.uk/financialresults</u> or request a copy from: The Secretary, Skipton Building Society, The Bailey, Skipton, North Yorkshire BD23 1DN or by calling 0345 850 1733.

Meet your Board

Our Board members have been selected for their skills, experience and commitment to the Society. You can read about them on the following pages.

A Director will only be re-elected if the majority of voting members vote in their favour. None of our Directors has a personal business relationship with the Society or any of its subsidiaries or close links to any business that might have.

If you have any questions or you'd like to know more about being a member of a mutual, our Board or the AGM:

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Director for election

Philip Moore A member of the Audit and Risk Committees.

Philip has over 35 years' experience in international financial services, spending nearly 20 years as a CFO followed by extensive consulting partner roles in the UK and South East Asia building his commercial, strategic and regulatory expertise. He has experience of chairing audit, risk and remuneration committees for a number of companies, including Bank of Ireland (UK) plc and Scandinavia's third largest property and casualty insurer Codan A/S. He is also Trustee of the Royal British Legion and a Governor at Hart Learning Group.

"I joined the Board in February 2021 after being attracted to the Society's strong mutual values and clear purpose. These attributes have made the Society a financially strong, customer-focused organisation and, by drawing on my wide financial experience, I hope to contribute to its continued success."

Andrew Bottomley

Customer Director and a member of the Executive Committee and the Non-Executive Remuneration Committee.



Directors for re-election

Andrew has more than 30 years' experience in leading customer service and sales teams in financial services. He leads the development and delivery of our financial advice proposition, as well as the Society's branch network and contact centre. He has previously served as Mortgage and Bancassurance Director at Lloyds Bank, held various senior roles at the Halifax, encompassing branches, mortgages and head office positions, and was Chair of Halifax Sharedealing. He joined the Board in 2016.

"It's important to me to work for an organisation that cares for its customers and colleagues, which are values I work by too. I have experience in many segments of financial services, including risk and change management. I thrive on challenge and I'm keen to help people develop and grow."

Amanda Burton

A member of the Audit, Nominations and Remuneration Committees and a Non-Executive Director of Connells Limited.



As a qualified solicitor coupled with her experience as Global Chief Operating Officer of Clifford Chance LLP (until 2014), Amanda is able to support Board discussions on legal matters whilst also offering invaluable insight on operational performance and customer issues. She was previously an Executive Director of Meyer International and joined the Board in 2016, bringing more than 20 years' Non-Executive Director experience. Her other directorships are Senior Independent Director and Chair of Remuneration Committee of HSS Hire Group plc and Non-Executive Director and Chair of Remuneration Committee (Countryside Properties plc). Amanda was Chair of Battersea Dogs' and Cats' Home for four years and trustee for 11 years until her retirement in 2020.

"I have a diverse operational, legal and corporate governance background in a number of industries. I'm a strong believer in making sure everything starts with the customer and was attracted to Skipton because it uses continuous improvement to ensure the customer proposition is delivered effectively and efficiently."

Richard Coates

Chair of the Audit Committee and a member of the Nominations and Risk Committees.



Richard is a very experienced financial services auditor and Chair of Audit and Risk Committees. He brings vital finance and corporate governance insight to the Board which the Board views as essential to its long-term success. A chartered accountant, Richard was a senior partner at KPMG before joining the Skipton Group in 2003 as Managing Director of Baseline Capital Limited, which he retired from in 2008. He is a Non-Executive Director of TPT Retirement Solutions and the Veterinary Defence Society and is also the Chair of the Audit Committee of both of these organisations.

"I joined the Board as the Society stays true to its mutual ethos and has its members at the centre of its thinking. I bring my experience of strong corporate governance to support the Society's ongoing financial strength and growth strategy."



Ian Cornelius

Commercial & Strategy Director, member of the Executive, Retail Credit, Asset & Liability and Non-Executive Remuneration Committees.

Ian has extensive experience in financial services customer management and marketing and has developed the Society's customer proposition. He successfully oversees its implementation with the development of products and services designed to support our customers. Ian has been a Board member since 2012. He previously held senior positions at Homeloan Management Limited, Virgin Money, Bradford & Bingley, Capital One and Boots. He is also a Non-Executive Director of Incommunities Group Ltd and Governor and Trustee of Giggleswick School.

"I'm proud to work for an organisation that genuinely puts customers first. Skipton has successfully focused on helping people to save and have a home of their own since 1853. My role is to support and enable colleagues to build on that legacy by constantly improving the products and services we offer to ensure we meet the needs of current and future members."

David Cutter

Group Chief Executive, Chair of the Executive and Retail Credit Committees and member of the Asset & Liability and Non-Executive Remuneration Committees.



David has a wealth of experience of the Society having been its chief executive for the last 12 years. The Board believes he is the right person to continue to lead the Society and its team in delivering value to members, whilst continuing to develop its financial strength. He's had roles in many areas of our business, including periods as Operations Director, Group Corporate Development Director and Head of Internal Audit. He joined the Board in 2000. He is a qualified chartered accountant, Trustee of the Moorlands Learning Trust and a former Chair of the Building Societies Association.

"I've been with Skipton for over 25 years and remain passionate about its purpose and focus on customers. It's important to me to build a trusted, values-driven Society that inspires its people. My ambition for the business is for Skipton to thrive and be a beacon for customers in a confusing financial world." Robert joined the Board in 2011, bringing more than 40 years' experience in banking in the UK and internationally. He brings in-depth knowledge of building and leading financial service businesses. During his 32 years at Barclays Bank he was Chief Risk Officer of Absa South Africa amongst other roles. He also led the restructuring of the Cattles Group, becoming its Chief Executive in 2010 until completion of its wind down in 2019. He's Chair of Vanquis Bank and a Non-Executive Director of Provident Financial plc and Hampshire Trust Bank plc.

"In 1976, I joined Barclays as an office junior. Since then, I've learned that wellled and motivated people will do the right thing for customers. Skipton has the same ambition. I'm proud to chair Skipton Building Society because of its history, values, focus on its members and the dedication of its people."



Robert East

Chair of the Board, Nominations and Non-Executive Remuneration Committees.



Denis Hall

Chair of the Risk Committee and a member of the Audit and Nominations Committees.

Denis has worked in senior risk roles with Citibank, Deutsche Bank and GE Capital. He brings a wide knowledge of risk management, regulation and financial services enabling him to chair the Board Risk Committee and provide support, advice and challenge to the Executive on risk management issues. Denis is a Non-Executive Director of Switzerland's Cembra Bank and Moneta Bank in the Czech Republic and sits on the Audit and Risk Committee(s) for both these organisations. He is also Non-Executive Director and Chair of the Risk and Audit Committee for Auxmoney Holding in Ireland.

"I love Skipton's principle that puts members first and services their needs without pressure. I serve on the boards of other financial institutions in Europe too, which keeps me up to date with current issues, so I can contribute to the Society by weighing up different approaches to common challenges."



Heather Jackson

A member of the Nominations, Remuneration and Risk Committees.

Heather brings her strong business operations, strategy and change background which is vital as the Society invests further in improving customer journeys through its branches, telephony, web and app. She also has 25 years' experience in senior roles at Lloyds plc, Capital One, Boots the Chemist, Asda and Burton Group plc. She works as a Non-Executive Director for Ikano Bank (and chairs their Change and Renumeration Committees), for JD Sport and Fashion PLC and for Lookers Motor group PLC (also Senior INED and Chair of Remuneration Committee). Heather also serves on Yorkshire Cancer Research Advisory Panel.

"I enjoy and value Skipton's focus on doing the right thing to create value for our customers and members now and in the future. I serve on other Boards in retail and financial services and am from a change and technology background, so want to help ensure we look after our colleague and customer needs and expectations as the way people interact with financial services changes. But at the same time we ensure we maintain that unique Skipton 'there for you' approach".



Mark Lund

Deputy Chair of the Board, Senior Independent Director and a member of the Audit, Nominations and Remuneration Committees. Mark's experience at senior leadership level in financial advice and investment management enables him to provide relevant insight which is particularly important as the Society develops its financial advice business. He has more than 35 years' experience in commercial and financial services. His previous roles include CEO of St James's Place plc, CEO of Virgin Direct and Director of Henderson Investors plc. He is Chair of the mutual company MyCSP Ltd and their employee benefit trust, a Non-Executive Director of Coutts & Co and Chair of Equiniti Financial Services Limited.

"I joined the Society's Board in 2016 after being an Independent Director with Skipton's financial advice business. I understand the broader Society well, and my goal is to ensure we understand our customers' needs and provide them with the most appropriate solutions." Bobby is an experienced finance professional and leads the Society's finance and treasury functions, amongst other areas, which are essential to the success of the Society. A chartered accountant, he previously held a number of senior positions in Group Finance and Financial Risk. With over 20 years' experience in IT, finance and risk, he is responsible for ensuring that the Society's treasury, accounting and finance practices remain at a high standard. Bobby has been a member of the Board since 2015. He's also a Trustee of Yorkshire Cancer Research.

"Being part of a values-led organisation keeps me highly motivated. I enjoy leading teams that embrace change and continuously improve the financial strength of the Society for the longterm benefit of members. My ambition is for Skipton to grow sustainably, so we can help more people achieve their financial goals."



Bobby Ndawula

Group Finance Director, Chair of the Asset & Liability Committee, member of the Executive, Retail Credit and Non-Executive Remuneration Committees.



Helen Stevenson

Chair of the Remuneration Committee and a member of the Nominations Committee.

Helen brings extensive marketing and digital experience together with strong customer focus which the Board regards as essential. She is also experienced in remuneration issues and leads Board discussions on these matters. Helen joined the Board in 2013. She spent 19 years with Mars Inc, was Group Marketing Director of Lloyds TSB and Chief Marketing Officer of Yell Group. She's now Senior Independent Director on the Boards of Reach plc and Kin & Carta plc, Non-Executive Director and Remuneration Committee Chair at IG Group PLC and is a member of Henley Business School Advisory Board and a Governor at Wellington College.

"Skipton is well placed to strengthen both its excellent customer service and financial stability. I'm interested in encouraging the Board to maintain a powerful connection between members and the business, and to evolve our strategy so it continues to thrive in a changing marketplace."



Retiring Director

Denise Cockrem

Denise will be retiring from the Board after the AGM. We'd like to thank her for her commitment to Skipton and the important contribution she's made to the Society.

Communities and our environment

It's so important for us to support our members, customers and communities, not just with financial donations and volunteering, but through activities that reduce our impact on the environment too.

Giving something back





From a combination of fundraising activities and contributions from the Society. Our Chair and Non-Executive Directors donated 20% of their net pay for three months and our Executive Committee also made personal contributions to the total.

£156,833 donated to 83 registered charities by

SKIPTON BUILDING SOCIETY

Community Giving

£80,000 donated through our scheme in 2020.

Community Giving allowed mortgage brokers and employees of intermediary firms to nominate a housing or homelessness cause they care about to receive one of 40 possible £1,000 donations. The campaign usually runs each Autumn but, when the pandemic hit, we decided to double our contributions to those selected in 2019. So, in 2020, we actually helped 80 groups find safe homes for people who would otherwise have found it a challenge.

Haircuts 4 Homeless

Colleagues and communities

Our colleagues found some creative ways to give back to their communities in 2020. For example, some branches donated toys to a local children's ward, another donated books to a local charity and another donated funds to buy walkie talkies to help NHS staff communicate while wearing PPE. Debra Openshaw from Manchester donated her ponytail to the Little Princess Trust and raised £1,900 for Mental Health UK.



Food bank support

In January 2021, all our branches donated to local food banks, resulting in a combined total of £5,000 to help families in need.

Debra Openshaw

Giving back more than we take

In 2020, we became the first financial services organisation to achieve five stars in recognition of our support for the UN's Sustainable Development Goals, which plan to end poverty, extreme inequality and climate change by 2030. We've made a commitment to give more back to the planet than we take. Here are some of the things we achieved in 2020.





We diverted **99.5%** of our waste from landfill. **83.9%** was recycled and **15.6%** has been recovered.



4 electric car charging stations installed at head office.



We will **plant trees** to offset our carbon emissions for 2020.

All branch colleagues are using reusable Covid-19 face

coverings instead of disposable ones, which has helped us reduce our single-use plastic use too. David Cutter, Skipton Group CEO, said:

"We're extremely proud to have been awarded a five-star rating. We believe that businesses need to get behind the Goals and we're delighted our efforts have been recognised."

Become carbon neutral

We're going to work with the Carbon Trust who will carry out an independent audit on our greenhouse gas footprint and provide us with the information to actively reduce carbon emissions. Our head office is at lower capacity due to Covid-19, which means more colleagues are working from home, so we're giving them hints and tips to make their homes more environmentally friendly too.





Maintain 99% of our waste not going to landfill



Take more carbon out of the atmosphere than we put into it by 2025.



Remove 75% of single use plastics by 2025.

Listening, adapting and looking to the future

The world is constantly evolving, so our plans have to evolve too. We're here to support our members through the next few months and better times ahead. The needs of our members will always come first, which means investing in our Society and being a good place to work for our colleagues.



"Thanks to Skipton we've retired five years early."

Steve and Karen, Skipton customers since 2012.

Do you save, invest or both?

Interest rates are at an all-time low, which means some people are turning to investing as a way to supplement their savings to try and grow their money. So, we're investing in our financial advice service to give our existing and new financial advice customers the information and support they need to help with their long-term financial plans. We've already provided extra training for our colleagues and our Skipton Link video appointment service means more customers could have financial advice without leaving their home.

We also launched our Financial Fitness Report to help customers work out if their finances are on track and if they could benefit from financial advice with Skipton, along with a suite of brochures and webinars covering subjects like retirement planning, inheritance tax and investing. We'll be adding to this throughout 2021.

Developing our branches

We're investing in our branches to make sure they're fit for the future, starting with an in-depth review of each one. We'll be looking at a variety of areas, like how branches can support video appointments for savings and investment conversations and how we can offer more of our mortgage services in-branch too. The changes will result in even better support for our customers and new career progression opportunities for colleagues.

Product development

We've listened to customer feedback and we're making some improvements to our products and services.

- The Skipton app is being updated and customers will soon be able to use it to open a savings account.
- We're continually looking at savings products and making sure we have a range that's relevant to our customers.
- We're investing in technology that will make our mortgage service even better for customers.
- We've recently partnered with Bupa and launched two levels of health insurance cover.



A good place to work

Our work to create a diverse and inclusive Society continues where it left off last year with targets to increase the number of people gaining employment after our apprenticeship programme, to offer 50% of places on our development programmes to women so we have a healthy pipeline of female talent, and maintain our Investors in People platinum accreditation.

Our progress so far:

Our apprenticeship programme was affected by Covid-19, but three external apprentices joined the Society in January. **83%** of places on our talent development programmes were awarded to women. NVESTORS | Platinum

We maintained Investors in People platinum status.

We also ran sessions for our colleagues throughout 2020, covering a variety of topics including menopause, disability and LGBTQ+, which culminated in National Inclusion week. We've got a lot more planned for 2021.

As the pandemic continues, we'll continue to offer well-being support to all our colleagues, promote flexible working arrangements and continue to support our charity partner Mental Health UK.



We were placed 8th on the Sunday Times '25 Best Big Companies to Work For' list in 2020.

Notice of Annual General Meeting 2021

This year, the Annual General Meeting (AGM) for Skipton Building Society will be held at The Bailey, Skipton, North Yorkshire BD23 1AP on Monday 26 April 2021 at 5pm. The meeting is for the following purposes:

Ordinary Resolutions

- 1. To receive the Annual Report & Accounts
- 2. To re-appoint Ernst & Young LLP as auditors
- 3. To approve the Directors' Remuneration Report for the year ended 31 December 2020

Elections of Directors

- 4.1 To elect Philip Wynford Moore
- 4.2 To re-elect Andrew Paul Bottomley
- 4.3 To re-elect Amanda Jane Burton
- 4.4 To re-elect John Richard Coates
- 4.5 To re-elect Ian Michael Cornelius
- 4.6 To re-elect David John Cutter
- 4.7 To re-elect Robert David East
- 4.8 To re-elect Denis Arthur Hall
- 4.9 To re-elect Heather Louise Jackson
- 4.10 To re-elect Mark Joseph Lund
- 4.11 To re-elect Robert Samuel Duncan Mugenyi Ndawula
- 4.12 To re-elect Helen Claire Stevenson

Notes that form part of this Notice of AGM can be found on the enclosed voting form.

By order of the Board

John Gibson, Secretary 26 February 2021



This year's meeting will only be open to a small number of colleague members, who will observe social distancing and other government guidance.

We'll be streaming the event live and you'll be able to join us virtually and ask questions. Under our Rules, it's not possible to vote whilst watching the AGM online.

Visit skipton.co.uk/agm

for more information. We'll be adding a link from that page to the meeting site.

On the day, you'll be able to log into the site using the **voting codes** on your voting form and meeting code **30015**.

We can provide documents in large print, Braille, audio cassette or CD if you need them. Please speak to a member of our team on 0345 850 1733 to find out more.

Skipton Building Society is a member of the Building Societies Association. Authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority, under registration number 153706, for accepting deposits, advising on and arranging mortgages and providing Restricted financial advice. Principal Office, The Bailey, Skipton, North Yorkshire BD23 1DN. Stock Code: 296_317434_09/02/21_Web