




# Our 2024 annual review and 2025 Annual General Meeting



## Contact us

 **At a branch**  
For details of our opening hours, visit [thecoventry.co.uk](https://www.thecoventry.co.uk)

 **By post**  
Oakfield House,  
PO Box 600, Binley,  
Coventry CV3 9YR.

 **Online**  
[thecoventry.co.uk](https://www.thecoventry.co.uk)

 **By phone**  
**0800 121 8899**

Coventry Building Society is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority ([www.fca.org.uk](https://www.fca.org.uk)) and the Prudential Regulation Authority (firm reference number 150892).

For more information, visit our website [thecoventry.co.uk](https://www.thecoventry.co.uk), call us on **0800 121 8899** Monday to Friday 8am-7pm or Saturday 9am-2pm, or pop into a branch. Calls to 0800 numbers are free from the UK. Calls may be monitored or recorded to help improve our service and as a record of our conversation.

Information correct at time of going to print (March 2025).

Coventry Building Society.  
Principal Office: Coventry House,  
Harry Weston Road, Binley,  
Coventry, West Midlands CV3 2TQ.



**COVENTRY** |   
Building Society

**All together, better**

# 2024 was a very special year

We turned 140! This was a huge milestone for our history books, as we continued to provide you with security, outstanding service and competitive value.

In this booklet, you can explore how we performed in 2024. As well as the financial facts and figures, you'll find an introduction from our Chief Executive, Steve Hughes and insights from our Board members. You can also read about what being a mutual means and how we've continued to look after and support you, your family and your community.

Further on, this booklet contains all the details you'll need about how to get to our Annual General Meeting, or how to join online. You can also take a look at the other ways you can vote if you're not planning to join us in person. As a member, you're more than a customer.



Images from our archive



Images from our archive

## Key highlights of the year

Here's a glance at some of the stand-out figures from 2024

### Member value

**£401m**

Value returned to members<sup>1</sup>  
(2023: £342m)

**3.7%**

Savings balance growth  
(2023: 12.5%)

**3.0%**

Mortgage balance growth  
(2023: 4.7%)

**0.33%**

of mortgages more than 3 months in arrears  
(2023: 0.26%)

Find out on page 6 how we balance saving and borrowing

### Service, our community and colleagues

**+79**

Net Promoter Score<sup>2</sup>  
(2023: +76)

**58**

Seconds average call waiting time<sup>3</sup>  
(2023: 105 seconds)

**£4.5m**

Total community investment<sup>4</sup>  
(2023: £3.1m)

**83%**

Great Place to Work Trust Index Score<sup>5</sup>  
(2023: 81%)

You can find out more about the service we provide to members on page 10

Head to page 14 to read about the difference it's making

### Sustainable financial performance

**£323m**

Reported profit before tax<sup>6</sup>  
(2023: £474m)

**1.07%**

Net interest margin  
(2023: 1.26%)

**54.0%**

Cost to income ratio  
(2023: 39.4%)

**5.7%**

UK leverage ratio  
(2023: 5.4%)

1. Based on the Society's average month end savings rate compared to the CACI Ltd's Current Account and Savings Database rest of market average rate for savings accounts, excluding current accounts and offset savings, for the 12 months of the year.
2. A measure of customer advocacy that ranges between -100 and +100 representing how likely a customer is to recommend our products and services.
3. Based on average call waiting times between 1 January 2024 and 31 December 2024.
4. Total community investment made by the Society in 2024 has been determined in line with the Business for Societal Impact (B4SI) framework.
5. A measure indicating a trust-based people first workplace based on positive responses to the annual Great Place to Work survey.
6. Underlying profit before tax, excluding acquisition and integration related costs, would be £349 million for 2024.



# Your Chief Executive's review of the year

We've come a long way since our founder, Thomas Mason Daffern set up a building society for the people of Coventry in 1884. His idea of helping local people save for the future and borrow money to buy their own homes is still true to our purpose today.

As a member-owned organisation, we care about giving you great value and providing you with the best service. All while we enhance our financial resilience, make sure your money is safe and secure, and continue to make a positive difference in your local communities.



**2024 was a great year, ranking as one of the best in the Society's long history.**

**While interest rates have remained high, our priority has been to balance the needs of all our members, offering you the value, service, and security you can rely on. And despite persistent inflation and higher interest rates, we continue to grow our savings and mortgages and deliver to you what is important.**

We always want to make sure any decisions we make are in the long-term interest of the whole membership. That's why we decided to go ahead with our purchase of The Co-operative Bank, which I'm pleased to say we completed on 1 January 2025. I'm excited about what this means for us as a Society. Bringing our two values-driven organisations together will result in a mutually-owned business that's deeply passionate about its members, customers and communities.

It's important to note that as we welcome The Co-operative Bank into our family, it will add to our legacy and help to make us even stronger. You may have heard me say this before, but I believe there's a clear connection between mutual ownership and stability and security. Our business model allows us to deliver great value, service and support to you and your families today, while delivering the financial resilience that enables us to face the future with confidence. You can find out more about The Co-operative Bank on page 17.

In our 140 years as a building society, we've changed and evolved, but you have continued to be our priority. Our rich heritage has guided us, and I'm proud of what we've achieved.

This year, we've grown savings balances, while making progress in digitising services and improving capacity, convenience, and capability. We've recognised your trust in the Society with a range of loyalty savings accounts, as well as encouraging you to save for your needs.

For our borrowers, in 2024 we supported first time buyers to purchase over 7,000 homes. We've also continued to work closely with brokers through our intermediary business, providing great service so they can effectively and efficiently support their clients too.

I'd like to thank my colleagues for their hard work and dedication, and you, our members, for your loyalty, trust, and continued support.

**Stephen Hughes**

Chief Executive  
6 March 2025





# As a mutual, we look after our savers and borrowers

We were founded in 1884 to help the people of Coventry buy their own homes at a time when it was really hard to do so. We brought together a group of local people to pool their savings so they could purchase land and build houses. As the years went by, more and more individuals got involved, meaning savings could be used to help fund mortgages for other members, while property assets provided security for the savers.

We've been awarded a gold ribbon for customer experience by Fairer Finance (autumn 2024) for our savings and mortgages.



By looking after savers' money, lending it to borrowers, and then returning it to savers with interest, our ambition to be the best provider of mortgages and savings in the UK began.

You might hear us being referred to as a 'mutual' and this is why. Because we create a mutually beneficial relationship between our savers and borrowers.

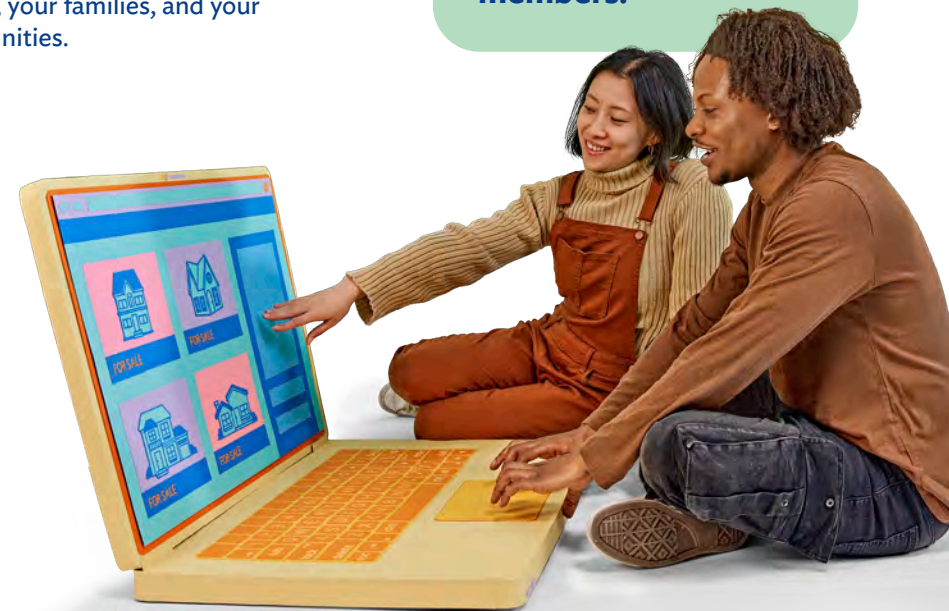
## Our decisions are based on what's best for you

We're owned by our members. And because we don't have shareholders, everything we do is based on your best interests. You tell us very clearly what you want - and that's great value, outstanding service and a Society that's safe and secure. Plus, our unwavering support for you, your families, and your communities.

If you're a saver, we look after your money and pay as much interest as we can, balancing the need for long-term resilience. Our income comes from the interest our borrowers pay on their mortgage.

If you're a borrower, this means we make sure your mortgage is affordable and offers good value, as well as providing support if your circumstances change.

**We don't have shareholders, everything we do is based on the long-term interests of our members.**





# Proud to offer you value for 140 years

**From day one, giving you long-term value has been one of our most important measures of success. Whether you're a saver or a borrower, our aim is to make you better off through life.**

2024 has been a year that we've given back more interest to you than we have before. That means you've benefitted from consistent, competitive value through the products and services we've offered.

## We've helped more first time buyers

That first step on the property ladder isn't easy. One of our goals has been to support first time buyers with their first mortgage.

To help, this year we launched our CV First Home Mortgages to reward new homeowners in CV postcodes with £1,000 cashback when their mortgage begins. We also continued to offer our First Home Saver, an account to help individuals 16 or over build up a deposit to buy their first home – with a £500 celebratory bonus if they choose to take out a mortgage with us.

**2024 has been a year that we've given back more interest to our members than we have before.**

## ...and we've helped all our other borrowers too

We've prioritised rates for existing customers who are coming to the end of their fixed mortgage, making sure they can take advantage of as good as, or better, rates than new customers. This has meant more than 80% of borrowers have chosen to stay with us for their mortgage.

## We're trusted by 2 million people

This is a responsibility we take very seriously, which is why with us, your savings will always be in safe hands. Throughout the year, we've been quick to announce any rate changes and we paid an extra £401 million of member premium<sup>1</sup>, which is significantly more interest than the market average. This is a record level for us, and our ability to offer this reflects both our commitment to mutuality and our underlying strength.

We've continued to be one of the largest cash ISA providers across the industry, offering a range of fixed and variable ISAs. Our Junior Cash ISA, which we designed for parents to save tax-free for their children, has consistently featured in best buy tables. We also rewarded our loyal members with exclusive access to a range of loyalty accounts.

This included our Loyalty Mortgage Saver, to help them build up a savings pot which also had a special overpayment feature.

In 2024, the Personal Finance Research Centre (PFRC) at University of Bristol did some research into understanding the role of savings in promoting positive wellbeing. They found that regular savers tend to feel more optimistic, are more satisfied with life, and sleep better<sup>2</sup>. That's why we launched our Sunny Day Saver account to put a focus on saving for the moments that make life memorable.

**We paid an extra £401 million<sup>1</sup> of interest to our members than if we'd just matched the average rates paid in the market.**



1. Based on the Society's average month end savings rate compared to the CACI Ltd's Current Account and Savings Database rest of market average rate for savings accounts, excluding current accounts and offset savings, for the 12 months of the year.
2. Take a look at the Understanding the Role of Savings in Promoting Positive Wellbeing report on the BSA website <https://www.bsa.org.uk/getmedia/1c5b562d-84c3-4404-9a21-13bdc1374620/BSA-savings-and-wellbeing-report-FINAL.pdf>



# Service that stands out

**You're more than a member, which is why we've always done more than just look after your money. We're passionate about giving you excellent service every time you contact us.**

## This year we've reached more members than ever

We made great progress in digitising our service, launching our new mobile app, which now has over 140,000 users. Those users have enjoyed new functionality throughout the year, including the ability to apply for and open new savings accounts directly in our app. Members are also taking advantage of using Online Services to tell us what to do when their fixed savings rate comes to an end.

We're proud we can now offer you the ability and peace of mind to manage your money in a number of different ways – in branch, over the phone and through our evolving digital channels.

**Fairer Finance have rated us most transparent for our savings (autumn 2024).**



## We're passionate about delivering the best service

We've continued to invest in our customer service to make sure you can speak to us when you need to. This year, across our branches, contact centre and head office teams, we've helped customers over 3.5 million times.

We've also reduced the average time it takes us to offer a mortgage from nearly 12 days in 2023, to just nine in 2024. This is all because of our new digital mortgage platform, which is making a significant difference to our efficiency, helping to improve service for you, our brokers and colleagues.

## Maintaining the levels of service you value and trust

It's vital to us that you feel you can speak to someone when you need to. In December, we made changes to the way we verify who you are when you call, making it easier for you to get help quickly. On average, we answered your calls in 58 seconds in 2024<sup>1</sup> (that's 47 seconds quicker than in 2023<sup>2</sup>).

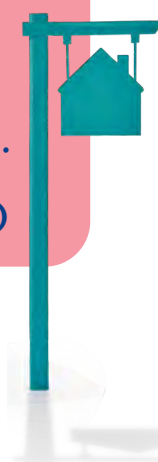
As we move forward digitally, we'll continue to offer you more choice and make it easier for you to contact us in a way that suits you. For example, we've now launched our new live chat function on the website and we'll be working on further improvements to our Voice ID functionality.

## Continuing to evolve for a brighter future

While our service offering is continuing to evolve, the one thing that won't change is the warmth and professionalism our colleagues will always show when you get in touch with us. Our investment in our colleagues means they can provide you with dedicated support when you're dealing with difficult situations.

This shows why our service is rated so highly. In 2024, our Net Promoter Score<sup>3</sup> was +79 (up from +76 in 2023) on average and peaked at +92 in branches.

**On average we answered your call in 58 seconds<sup>1</sup>. (2023: 105 seconds)**



1. Based on average call waiting times between 1 January 2024 and 31 December 2024.  
2. Based on average call waiting times between 1 January 2023 and 31 December 2023.  
3. A measure of customer advocacy that ranges between -100 and +100 representing how likely a customer is to recommend our products and services.



# Enhancing the resilience and security of our services

**Protecting you and your money will always be a responsibility we take incredibly seriously.**

## Investing in our future

Safety is one of our top priorities, which is why we've continued to invest in our internal systems, transforming and upgrading them so they're in line with the latest technologies and regulatory requirements. One of our improvements this year was to implement a new fraud system to enhance the protection we offer you.

We've also been focused on improving our resilience. Our app has been a great piece of digital transformation for us, alongside our new mortgage platform, both of which have made a real difference to our efficiencies and the services we provide you.

**We'll continue to upgrade and invest in our systems and new technology to improve our service, security and financial resilience.**

Our investment in the future and technology will never stop. We'll continue to do more so we can generate real benefits for you in terms of our service stability and positive experience. This is something we know will become more relevant in the future.

## Putting financial crime in the spotlight

Scams come in all shapes and sizes and criminals are always developing new ways to try and catch people out and get their hands on your money or your personal information. That's why at the Society, we act if we have the slightest suspicion of criminal activity.

This year, we've shared more information on the latest scams through our website and newsletters to help you stay one step ahead of criminals and learn how to spot something strange.

It's our priority to support and protect every member across our community. Cyber crime has no bias and even if you're financially savvy, we know that anyone can be targeted by fraudsters.

## We're proud to support the national Take Five campaign

This aims to stop fraud and offer straightforward, impartial advice that helps prevent email, phone and online scams. Together with Take Five, last year we offered advice on financial protection from scams and fraud.



**TO STOP FRAUD™**

## We're not just protecting you, we're protecting the environment too

Our environmental ambitions continue to propel us. As a certified B Corporation, we're part of a global community of businesses that are doing things differently to meet high standards of social and environmental impact.

We recognise that climate change is a critical issue and we're committed to helping address this challenge. In fact, our efforts to reduce our emissions by 34% in three years were recognised at the 2024 National Sustainability Awards where we won 'Carbon Reduction Programme of the year'. We're proud of our collaborative approach with colleagues, suppliers and members, especially when it comes to Scope 3 emissions.

You'll find full details of how we're reducing our environmental impact in the Sustainability section of our website.



**At the 2024 National Sustainability Awards we won 'Carbon Reduction Programme of the year'.**





# Making a difference for you and your communities

**We care about making life better, not only for our members and our employees, but also the communities in which you live and work.**

## Supporting young people to find a safe place to call home

In 2023, we started our partnership with Centrepoin. As the UK's leading youth homelessness charity, working with Centrepoin was an obvious choice for us and we're committed to supporting their goal of ending youth homelessness by 2037.

Last year, we donated £1.1 million through savings-related activity and colleague fundraising. These donations help fund:

- Centrepoin's national helpline
- Centrepoin Works
- Homeless prevention work in schools
- Coventry Youth Hub.

For more information about these initiatives, visit [centrepoin.org.uk](https://centrepoin.org.uk).

This built upon our annual £1 million donation, which in 2024, saw the creation of a new Youth Hub in Coventry, bringing together youth services under one roof for the first time. And with Centrepoin already working closely with The Co-operative Bank, we hope this partnership will continue to grow. We were also delighted to make an additional £1 million donation at the end of the year to partially fund a new independent living programme in Manchester, the home of The Co-operative Bank.

## Providing support so you can stay protected

It's not just young people we've supported – we continue to strive for strong local impact as well as national partnerships.

Our Milton Keynes branch collaborated with Elm Lodge Care Home<sup>1</sup> to raise awareness of fraud prevention to residents. They combined education and entertainment through fun learning that brought residents together for a game of bingo and an informative presentation. This is the first of many events we have planned to support senior members across our communities to understand power of attorney, bereavement and technology scams and how to stay protected.

**Partnering with schools and charities in our home city and beyond, we offer support and create positive change for those who need it most.**

## Better Foundations

### A place everyone can call home

Our partners help the most disadvantaged and vulnerable in our communities to keep a roof over their head and food on the table. We're funding organisations like Coventry Citizens Advice, which offers debt guidance, the Central England Law Centre, and the network of social supermarkets across Coventry who provide food and wraparound support. Our colleagues and members also support the communities we serve across the whole of our branch network.

**Last year, our total community investment was £4.5 million<sup>2</sup>.**

**We're committed to supporting Centrepoin's goal of ending youth homelessness by 2037.**



1. Source: <https://www.miltonkeynes.co.uk/community/elm-lodge-care-home-partners-with-coventry-building-society-for-fraud-awareness-bingo-4731342>.

2. Total community investment made by the Society in 2024 has been determined in line with the Business for Societal Impact (B4SI) framework.



## Better Futures

### Supporting the skills to succeed

We support nine schools in some of the most disadvantaged communities in Coventry. We work with teachers and local authorities to learn exactly what kind of support is most helpful. Last year, we ran our Coventry Counts programme of literacy and numeracy support for six primary schools, and our Employability programme for three secondary schools. All our school programmes have financial literacy learning built in, to help equip young people with valuable life skills. We also continued our virtual Work Insights programme, so pupils in years 10–13 could find out more about careers in financial services.



## Better Connections

### Friendships and lifelines

Loneliness and isolation are common within our communities, especially for many over a certain age. Throughout 2024, we ran befriending events in conjunction with Age UK (Coventry and Warwickshire) and the Belgrade Theatre Trust. Guests who may have arrived alone have now formed a network of friends as well as learning valuable skills in managing money and protecting themselves from fraud. These social events are more than a mark on a calendar – they're something to look forward to, where new friends feel like family, and everyone is welcome.



# Welcoming The Co-operative Bank to the Coventry Building Society family

## On 1 January 2025, we officially completed our purchase of The Co-operative Bank.

Bringing together our purpose-led building society with the UK's original ethical bank is the start of an exciting journey for us.

From day one, we'll gain additional customers, mortgage and savings balances, a wider set of products and services, including current and business accounts. This will also include a more nationally representative branch network.

As we start to bring our organisations together, we'll keep you updated with everything you need to know. We're still going to operate as Coventry Building Society and The Co-operative Bank for the time being. This means there will be no impact on the way you use our services right now, but we will use our combined experience of almost 300 years to do more of the things that matter to you.

We'll continue to offer great levels of service, enhance investment to provide you with greater support, while continuing to keep your money safe and secure.

## So, who are The Co-operative Bank?

Founded in 1872, The Co-operative Bank were born from the co-operative movement, and co-operative values continue to be a fundamental part of everything they do.

In 1992, they became the first UK bank to launch a customer-led Ethical Policy. Formed from issues their customers said were important to them, the Ethical Policy shaped their commitments, how they use and how they don't use customers' money.

Like us, The Co-operative Bank believes it's their duty to stand up for the issues that matter to their customers, and which bind their colleagues, customers and partner organisations together.

As we come together, we'll build on our combined common values and heritage to make our Society even stronger.



# Attending the AGM

**This is your Society, so we want to hear about how you think it's being run. If you have any questions you'd like answering at the AGM, please send them to us at [agm@thecoventry.co.uk](mailto:agm@thecoventry.co.uk) by Wednesday 16 April. There are several ways you can vote. Whichever you choose, your vote is important to us.**

The meeting will be held in The Premier Lounge, Coventry Building Society Arena, Judds Lane, Longford, Coventry CV6 6AQ at 2pm on Thursday 24 April 2025. Details of how to get there can be found on our website [thecoventry.co.uk](http://thecoventry.co.uk)

**Please remember to bring with you evidence of membership, i.e. AGM notification letter, passbook or a savings or mortgage statement.**

We want the AGM to be as accessible as possible. The online coverage will include live captions, and we'll have hearing loop provision and signers supporting our presenters at the Coventry Building Society Arena.

## How to vote

### Online (prior to the event)

[www.cesvotes.com/coventry25](http://www.cesvotes.com/coventry25) by midnight on Monday 21 April 2025.

### By post

Use the enclosed proxy voting form and envelope to post your form back to us. It must arrive by Monday 21 April 2025.

### In branch

Use the enclosed proxy voting form and envelope then drop it into one of our ballot boxes by 12pm on Saturday 19 April 2025.

If you can't make it, you can watch the meeting live from 2pm. You'll need to visit <https://meetings.lumiconnect.com/100-152-729-310> and have your joining information to hand, which you'll find on your proxy voting form.



Our full Annual Report & Accounts 2024 is available on our website. Alternatively you can contact us and we'll send you a copy.

## Vote at the meeting in person

The AGM is at 2pm on Thursday 24 April 2025 in The Premier Lounge, Coventry Building Society Arena, Judds Lane, Longford, Coventry CV6 6AQ.

**We always aim to share things with you in a clear and accessible way, so we hope you've enjoyed reading about our year. The next pages are for anyone who wants to take a more in-depth look at the financial year.**

# Notice of the Society's 2025 Annual General Meeting

**The Annual General Meeting of Coventry Building Society will be held at The Premier Lounge, Coventry Building Society Arena on Thursday 24 April 2025 at 2pm:**

## Ordinary Resolutions

1. To receive the Directors' Report, Annual Accounts and Annual Business Statement for the year ended 31 December 2024.
2. To approve the Remuneration Policy.  
*The vote is advisory and Directors' remuneration is not conditional on it.*
3. To approve the Directors' Remuneration Report for the year ended 31 December 2024.  
*The vote is advisory and Directors' remuneration is not conditional on it.*
4. To reappoint PricewaterhouseCoopers UK (PwC) as auditor of the Society to hold office until the end of the next Annual General Meeting.

## Election and re-election of directors

5. To elect Iain Plunkett as a director.
6. To re-elect Iraj Amiri as a director.
7. To re-elect Stephen James Hughes as a director.
8. To re-elect Joanne Louise Kenrick as a director.
9. To re-elect Shamira Mohammed as a director.
10. To re-elect Brendan John O'Connor as a director.
11. To re-elect Lee John Raybould as a director.
12. To re-elect Martin Alastair Stewart as a director.
13. To re-elect David John Thorburn as a director.

## By order of the Board

**Gurdeep Boparai**  
Society Secretary  
6 March 2025

## The following notes form part of the Notice of Annual General Meeting.

You may vote in person at the Society's Annual General Meeting. Alternatively, you may use the proxy voting form or go online to appoint a proxy to attend and vote at the Meeting on your behalf. You may appoint the Chair of the Meeting or anyone else as your proxy, and your proxy does not have to be a member of the Society. Your proxy may vote for you at the Meeting, but only on a poll. You may direct your proxy how to vote at the Meeting. Your proxy may not speak at the Meeting except to demand or join in demanding a poll.



# Meet our Board

The Board exists to set the Society's overall direction and safeguard our members' interests. Below, you can read a summary of each director's professional background and what their expertise adds to the Board. All the directors listed here will be standing for election and re-election at this year's AGM.



**David Thorburn**

## Chair of the Board

**Appointed to the Board:** April 2022

**Committee membership:** Chair of the Board and the Nominations & Governance Committee. Member of the Remuneration Committee and Non-Executive Directors' Remuneration Committee.

## Experience

David has over 40 years' experience in the banking industry, including four years as Chief Executive of Clydesdale and Yorkshire Banks. Prior to joining the Society, David held a number of Board positions including Non-Executive Director at Barclays Bank UK plc where he chaired the Board Risk Committee. David was an External Member of the Bank of England's Prudential Regulation Committee. David is also a former Board member of the British Bankers' Association, former Chair of the Confederation of British Industry in Scotland and former President of the Chartered Institute of Bankers in Scotland. David's previous roles also include Independent Non-Executive for the EY Global Network, member of its Global Governance Council and former Chair of Ernst & Young LLP Audit Board.

## External appointments

None.

'This AGM marks the end of my third year as Chair of your Board. I have been honoured to undertake this role for an organisation that is so dedicated to its members, customers and community. 2024 was a historic year for the Society marking both its 140th anniversary and the transformational acquisition of The Co-operative Bank. As we promised at last year's AGM, our priorities this year have been delivering value and security to savers, offering competitive mortgage rates, maintaining our exceptional record in customer service and modernising the business to keep it relevant to existing and future members by investing in our long-term future. Providing support to the communities we operate from was also a constant during the year.

We have tried hard to strike the right balance between all these competing priorities. Thank you for all your support and loyalty over the last 12 months.'



**Stephen Hughes**

## Chief Executive and Executive Director

**Appointed to the Board:** April 2020

**Committee membership:** Chair of the Non-Executive Directors' Remuneration Committee.

## Experience

Steve has broad transformation, financial and operational experience in senior and board level roles within financial services and consumer goods sectors. Before joining the Society, Steve had been Chief Executive of Principality Building Society, and Finance Director of the Lloyds Banking Group General Insurance businesses.

Passionate about leadership, he has a strong belief in the benefit of the mutual model and is positive about the role a responsible business can have on society, as well as supporting colleagues to be the best they can be. Steve also held the role of Non-Executive Director on the main board of UK Finance and Chair of the audit and risk committee of UK Finance.

## External appointments

Member of the BSA Council. Advisory board member of the Money and Pension Service and member of the Payments Advisory Board for the Pennies Foundation.

'We have continued to see a year of significant change and uncertainty. However, we continued to deliver on our mutual values and promises. You, our members, continue to tell us that the proof points you expect us to deliver on are great value, outstanding service, keeping your money safe and secure and that you expect us to do the right things for the wider community. In 2024 we sustained a strong and disciplined performance across all of these areas. We continued to invest in our technology and digital services but continued to provide fantastic service through our colleagues in the telephony teams and brilliant branch network. We want to be a digital business but will always be human. We rewarded loyalty and continued to offer highly competitive mortgage and savings products. In our 140th year we have also made the ambitious acquisition of The Co-operative Bank, enabled by our financial strength and to sustain this strength into the long term. Thank you to our members, customers and partners for their continued support and loyalty.'





## Iraj Amiri

### Independent Non-Executive Director

**Appointed to the Board:** June 2018

**Committee membership:** Chair of the Board Audit Committee. Member of the Board Risk Committee.

### Experience

Iraj was a senior partner with Deloitte for over 20 years, leading its national internal audit group and serving clients in the financial, retail and public sectors. He spent 10 years as Global Head of Internal Audit for Schroders plc, carrying out numerous reviews of financial institutions. Iraj is a Fellow of the Institute of Chartered Accountants in England and Wales and former Fellow of the Royal Statistical Society. Iraj was also member of the Regulatory Decisions Committee at the Financial Conduct Authority for six years.

### External appointments

Chair of the Audit and Risk Committee at the Development Bank of Wales plc and Non-Executive Director. Chair of the Audit Committee and member of the Risk Committee at Aon UK Limited and Audit and Risk Committee Chair at Eurocell plc.

‘Protecting our members’ money will always be my number one priority and a responsibility which I take incredibly seriously. Enhancing security and resilience across the Society and guarding against the ever increasing threats facing us is our most important focus area and we will continue to make the necessary investment in technology and capabilities to minimise the risk.

Ensuring safety and security will continue to receive all my attention, especially as we move forward with our integration of The Co-operative Bank.

Delivering excellent service includes giving you reliable information in a fair, balanced and understandable form. This lets you assess how well your Society is performing and how it serves you and contributes to the wider community. Fulfilling these objectives is central to my role.’



## Jo Kenrick

### Deputy Chair of the Board and Senior Independent Director

**Appointed to the Board:** November 2017

**Committee membership:** Member of the Remuneration Committee and Nominations & Governance Committee.

### Experience

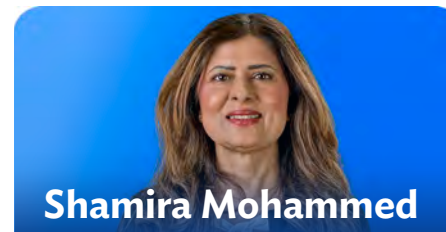
Jo is an experienced Non-Executive Director who has worked across multiple sectors. Her early career included roles at Mars, Pepsi, and Asda, followed by executive roles at Camelot Group plc, B&Q plc and Homebase Limited. She was also CEO of Start, a Prince of Wales charitable initiative. Jo has held previous non-executive roles at Principality Building Society and Safestore Self Storage Ltd and was former Chair of PayM and of the Current Account Switch Service for Pay.UK.

### External appointments

Non-Executive Director, Senior Independent Director, and Chair of the Remuneration Committee at Dŵr Cymru Welsh Water. Non-Executive Director and Chair of the Remuneration Committee at Sirius Real Estate. Non-Executive Director and Consumer Duty Champion at Vitality Health.

‘Following the purchase of The Co-operative Bank, I’m excited to help bring our two organisations together. As we learn from each other, this is a fantastic opportunity for us to build an even better brand that at its core, gives great service to our members and customers.

I’ve worked in many customer-facing roles during my career, and I’ve always felt strongly that organisations should prioritise the long-term interest of their customers. It’s clear that when this happens, organisations produce better outcomes, not just for members and customers, but for colleagues too. The needs and goals of our members is always at the forefront of any discussion we have on the Coventry Building Society Board, and I look forward to building on these discussions as we join with the Bank.’



## Shamira Mohammed

### Independent Non-Executive Director

**Appointed to the Board:** May 2019

**Committee membership:** Member of the Board Audit Committee and Remuneration Committee.

### Experience

Chartered Accountant with over 20 years’ experience within the financial services sector. Currently Group Chief Accounting Officer at Athora, an insurance and reinsurance group focused on the pensions and insurance market. Previous executive roles at Aviva plc and Phoenix Group plc including Finance Director for the Phoenix Life Division and Finance Acquisition Director.

### External appointments

Group Chief Accounting Officer, Athora.

‘I believe that placing members at the heart of our decision making is essential to our ongoing success. This focus has driven the Society to consistently deliver excellent service and long-term value to members. In my role as Environmental, Sustainability and Governance (ESG) Champion on the Board, I take great pride in how the Society has delivered on sustainability across all fronts. From environmental initiatives to social responsibility, we have made significant progress in caring for our colleagues, communities and the wider society. I believe that long-term sustainability depends not only on these efforts but also on strong financial performance and continuous investment in technology and digital capabilities. During 2024, the Society has excelled in these areas, building a solid foundation for the future. The successful acquisition of The Co-operative Bank further strengthens this foundation and although there is much to do in integrating the two organisations, the acquisition will ensure the Society remains resilient and well-positioned to serve its members now and in the future.’



## Brendan O’Connor

### Independent Non-Executive Director

**Appointed to the Board:** January 2021

**Committee membership:** None.

### Experience

Over 35 years’ experience at Allied Irish Bank including Head of its Global Treasury Services, Head of Corporate Banking International and Head of Business Banking. Most recently on AIB Group leadership team as Head of Financial Solutions Group before becoming CEO of AIB UK plc in 2015.

### External appointments

Non-Executive Director at Ford Credit Europe Bank plc.

‘For me, it’s imperative that members and customers of Coventry Building Society are at the heart of everything we do. Putting members first is at the centre of the Society, and as the Board’s Consumer Duty champion, I bring the voice of the customer to every discussion we have and it’s encouraging to see that this commitment has been reflected in our high customer-facing Net Promoter Score which was +79 on average.

As we look to the future, I’m looking forward to working with colleagues at The Co-operative Bank. It’ll be exciting to see how we bring our two organisations together, creating a single, purpose-driven mutual that continues to keep our customers at our core.’





## Iain Plunkett

### Independent Non-Executive Director

**Appointed to the Board:** July 2024

**Committee membership:** Chair of Board Technology Oversight Committee, Member of Board Risk Committee and Nominations & Governance Committee.

### Experience

Iain began his career as an engineer and has since undertaken a number of senior appointments. Iain's executive career began at UBS Group where he held a number of positions, before moving to Barclays Group as Group Functions Global Chief Operating Officer. He later joined Aberdeen Asset Management as Group Chief Operating Officer and Group Information Officer, before moving to TP ICAP as Group Chief Operating Officer. Iain's most recent executive role was with Santander UK as Chief Operating Officer and Chief Transformation Officer, where he successfully led a complex, whole business restructuring.

### External appointments

McKinsey Senior Advisor.  
Pelham Street, Leadership Advisor & Coach.  
Citigroup Global Markets Board, Non-Executive Director.

'Having worked for many years across financial services globally, it has been a complete pleasure to join the Society Board in the last year. When I performed my due diligence on the business to understand whether the Society would be aligned to my personal values, I received very positive feedback from customers and employees that made joining an easy choice. My specialism is technology and business transformation and the most effective businesses are always those that focus on outcomes; value for money, investing for the future, fostering strong culture and a laser focus on customer. It was with absolute delight after joining, to see that the Society lives and breathes these values. Specifically, the focus on delighting customers through great service, delivering value for money and supporting local communities runs through nearly every conversation. It is a mutual that truly lives the role of a community building society with customers at the core of every conversation.'



## Lee Raybould

### Chief Financial Officer and Executive Director

**Appointed to the Board:** April 2021

**Committee membership:** Member of the Non-Executive Directors' Remuneration Committee.

### Experience

Qualified as a chartered certified accountant in 1997 and with over 30 years' experience in the building society sector including 24 years at Nationwide Building Society spanning finance, product, strategy and most recently as Chief Data Officer and a member of the Executive Committee.

### External appointments

None.

'I'm proud of what the Society has achieved in 2024, our 140th year.

Providing exceptional service and great value are at the very core of what we strive to do. I'm delighted that our Net Promoter Score (NPS), the measure of our service, has increased from the already incredibly high +76 to +79. And the value we've returned to members has increased 17% to a record £401 million. This is only possible when the Society is financially strong, as evidenced by our leverage ratio rising to 5.7%.

At the Society, our culture is special. Colleague engagement is a real strength that we measure through our annual Great Place to Work survey. In 2024, we ranked 11th out of the 50 Super Large Organisations which is a fabulous testament to our colleagues. We'll continue listening to colleague feedback to make sure we keep getting better.

As we look to the future, we start a new chapter with the acquisition of The Co-operative Bank in a strong place and I'm excited by the opportunity this creates.'



## Martin Stewart

### Independent Non-Executive Director

**Appointed to the Board:** September 2018

**Committee membership:** Chair of Board Risk Committee. Member of the Board Audit Committee and Board Technology Oversight Committee.

### Experience

Wide-ranging experience within the financial services sector. Director of Banks, Building Societies and Credit Unions at the Bank of England and Head of UK Banks and Mutuals at the Financial Services Authority (now Financial Conduct Authority). Ten years in various senior roles at Yorkshire Building Society.

### External appointments

Chair of Northern Bank Limited (Danske Bank UK).

'I'm excited about the Society's future following our purchase of The Co-operative Bank. Providing great service will always be a big priority for us, and as we move forward together, we'll continue this focus enhancing the support we offer, keeping your money safe and secure.

Interest rates reduced twice in 2024 and at each change we sought to balance the needs of all members, both savers and borrowers, whilst continuing to offer you fantastic service. We've answered calls quickly once again, bringing our call waiting times down even further and made headway to digitise our service so we can reach more members than ever.'

# Introducing our new Board members

In line with the Society Rules, Board members are not required to stand for election until the AGM year following their appointment. As Caroline and Mark have recently joined us, they will stand for election at the 2026 AGM. Below is a summary of their background and experience.



**Mark Parker**

**Independent Non-Executive Director**

**Appointed to the Board:** January 2025

**Committee membership:** Member of the Board Technology Oversight Committee.



**Caroline Marsh**

**Independent Non-Executive Director**

**Appointed to the Board:** January 2025

**Committee membership:** Chair of Remuneration Committee. Member of Nominations & Governance Committee and Board Risk Committee.

## Experience

Mark joins the Society from the Board of The Co-operative Bank. Mark has held several senior executive positions in the financial services sector, most recently as Chief Operating Officer at Hastings Insurance Services Limited. He was appointed as Chief Operating Officer at Virgin Money, following the restructuring and sale of Northern Rock plc to Virgin Money. Prior to joining Northern Rock plc in 2009 as Chief Operating Officer leading the technology and operations restructuring, Mark held senior executive positions at HBOS plc within Group Services and Group Technology, and was appointed Chief Executive Officer of Intelligent Finance Bank, part of the HBOS group.

## External appointments

None.

'I am delighted that I have joined the Board following the acquisition of The Co-operative Bank. There's an exciting future ahead of Coventry Building Society as we focus on delivering value to all stakeholders, especially our customers.'

## Experience

Caroline has held many positions during her executive career in financial services. She spent the first 13 years of her career in retail banking at Barclays. She then joined Virgin as they moved into banking in the late 1990s and was a member of the Executive Committee of Virgin Money until 2018. As Virgin Money's Culture Director, Caroline led the successful cultural integration of Northern Rock and Virgin Money. She also led Virgin Money's social enterprise strategy. Caroline has six years of experience as a Non-Executive Director.

## External appointments

Independent Non-Executive Director of Lowell's UK business.

'I've always been drawn to values-driven organisations that put their customers and the communities they serve at the heart of everything they do, and I've always admired the building society movement. I am very much looking forward to working with my colleagues to bring great value backed up by excellent service to many more people.'

# Summary Financial Statement

## For the year ended 31 December 2024

The Summary Directors' Report comprises pages 2 to 17 of this booklet. The Summary Financial Statement is a summary of information in the audited Annual Report & Accounts, Directors' Report and Annual Business Statement, all of which will be available to members and depositors online at [www.thecoventry.co.uk](http://www.thecoventry.co.uk) from 10 March 2025.

The auditors' opinion on the full financial statements was unqualified.

Approved by the Board of Directors on 6 March 2025

**David Thorburn**  
Chair of the Board

**Stephen Hughes**  
Chief Executive

**Lee Raybould**  
Chief Financial Officer

Results for the year	Group 2024 £m	Group 2023 £m
Net interest income	679.3	767.2
Other income and charges	(3.8)	(5.2)
Net (losses)/gains on derivatives and hedge accounting	(11.7)	30.3
<b>Total income</b>	<b>663.8</b>	<b>792.3</b>
Administrative expenses	(332.7)	(311.9)
Acquisition and integration related costs	(25.8)	-
Impairment release/(charge) on loans and advances to customers	17.6	(6.9)
<b>Profit before tax</b>	<b>322.9</b>	<b>473.5</b>
Taxation	(76.2)	(122.4)
<b>Profit for the financial year</b>	<b>246.7</b>	<b>351.1</b>



Financial position at the end of the year	Group 2024 £m	Group 2023 £m
<b>Assets</b>		
Liquid assets	10,723.9	10,924.3
Loans and advances to customers	51,801.3	50,276.1
Hedge accounting adjustment	(447.7)	(433.1)
Derivative financial instruments	1,084.2	1,513.5
Fixed and other assets	869.6	181.9
<b>Total assets</b>	<b>64,031.3</b>	<b>62,462.7</b>
<b>Liabilities</b>		
Shares	49,343.3	47,582.3
Borrowings	10,555.9	10,845.5
Hedge accounting adjustment	(67.8)	(68.1)
Derivative financial instruments	305.4	594.2
Other liabilities	209.5	212.2
Subordinated liabilities	15.4	15.4
Subscribed capital	41.6	41.6
<b>Total liabilities</b>	<b>60,403.3</b>	<b>59,223.1</b>
<b>Equity</b>		
Reserves and other equity instruments	3,628.0	3,239.6
<b>Total liabilities and equity</b>	<b>64,031.3</b>	<b>62,462.7</b>

Summary key financial ratios	Group 2024 %	Group 2023 %
Gross capital as a percentage of shares and borrowings This measures how much capital we have to protect our members and other creditors against unforeseen eventualities.	6.16	5.65
Liquid assets as a percentage of shares and borrowings This measures our ability to meet requests by investors for withdrawals from their accounts, to make new mortgage loans to borrowers and to fund general business activities.	17.9	18.7
Profit after tax for the year as a percentage of average assets The Group needs to make an adequate level of profit each year in order to maintain capital at a level which protects members and satisfies regulatory requirements.	0.39	0.58
Management expenses as a percentage of average assets Management expenses are the costs of running the Society. This ratio measures the Society's efficiency, with a lower number indicating greater efficiency.	0.57	0.51

These ratios are required by the Building Societies Act. We consider our performance using a broad range of measures which are shown on pages 2 to 17 and 32 of this document.

# Independent auditors' statement on the Summary Financial Statement to the members of Coventry Building Society

We have examined the Summary Financial Statement of Coventry Building Society (the 'Society') set out on pages 27 and 28, which comprises the result for the year, the financial position as at the end of the year and summary key financial ratios.

## Respective responsibilities of directors and auditors

The directors are responsible for preparing the Summary Financial Statement, in accordance with the Building Societies Act 1986.

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

We also read the other information contained in the Annual Review and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the Summary Financial Statement. The other information comprises only the Summary Directors' Report, as defined in the Summary Financial Statement and the Summary Directors' Remuneration Report.

This statement, including the opinion, has been prepared for and only for the Society's members as a body in accordance with

Section 76 of the Building Societies Act 1986 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this statement is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

## Basis of opinion

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

## Opinion

In our opinion the Summary Financial Statement is consistent with the full Annual Accounts, the Annual Business Statement and the Directors' Report of Coventry Building Society for the year ended 31 December 2024 and complies with the applicable requirements of Section 76 of the Building Societies Act 1986, and the regulations made under it.

## Chris Shepherd

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Birmingham  
6 March 2025

# Summary Directors' Remuneration Report

I am pleased to present a summary of our 2024 Directors' Remuneration Report. Our full Directors' Remuneration Report can be found in the Society's 2024 Annual Report & Accounts online at [thecoventry.co.uk](https://www.thecoventry.co.uk)

This summary report contains information on how our Remuneration Policy for directors (that was approved by members at the 2023 AGM) has been applied during the year; together with our new forward-looking directors' remuneration policy and how the Society intends to implement the policy during 2025. **We will be seeking an advisory vote on both the Annual directors' Remuneration Report for the year ended 31 December 2024 and the new directors' Remuneration Policy at the 2025 AGM.** The directors' entitlement to remuneration is not conditional on the AGM vote. However, the Remuneration Committee intends to take account of your feedback.

## Our policy for Directors' Remuneration

We have maintained a consistent reward structure for many years. In last year's Remuneration Report, I made it clear that the time had come to review these structures, notwithstanding the transformational acquisition of The Co-operative Bank. There is no doubt that this acquisition substantially heightened the need for change. Whilst we remain a mutual building society, the increase in scale brings significant additional responsibilities and requirements to our leadership roles. This includes the level of assets, the number of members, customers and colleagues, as well as the propositions offered by the combined group with all the implications for operational complexity, regulatory reporting, funding requirements and technological and operational integration.

This is why, at a time of transformation for the Society, we have taken the decision to review the policy out of our normal three-yearly cycle. By doing so, we are supporting the ambition enabled by the acquisition to secure the long-term future of the Society for the long-term benefit of current and future members and customers.

The Committee reviewed a range of market data and the positioning of our total remuneration relative to UK banking and building society peers and other firms (both listed and private) of a similar size and complexity. This showed that total remuneration, both base salary and variable pay, was substantially below market practice in the peer group and there was a need to increase each element for the executive directors of the Society.

Given the context for the review outlined above, the main elements of executive remuneration and the key changes to variable pay under the new Remuneration Policy<sup>1</sup> are outlined in the following table.

The Committee feels that the proposed changes to the Remuneration Policy address the gap highlighted by the review relative to our UK banking and building society competitors, and ensure that we continue to recruit, engage and retain the great people we need to sustain the performance our members expect.

1. Our Remuneration Policy and approach follows the Prudential Regulation Authority's Code on Remuneration Practices and we apply the relevant provisions of the UK Corporate Governance code where applicable.

Element	Operation
<b>Base salary</b>	Salaries of executive directors are set with reference to market rates of pay to enable the Society to recruit, retain and motivate high calibre leaders. Salary levels take into account experience, the economic environment, individual and Society performance.
<b>Benefits and pension</b>	These include a company car or car allowance, private medical insurance, life assurance and permanent health insurance. Executive directors may participate in the defined contribution pension plan or receive a cash alternative should contributions exceed the annual or lifetime allowance and this is reviewed by the Remuneration Committee annually. The Chief Executive and Chief Financial Officer receive 10% of base salary for pension contributions, in line with the maximum potential for all new employees.
<b>Annual Incentive Plan (AIP)</b>	The AIP will replace the annual Success Share bonus for executive directors from 2025 onwards. This rewards performance over a single financial year across a balanced scorecard of measures, as for the annual Success Share bonus. If the Society performs in line with its plans, the AIP scheme provides for an award of up to 50% of salary for executive directors. The maximum award of up to 100% of base salary at the date of grant can only be achieved by exceeding stretching upper targets for all measures.
<b>Long Term Incentive Plan (LTIP)</b>	The LTIP will replace the annual Executive Variable Pay Plan (ExVPP) for executive directors from 2025 onwards. The LTIP helps to recruit and retain high calibre executive directors, and rewards sustainable performance over the longer term in delivering the Society's strategy. Awards are made annually and only pay-out where appropriately stretching performance measures are met, normally measured over a three-year period.  The LTIP scheme provides for an award of up to 50% of salary for executive directors for target performance and 25% at the threshold level of performance. The maximum award (up to 100% of base salary at the date of grant for executive directors) can only be achieved by exceeding stretching upper targets for all measures.

The Committee has also considered the importance of stable leadership and strong delivery of the integration of the Bank into the Society. Therefore in addition, for 2025 only, an Integration and Retention Award of up to 100% of salary has been introduced to retain and reward critical roles during a period of substantial change and in delivering the Society's strategy. The Society will measure the performance of the Award against the delivery of integration targets for each participant during 2025.

These changes mean that the Society's leadership has the potential to earn more. However, we are asking them to deliver more, with their roles expanding considerably in size, scope and complexity. The new combined Group is significantly larger, with approximately 6,000 colleagues and a balance sheet of around £90 billion.



## Our performance in 2024

The Society's balanced scorecard contains nine measures which are aligned to the business strategy and have equal weighting. This approach has member outcomes at its heart and protects against excessive risk taking. Despite the challenging market conditions in 2024, the Society delivered a strong and disciplined performance. The Society exceeded against six of the nine performance targets which determine variable pay, performed in line with three measures and did not perform below target against any measures, as summarised below:

Performance measure	Performance target range	Performance result	Performance relative to target range
<b>People and societal impact</b>			
Employee Engagement <sup>1</sup>	76% - 80% Trust (Recognised)	83% Trust (Recognised)	Exceeded Target
Environmental, Social and Governance measures	Qualitative and quantitative assessment <sup>2</sup>		Assessment against these outcome measures rated overall as Achieved Target
<b>Best at mortgages and savings</b>			
Mortgage balance growth	Par share (1.6% / £0.8bn) +/- 0.25%	3.0% / £1.5bn	Exceeded Target
Net Promoter Score <sup>3</sup>	+73 - +77	+79	Exceeded Target
Savings Rate Premium	0.60% - 0.70%	0.88%	Exceeded Target
<b>Key capability delivery</b>			
Programme initiatives and key capability delivery <sup>4</sup>	Qualitative and quantitative assessment		Assessment against these outcome measures rated overall as Exceeded Target
Risk maturity and resilience			
<b>Financial plan execution</b>			
Cost / income ratio <sup>5</sup>	48% - 54%	50%	Achieved Target
Profit before tax (£m) <sup>5</sup>	£275m - £325m	£349m	Exceeded Target
Mortgage balances in arrears (%) <sup>6</sup>	0.20% - 0.25%	0.25%	Achieved Target
<b>Individual objectives</b>			
3 main individual objectives	Chair of Board / Chief Executive assessment		

- The 2024 engagement survey was provided by Great Place to Work (GPTW) Trust Index Score. The GPTW employee engagement score reflects the assessment as a large sized company.
- More detail can be found in the sustainability section within the Strategic Report of the Annual Report & Accounts.
- Net Promoter Score (NPS) is a measure of customer advocacy that ranges between -100 and +100 which represents how likely a customer is to recommend our products and services.
- Programme initiatives and key capability delivery are assessed against delivery and financial measures by the Board Technology Oversight Committee.
- Calculated excluding acquisition and integration related costs.
- Percentage of mortgage balances where arrears are more than 2.5% of the balance.

## Remuneration Summary for Executive Directors

### Base salary

The approach to setting base salary for executive directors is outlined on page 31.

The market review of executive directors' total remuneration relative to our peer group highlighted that the total remuneration, both base salary and variable pay, currently sits substantially below market practice in the peer group. Consequently, it was acknowledged that the base salary increases detailed in the full Directors' Remuneration Report for the executive directors would be required to start to close this gap to market. These increases also took into account the performance and growth of the Society in anticipation of the acquisition of The Co-operative Bank and the increased size and scope of executive roles.

### Variable pay

Given the performance outlined, the Committee considered the vesting outcomes reflected the underlying business performance and risk appetite of the Society with an appropriate level of variable awards and determined an annual Success Share bonus of 16% of base salary for all eligible employees, including executive directors, from a potential maximum of 20%.

For recipients of the ExVPP the performance metrics are split 70:30 between collective performance as determined by the outcome of the balanced scorecard, and individual performance as determined the achievement of up to three strategically aligned individual goals. The individual goals are used to increase personal accountability for the delivery of key strategic targets. The Committee awarded an ExVPP bonus of 51.6% of base salary to executive directors from a potential maximum of 60%.

### Total remuneration earned by each Executive Director

Audited information	Fixed remuneration				Variable remuneration			Total remuneration £000
	Base salary <sup>1</sup> £000	Taxable benefit £000	Pension allowance <sup>2</sup> £000	Total fixed £000	Success Share £000	ExVPP £000	Total variable £000	
<b>2024</b>								
Stephen Hughes	671	10	67	748	107	361	468	1,216
Lee Raybould	464	12	46	522	74	245	319	841
<b>Total</b>	<b>1,135</b>	<b>22</b>	<b>113</b>	<b>1,270</b>	<b>181</b>	<b>606</b>	<b>787</b>	<b>2,057</b>
<b>2023</b>								
Stephen Hughes	572	10	57	639	109	338	447	1,086
Lee Raybould	424	11	42	477	81	245	326	803
Peter Frost <sup>3</sup>	103	8	16	127	20	51	71	198
<b>Total</b>	<b>1,099</b>	<b>29</b>	<b>115</b>	<b>1,243</b>	<b>210</b>	<b>634</b>	<b>844</b>	<b>2,087</b>

- Base salary is the actual salary earned in the year and will differ from the current salary effective from 1 April.
- Pension allowance includes both contributions to the Group's defined contribution pension scheme and cash payments in lieu of contributions.
- The remuneration shown for Peter Frost is up to the date he stepped down from the Board on of 27 April 2023.

## Deferral and retention

Success Share and ExVPP payments to executive directors are made in cash and are subject to deferral rules which are in place to enable reduction and repayment of awards in the occurrence of unusual events in compliance with the Remuneration Code.

In 2024, all executive directors were above the regulatory deferral threshold and therefore their variable remuneration will be paid in instalments as set out below.

For each of these annual payments, half of the awards are made in cash. The Remuneration Code requires that the other half is retained for a further period of 12 months and is made in shares or, in the case of a non-listed business like the Society, an equivalent share-like instrument (SLI).

The table shows the percentage (where applicable) of variable remuneration which will be paid to executive directors in each year.

Variable Pay Scheme	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033
2024 Success Share	Cash	Performance Period	50%							
	SLI			50%						
2024 ExVPP	Cash	Performance Period	50%							
	SLI			50%						
2025 LTIP	Cash	1 Year Performance Look Back Period	Performance Period			10%	10%	10%	10%	10%
	SLI						10%	10%	10%	10%

## CEO pay ratio

The CEO pay ratio compares the Chief Executive's pay to the employee population. It is calculated using the 'single total remuneration methodology'<sup>1</sup> which includes salary, variable pay, pension and taxable benefits. It is calculated by identifying the median total remuneration as well as the total remuneration at the 25th and 75th percentiles.

For 31 December 2024, these are set out below:

		25th percentile £	Median £	75th percentile £
2024	Total pay and benefits	32,326	43,389	64,120
	Salary	26,931	34,859	52,581
	CEO pay ratio	38:1	28:1	19:1
2023	CEO pay ratio	35:1	26:1	17:1

1. Calculated in accordance with the Companies (Miscellaneous Reporting) Regulations 2018.

## Remuneration earned by Non-Executive Directors

Non-executive directors receive fees, which depend on their individual roles including whether they chair any committees, or hold positions such as Senior Independent Director or Deputy Chair. They are reimbursed for reasonable expenses but do not participate in any Society pension or bonus arrangements. Fees are reviewed annually, considering market data, annual pay increases awarded to all employees and the Society's performance.

### Details of the Non-Executive Directors' remuneration

Audited information	Base fees	Committee chair and other fees	Expense payments	Total fees and expense payments	Base fees	Committee chair and other fees	Expense payments	Total fees and expense payments
	2024 £000	2024 £000	2024 £000	2024 £000	2023 £000	2023 £000	2023 £000	2023 £000
<b>Non-Executive Directors</b>								
David Thorburn <sup>1</sup>	242	-	16	258	199	-	3	202
Iraj Amiri <sup>2</sup>	66	19	5	90	55	16	2	73
Catherine Doran <sup>3</sup>	-	-	-	-	18	-	1	19
Jo Kenrick <sup>4</sup>	66	38	2	106	55	27	1	83
Ewa Kerin <sup>5</sup>	25	-	1	26	-	-	-	-
Shamira Mohammed <sup>6</sup>	66	-	1	67	55	-	1	56
Vanessa Murden <sup>7</sup>	9	2	-	11	51	12	-	63
Brendan O'Connor <sup>8</sup>	66	8	5	79	55	-	2	57
Iain Plunkett <sup>9</sup>	35	10	1	46	-	-	-	-
Martin Stewart <sup>10</sup>	66	19	6	91	55	16	3	74
<b>Total</b>	<b>641</b>	<b>96</b>	<b>37</b>	<b>774</b>	<b>543</b>	<b>71</b>	<b>13</b>	<b>627</b>

- Chair of the Board from 28.04.22.
- Non-executive director from 28.06.18 and Chair of the Board Audit Committee from 18.09.18.
- Non-executive director from 01.08.16 to 27.04.23.
- Deputy Chair of the Board from 22.04.21; Senior Independent Director from 24.04.19 and Chair of the Remuneration Committee from 26.04.18 to 31.12.24.
- Non-executive director from 01.07.24 to 14.11.24.
- Non-executive director from 01.05.19.
- Non-executive director from 30.01.23 to 23.02.24. Chair of the Board Technology Oversight Committee from 30.01.23 to 23.02.24.
- Non-executive director from 18.01.21. Chair of the Board Technology Oversight Committee from 24.02.24 to 30.06.24.
- Non-executive director from 01.07.24. Chair of the Board Technology Oversight Committee from 01.07.24.
- Non-executive Director from 01.09.18 and Chair of the Board Risk Committee from 25.09.18.

A further review of fee levels was undertaken during 2024 in anticipation of the acquisition of The Co-operative Bank and the increased size, scope and time requirements of non-executive roles. Consequently, it was acknowledged that the fee increases detailed in the Report would be required to maintain the strength of the Board and to ensure fees are appropriately positioned to reflect the enlarged and more complex Group.

### On behalf of the Board

#### Jo Kenrick

Chair of the Remuneration Committee (until 31 December 2024)  
6 March 2025