

NS Tender Offer

## RESULTS OF THE TENDER OFFER

### COVENTRY BUILDING SOCIETY

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Coventry Building Society  
11 June 2024

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#### **Coventry Building Society announces the results of its Tender Offer in respect of its £415m Perpetual Contingent Convertible Additional Tier 1 Capital Securities (ISIN: XS1961836712)**

*11 JUNE 2024.* On 3 June 2024, Coventry Building Society (the **Society**) announced an invitation to eligible holders of its outstanding £415,000,000 Perpetual Contingent Convertible Additional Tier 1 Capital Securities (ISIN: XS1961836712) (the **Capital Securities**) to tender their Capital Securities for purchase by the Society for cash, subject to satisfaction (or waiver) of the New Financing Condition and the other conditions described in the Tender Offer Memorandum (as defined below) prepared by the Society in connection with the Offer (the **Offer**).

The Offer was made on the terms and subject to the conditions contained in a tender offer memorandum dated 3 June 2024 (the **Tender Offer Memorandum**), as updated by the Society's announcement of the Target Acceptance Amount dated 5 June 2024 (the **Target Acceptance Amount Announcement**), both prepared by the Society, and subject to the offer restrictions set out in the Tender Offer Memorandum. Capitalised terms used in this announcement but not defined herein have the meanings given to them in the Tender Offer Memorandum.

The expiration deadline for the Offer was 4.00 p.m. (London time) on 10 June 2024. The Society now announces the results of the Offer.

#### **Results of the Offer**

£388,124,000 in aggregate principal amount of the Capital Securities was validly tendered for purchase in the Offer. The Society announces that, conditional upon the satisfaction or waiver of the New Financing Condition on or prior to the Settlement Date, it accepts for purchase all such Capital Securities validly tendered in the Offer.

The settlement date for the Offer (subject to the satisfaction or waiver of the New Financing Condition on or prior to such date) is expected to be 12 June 2024.

The New Financing Condition will be satisfied upon the successful completion (in the sole determination of the Society) of the issue of the New Capital Securities. The completion of the issue of the New Capital Securities (and, accordingly, satisfaction of the New Financing Condition) is currently expected to occur today.

Capital Securities purchased by the Society pursuant to the Offer are expected to be cancelled. Following such cancellation, £26,876,000 in aggregate principal amount of the Capital securities will remain outstanding.

#### **UK MARKET ABUSE REGULATION**

**This announcement is made by Coventry Building Society and contains information that qualified or may have qualified as inside information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (UK MAR), encompassing information relating to the Offer described above. For the purposes of UK MAR and the Implementing Technical Standards, this announcement is made by Lee Raybould, Chief Financial Officer of Coventry Building Society.**

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**DISCLAIMER** This announcement must be read in conjunction with the Tender Offer Memorandum, as updated by Target Acceptance Amount Announcement. The Offer has now expired and no offer or invitation to acquire any securities is being

made pursuant to this announcement. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer Memorandum comes are required by each of the Society, the Dealer Managers and the Tender and Information Agent to inform themselves about, and to observe, any such restrictions.

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