Final Terms

CONFORMED COPY

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**EU PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPS Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the "**FSMA**") and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA ("**UK MiFIR**"). Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the "**UK PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

MiFID II PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ECPs ONLY TARGET MARKET – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

UK MiFIR PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in UK MiFIR; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any distributor should take into consideration the manufacturers' target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

FINAL TERMS DATED 25 OCTOBER 2024

COVENTRY BUILDING SOCIETY

Legal Entity Identifier (LEI): 2138004G59FXEAZ6IO10

Issue of

€500,000,000 3.125 per cent. Senior Preferred Notes due 2029

under the

£5,000,000,000
Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Prospectus dated 18 October 2024 which constitutes a prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the "**UK Prospectus Regulation**"). This document constitutes the Final Terms of the Notes described herein for the purposes of the UK Prospectus Regulation and must be read in conjunction with such Prospectus in order to obtain all the relevant information. The Prospectus is available for viewing at http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html and on the website of the Issuer at https://www.coventrybuildingsociety.co.uk/.

1	Issuer:		Coventry Building Society

TYPE OF NOTES

2	Status of the Notes:		Senior Preferred

DESCRIPTION OF THE NOTES

3	(i)	Series Number:	36
	(ii)	Tranche Number:	1
	(iii)	Date on which the Notes become fungible:	Not Applicable
4	Specified Currency or Currencies:		EURO ("**€**")
5	Aggregate Nominal Amount of Notes:		
	(i)	Series:	€500,000,000
	(ii)	Tranche:	€500,000,000
6	Issue Price:		99.718 per cent. of the Aggregate Nominal Amount
7	(i)	Specified Denominations:	€100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000

	(ii)	Calculation Amount:	€1,000
8	(i)	Issue Date:	29 October 2024
	(ii)	Interest Commencement Date:	Issue Date
9		Maturity Date:	29 October 2029
10		Interest Basis:	3.125 per cent. Fixed Rate
11		Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100.00 per cent. of their Aggregate Nominal Amount
12		Put/Call Options:	Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13		**Fixed Rate Note Provisions:**	Applicable
	(i)	Rate of Interest:	3.125 per cent. per annum payable in arrear on each Interest Payment Date
	(ii)	Interest Payment Date(s):	29 October in each year (not adjusted), from (and including) 29 October 2025 up to (and including) the Maturity Date
	(iii)	Fixed Coupon Amount:	€31.25 per Calculation Amount
	(iv)	Broken Amount(s):	Not Applicable
	(v)	Day Count Fraction:	Actual/Actual-ICMA
	(vi)	Determination Dates:	29 October in each year
14		**Resettable Note Provisions:**	Not Applicable
15		**Floating Rate Note Provisions:**	Not Applicable
16		**Zero Coupon Note Provisions**:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17		Call Option	Not Applicable
18	(i)	Senior Non-Preferred Notes: Loss Absorption Disqualification Event Redemption:	Not Applicable

19	Subordinated Notes: Redemption upon Capital Disqualification Event:	Not Applicable
20	Put Option:	Not Applicable
21	Final Redemption Amount of each Note:	€1,000 per Calculation Amount
22	Early Redemption Amount	
	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption:	As per Condition 6(b)

GENERAL PROVISIONS APPLICABLE TO THE NOTES

23	Form of Notes:	Bearer Notes:
		Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
24	New Global Note / New Safekeeping Structure:	New Global Note
25	Additional Financial Centre(s) or other special provisions relating to payment dates:	London and T2

THIRD PARTY INFORMATION

The ratings definitions provided in Part B, item 2 of these Final Terms have been extracted from the websites of Fitch Ratings Limited ("**Fitch**") and Moody's Investors Service Limited ("**Moody's**"). The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by Fitch and Moody's (as applicable), no facts have been omitted which would render the reproduced information inaccurate or misleading

Signed on behalf of **Coventry Building Society**:

[STEVE HUGHES]

By: ....
Duly authorised

[LEE RAYBOULD]

By: ....
Duly authorised

PART B – OTHER INFORMATION

1 **Listing**

(i)	Admission to trading:	Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to the Official List of the FCA and to trading on the main market of the London Stock Exchange with effect from the Issue Date
(ii)	Estimate of total expenses related to admission to trading:	£6,050

2 **Ratings**

Ratings:

The Notes to be issued are expected to be rated:

Fitch: A

Moody's: A2

A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.

The rating agencies above have published the following high-level descriptions of such ratings:

- A rating of A2 by Moody's is described by it as indicating that obligations rated 'A' are subject to low credit risk. They are judged to be upper-medium grade. The modifier "2" indicates a mid-range ranking (Source, Moody's, https://ratings.moodys.io/ratings).
- A rating of 'A' by Fitch denotes expectations of low default risk. The capacity for payment of financial commitments is considered strong. This capacity may, nevertheless, be more vulnerable to adverse business or economic conditions than is the case for higher ratings (Source, Fitch, https://www.fitchratings.com/products/rating-definitions#about-rating-definitions).

Each of Moody's and Fitch is established in the United Kingdom and registered under Regulation (EC) No 1060/2009 as it forms part of domestic law by virtue of the EUWA (as amended, the "**UK CRA Regulation**"), and is included in the list of credit rating agencies published by the Financial Conduct Authority in accordance with the UK CRA Regulation

3 **Interests of Natural and Legal Persons involved in the Issue**

Save as discussed in "*Subscription and Sale*", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer

4 **Reasons for the offer and estimated net proceeds**

(i)	Reasons for the offer:	See "Use of Proceeds" in Base Prospectus
(ii)	Estimated net proceeds:	€497,465,000

5 **Fixed Rate Notes only – Yield**

Indication of yield:	3.187 per cent. per annum The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield

6 **Operational Information**

(i)	ISIN:	XS2925933413
(ii)	Common Code:	292593341
(iii)	Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s):	Not Applicable
(iv)	Delivery:	Delivery against payment
(v)	Names and addresses of initial Paying Agent(s):	HSBC Bank plc 8 Canada Square London E14 5HQ United Kingdom
(vi)	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
(vii)	Names and addresses of Dealers:	Joint Lead Managers: BNP PARIBAS 16, boulevard des Italiens 75009 Paris France Banco Santander, S.A. Ciudad Grupo Santander Avenida de Cantabria s/n Edificio Encinar 28660 Boadilla del Monte Madrid

		Spain Nomura International Plc 1 Angel Lane London EC4R 3AB United Kingdom Société Générale Immeuble Basalte 17 Cours Valmy CS 50318 92972 Paris La Défense Cedex France UBS AG London Branch 5 Broadgate London EC2M 2QS United Kingdom Co-Lead Manager: Norddeutsche Landesbank - Girozentrale - Friedrichswall 10 30159 Hannover Germany
(viii)	Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. Note that the designation “yes” simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.
(ix)	U.S. Selling Restrictions	Reg. S Compliance Category 2; D Rules.
(x)	Prohibition of Sales to EEA Retail Investors	Applicable
(xi)	Prohibition of Sales to UK Retail Investors	Applicable