

## FINAL TERMS

**MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES (ECPS) ONLY TARGET MARKET** – Solely for the purposes of the 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 Directive 2014/65/EU (as amended, “**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 manufacturer’s 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 manufacturer’s 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 Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**EUWA**”) (“**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.

**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 MiFID II; or (ii) a customer within the meaning of Directive (EU) 2016/97, 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 (the “**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 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 Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of 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.

**Yorkshire Building Society****Legal entity identifier (LEI): WXD0EHQRPI7HKN3I5T57****Issue of £250,000,000 1.500 per cent. Senior Non-Preferred Reset Notes due 2029  
under the £5,000,000,000 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 28 May 2021 (the “**Prospectus**”) and the supplement dated 24 August 2021 to the Prospectus, which together constitute 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. This document must be read in conjunction with the Prospectus as so supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as so supplemented. Copies of the Prospectus and the supplement to the Prospectus are available for viewing at the office of the Issuer at Yorkshire House, Yorkshire Drive, Bradford, West Yorkshire BD5 8LJ and copies may be obtained from the Principal Paying Agent at 8 Canada Square, London E14 5HQ. The Prospectus has been published on the website of the London Stock Exchange at [www.londonstockexchange.com/exchange/news/market-news/market-news-home.html](http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html).

**TYPE OF NOTE**

<b>1</b>	Status of the Notes:	Senior Non-Preferred
	(i) Senior Non-Preferred Notes:	Applicable
	Restricted Events of Default:	
	(ii) Senior Non-Preferred Notes:	Not Applicable
	Gross-up of principal:	

**DESCRIPTION OF THE NOTES**

<b>2</b>	(i) Series Number:	226
	(ii) Tranche Number:	1
	(iii) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
<b>3</b>	Specified Currency or Currencies:	Pounds sterling (“£”)
<b>4</b>	Aggregate Nominal Amount:	
	— Series:	£250,000,000
	— Tranche:	£250,000,000
<b>5</b>	Issue Price of Tranche:	99.186 per cent. of the Aggregate Nominal Amount
<b>6</b>	(i) Specified Denominations:	£100,000 and integral multiples of £1,000 in excess thereof up to and including £199,000. No Notes in definitive form will be issued with a denomination higher than £199,000.

	(ii) Calculation Amount:	£1,000
7	(i) Issue Date:	15 September 2021
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	15 September 2029
9	Interest Basis:	1.500 per cent. per annum to be reset on the First Reset Date (further particulars specified below)
10	Redemption/Payment Basis:	Subject to any purchase or cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
11	Change of Interest Basis:	Not Applicable
12	Put/Call Options:	Issuer Call (further particulars specified below)
13	Date Committee approval for issuance of Notes obtained:	31 August 2021

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

14	<b>Fixed Rate Note Provisions</b>	Not Applicable
15	<b>Floating Rate Note Provisions</b>	Not Applicable
16	<b>Reset Note Provisions</b>	Applicable
	(i) Initial Rate of Interest:	1.500 per cent. per annum payable annually in arrear on each Interest Payment Date from, and including, 15 September 2022 to, and including, the First Reset Date
	(ii) First Margin:	+1.15 per cent. per annum payable on the Maturity Date in respect of the period from, and including, the First Reset Date to, but excluding, the Maturity Date
	(iii) Subsequent Margin:	Not Applicable
	(iv) Interest Payment Date(s):	15 September in each year from, and including, 15 September 2022 up to, and including, the Maturity Date
	(v) Fixed Coupon Amount to (but excluding) the First Reset Date:	£15.00 per Calculation Amount
	(vi) Broken Amount(s):	Not Applicable
	(vii) Reset Reference Rate:	Reference Bond
	(viii) First Reset Date:	15 September 2028
	(ix) Second Reset Date:	Not Applicable
	(x) Subsequent Reset Date(s):	Not Applicable

	(xi) Relevant Screen Page:	Not Applicable
	(xii) Mid-Swap Rate:	Not Applicable
	(xiii) Mid-Swap Maturity:	Not Applicable
	(xiv) Reference Bond Reset Rate Time:	11.00 a.m. London time
	(xv) Reference Bond Price in respect of the first Reset Determination Date:	As set out in the Conditions and, if (D) of the definition of “Reference Bond Price” is applicable, the Reference Bond Price shall be deemed to be 97.846 per cent.
	(xvi) Fixed Leg Swap Duration:	Not Applicable
	(xvii) Day Count Fraction:	Actual/Actual (ICMA)
	(xviii) Reset Determination Date(s):	As set out in the Conditions
	(xix) Business Centre(s):	London
	(xx) Calculation Agent:	HSBC Bank plc
<b>17</b>	<b>Zero Coupon Note Provisions</b>	Not Applicable
<b>PROVISIONS RELATING TO REDEMPTION</b>		
<b>18</b>	Notice periods for:	
	(i) Condition 5(b)	Minimum period: 15 days Maximum period: 30 days
	(ii) Condition 5(e)	Not Applicable
<b>19</b>	Issuer Call:	Applicable
	(i) Optional Redemption Date(s):	15 September 2028
	(ii) Optional Redemption Amount and method, if any, of calculation of such amount(s):	£1,000 per Calculation Amount
	(iii) If redeemable in part:	
	(a) Minimum Redemption Amount:	Not Applicable
	(b) Maximum Redemption Amount:	Not Applicable
	(iv) Notice periods:	Minimum period: 15 days Maximum period: 30 days
<b>20</b>	Regulatory Event (Subordinated Notes only):	Not Applicable
<b>21</b>	(i) Senior Non-Preferred Notes: Loss Absorption Disqualification Event Redemption:	Applicable
	(ii) Loss Absorption Disqualification Event:	Full or Partial Exclusion
	(iii) Senior Non-Preferred Notes: Substitution and Variation:	Applicable
<b>22</b>	Investor Put:	Not Applicable
<b>23</b>	Final Redemption Amount of each Note:	£1,000 per Calculation Amount

- 24** Early Redemption Amount payable on £1,000 per Calculation Amount redemption for taxation reasons, (in the case of Subordinated Notes) for regulatory reasons or on event of default:

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

- 25** Form of Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for definitive Notes only upon an Exchange Event including the exchange event described in paragraph (c) of the definition in the Permanent Global Note.
- 26** New Global Note (NGN): No
- 27** Social Bonds: Yes
- 28** Additional Financial Centre(s): Not Applicable
- 29** Talons for future Coupons to be attached to Definitive Notes: No

#### **THIRD PARTY INFORMATION**

Not Applicable

Signed on behalf of Yorkshire Building Society:

By .....  
*Duly authorised*

## **PART B – OTHER INFORMATION**

### **1 LISTING AND ADMISSION TO TRADING**

Listing and Admission to trading:

Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's Main Market and listing on the Official List of the FCA with effect from 15 September 2021.

Estimate of total expenses related to admission to trading: £4,840

### **2 RATINGS**

Ratings:

The Notes to be issued have been rated:

Fitch: A-

An obligation rated 'A' 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. The modifier '-' appended to the rating denotes relative status within major rating categories.

(Source:

<https://www.fitchratings.com/products/rating-definitions#about-rating-definitions>)

Moody's: Baa2

An obligation rated 'Baa' is subject to moderate credit risk. It is considered medium-grade and as such may possess speculative characteristics. The modifier '2' indicates a mid-range ranking of that generic rating category.

(Source:

<https://www.moody's.com/ratings-process/Ratings-Definitions/002002>)

Each of Fitch Ratings Limited and Moody's Investors Service Limited is established in the UK and is registered under the Regulation (EC) No. 1060/2009 as it forms part of domestic law by virtue of the EUWA.

### **3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save for any fees payable to the Joint Lead Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Joint Lead Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

#### 4 REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS

Reasons for the offer:	An amount equal to the net proceeds from the issue of the Notes will be allocated to eligible social projects (“ <b>Eligible Social Projects</b> ”) in accordance with the Issuer’s Social Bond Framework (as defined in the Prospectus), as it may be amended or replaced from time to time.
Estimated net proceeds:	£247,340,000

#### 5 YIELD (*Fixed Rate Notes Only*)

Indication of Yield:	1.624 per cent. per annum in respect of the period prior to the First Reset Date. This yield is calculated on the basis of the Rate of Interest applicable up to (but excluding) the First Reset Date and the Issue Price as at the Issue Date. It is not an indication of future yield.
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#### 6 HISTORIC INTEREST RATES (*Floating Rate Notes Only*)

Not Applicable

#### 7 OPERATIONAL INFORMATION

(i) ISIN:	XS2385755835
(ii) Common Code:	238575583
(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 additional Paying Agent(s) (if any):	Not Applicable
(vi) Intended to be held in a manner which would allow Eurosystem eligibility:	No. Whilst the designation is specified as “no” at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

#### 8 DISTRIBUTION

(i) Method of distribution:	Syndicated
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- (ii) If syndicated, names of Managers: ABN AMRO Bank N.V.  
Barclays Bank PLC  
BNP Paribas  
The Toronto-Dominion Bank  
(together, the “**Joint Lead Managers**”)
- (iii) Date of Syndication Agreement: 13 September 2021
- (iv) If non-syndicated, name of relevant Dealer: Not Applicable
- (v) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D
- (vi) Prohibition of Sales to EEA Retail Investors: Applicable
- (vii) Prohibition of Sales to UK Retail Investors: Applicable