

SUPPLEMENT DATED 8 APRIL 2021

Coventry Building Society

(incorporated in England and Wales under the Building Societies Act 1986, as amended)

£5,000,000,000

Euro Medium Term Note Programme

This supplement (the **Supplement**) to the Base Prospectus dated 9 September 2020, as previously supplemented by a supplement dated 4 March 2021 (as so supplemented, the **Base Prospectus**), which comprises a supplementary prospectus for the purposes of Article 23 of Regulation (EU) 2017/1129 as it forms part of the current domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 and secondary legislation made under it, in each case, as amended, including by the European Union (Withdrawal Agreement) Act 2020 (the **UK Prospectus Regulation**), is prepared in connection with the £5,000,000,000 Euro Medium Term Note Programme (the **Programme**) established by Coventry Building Society (the **Issuer**).

This Supplement has been approved by the United Kingdom Financial Conduct Authority (the **FCA**), as competent authority under the UK Prospectus Regulation.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus. Terms defined in the Base Prospectus shall have the same meaning when used in this Supplement.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and makes no omission likely to affect its import.

Purpose of this Supplement

The purpose of this Supplement is to:

- (i) incorporate by reference the Issuer's audited consolidated financial statements for the year ended 31 December 2020; and
- (ii) update the section of the Base Prospectus entitled "*General Information*".

Documents incorporated by reference

Following the publication on 4 March 2021 by the Issuer of its preliminary annual results for the year ended 31 December 2020, the Issuer has published its annual report and accounts for the year ended 31 December 2020 (the **Annual Report**).

A copy of the Annual Report has been filed with the Financial Conduct Authority and, by virtue of this Supplement, the following sections of the Annual Report shall be deemed to be incorporated in, and form part of, the Base Prospectus and supplement the section entitled "*Documents Incorporated by Reference*" on page v of the Base Prospectus:

- "Audited consolidated financial statements for the year ended 31 December 2020", on pages 128-131 of the Annual Report;
- "Notes to the audited consolidated financial statements", on pages 132-174 of the Annual Report; and
- "Independent auditors' report", on pages 118-127 of the Annual Report.

Any non-incorporated parts of a document referred to in this Supplement are either deemed not relevant for an investor or are otherwise covered elsewhere in this Supplement which this Supplement relates to.

The Annual Results can be viewed on the website of (i) the Issuer, at <https://www.coventrybuildingsociety.co.uk/>, and (ii) the Regulatory News Service operated by the London Stock Exchange plc, at www.londonstockexchange.com/exchange/prices-and-news/news/market-news/market-news-home.html.

General Information

Paragraph (3) on page 104 of the Base Prospectus shall be deemed deleted and replaced with the following paragraph:

"Save as disclosed on (i) pages 9-11 under the section headed "Risk Factors - The Issuer's business and financial performance has been and will continue to be affected by general economic conditions (in particular as they may be affected by the COVID-19 pandemic) in the UK, the Eurozone, and elsewhere, and adverse developments in the UK or global financial markets could cause the Issuer's earnings and profitability to decline" and "Risk Factors – Risks relating to the impact of COVID-19" and (ii) on page 88 under the section headed "Recent Developments", there has been no material adverse change in the prospects of the Issuer or the Group since 31 December 2020."

Paragraph (4) on page 104 of the Base Prospectus shall be deemed deleted and replaced with the following paragraph:

"There has been no significant change in the financial position or financial performance of the Issuer or the Group since 31 December 2020."

General

If the documents which are incorporated by reference in the Base Prospectus by virtue of this Supplement themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of the Base Prospectus for the purposes of the UK Prospectus Regulation except where such information or other documents are specifically incorporated by reference in, or attached to, the Base Prospectus by virtue of this Supplement.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements referred to in (a) above will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

This Supplement will be published on the website of the London Stock Exchange plc. The Issuer will provide, without charge, to each person to whom a copy of this Supplement has been delivered, upon the oral or written request of such person, a copy of any or all of the documents which are incorporated in whole or in part by reference herein or in the Base Prospectus. Written requests for such documents should be directed to the Issuer at Coventry Building Society, Economic House, PO Box 9, High Street, Coventry CV1 5QN, and marked for the attention of the Secretary and Solicitor. Copies of all documents incorporated by reference in this Supplement can also be viewed on the website of the Regulatory News Service operated by the London Stock Exchange plc at www.londonstockexchange.com/exchange/prices-and-news/news/market-news/market-news-home.html.