

**SUPPLEMENT DATED 27 SEPTEMBER 2023 TO THE PROSPECTUS REFERRED TO
BELOW**



Skipton Building Society

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

€7,500,000,000

Global Covered Bond Programme

unconditionally and irrevocably guaranteed as to payments of interest and principal by
Skipton Covered Bonds Limited Liability Partnership (the LLP)

(a limited liability partnership incorporated in England and Wales)

This Supplement (the "**Supplement**") to the base prospectus dated 15 December 2022 for the Covered Bond Programme as supplemented on 16 March 2023 (the "**Prospectus**"), which comprises a base prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "**UK Prospectus Regulation**"), constitutes a supplementary prospectus for the purposes of Article 23 of the UK Prospectus Regulation and is prepared in connection with the Covered Bond Programme (together, the "**Programme**") established by Skipton Building Society (the "Issuer" or the "Society") and unconditionally and irrevocably guaranteed as to payments of interest and principal by Skipton Covered Bonds Limited Liability Partnership (the "**LLP**"). Terms defined in the Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Prospectus and any other supplements to the Prospectus issued by the Issuer.

This Supplement has been approved by the Financial Conduct Authority (the "**FCA**"), which is the United Kingdom competent authority for the purposes of the UK Prospectus Regulation and relevant implementing measures in the United Kingdom for the purposes of giving information with regard to the issue of instruments under the Programme.

The Issuer and the LLP each accept responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer and the LLP the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect its import. Any information sourced from third parties contained in this Supplement has been accurately reproduced (and is clearly sourced where it appears in the document) and, as far as each of the Issuer and the LLP are aware and are able to ascertain from information published by that third party, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Purpose of the Supplement

The purpose of this Supplement is to:

- (a) incorporate by reference into the Prospectus:
 - (i) the Issuer's unaudited consolidated half yearly financial report for the six month period ended 30 June 2023 (as defined below);

- (ii) the Issuer's Pillar 3 Disclosures 30 June 2023;
- (b) update the "Management" paragraph on page 155 of the Covered Bond Prospectus; and
- (c) amend the "Significant or Material Change" paragraph on page 259 of the Covered Bond Prospectus.

(a) Documents incorporated by reference

By virtue of this Supplement:

- (i) On 9 August 2023, the Issuer published its unaudited consolidated interim financial statements for the six month period ended 30 June 2023 (which includes the auditor's review report and unaudited consolidated interim accounts of the Issuer and its subsidiaries as at and for the six month period ended 30 June 2023) (the **Interim Financial Statements**) available at: <https://www.skipton.co.uk/investorrelations/unsecuredisclaimercoveredbonds>; and
- (ii) On 26 September 2023, the Issuer published its "Pillar 3 Disclosures 30 June 2023" which is available at: <https://www.skipton.co.uk/investorrelations/unsecuredisclaimercoveredbonds>,

shall be deemed to be incorporated in, and form part of, the Prospectus and supplement the section entitled "*Documents Incorporated by Reference*" on pages 11 and 12 of the Prospectus.

Copies of all documents incorporated by reference in the Prospectus can be obtained from the registered office of the Issuer and from the specified office of the Paying Agent for the time being in London (as described on page 258 of the Prospectus) and are either available on the website of the Issuer at <https://www.skipton.co.uk/investorrelations/unsecuredisclaimercoveredbonds>, on the Regulatory News Service operated by the London Stock Exchange at www.londonstockexchange.com/exchange/news/market-news/market-news-home.html or on the National Storage Mechanism, <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

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

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.

(b) Management

The table listing the "Board of Directors" on page 155 of the Prospectus shall be deemed deleted and replaced with the following table:

<i>Director</i>	<i>Responsibility</i>	<i>Date of Appointment</i>
G V Burr	Chair	27/04/2022
M J Lund	Deputy Chair	25/04/2016
S A Haire	Group Chief Executive	31/12/2022
A P Bottomley	Chief Executive Officer, Money	01/01/2016
I A Cummings	Non-Executive Director	01/07/2022
D A Hall	Non-Executive Director	27/03/2017
H L Jackson	Non-Executive Director	24/10/2018
P W Moore	Non-Executive Director	01/02/2021
R S D M Ndawula	Group Chief Financial Officer	23/02/2015
S Davis	Non-Executive Director	28/03/2023
S Whitney	Non-Executive Director	01/05/2023

(c) Significant or material change

The paragraph "Significant or Material Change" on page 259 of the Prospectus shall be deemed deleted and replaced with the following paragraph:

"There has been no significant change in the financial performance or financial position of the Issuer or the Skipton Group since 30 June 2023, being the date to which the Skipton Group's last published unaudited interim financial information was prepared. There has been no material adverse change in the prospects of the Issuer since 31 December 2022, being the date to which the Issuer's last published audited financial information was prepared.

There has been no significant change in the financial performance or financial position of the LLP, nor has there been any material adverse change in the prospects of the LLP since 31 December 2022, being the date of the LLP's last audited non-consolidated annual accounts of the LLP".

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated into the Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Prospectus, the statements 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 Prospectus since the publication of the Prospectus.