

Notice of Annual General Meeting

The 170th Annual General Meeting of West Bromwich Building Society will be held on Thursday 25 July 2019 at 6.30pm at West Bromwich Building Society, Head Office, 2 Providence Place, West Bromwich B70 8AF for the following purposes:

Ordinary Resolutions

Report and Accounts

1. To receive the Directors' Report, the Annual Accounts, Annual Business Statement and the Auditor's Report for the year ended 31 March 2019.

Appointment of Auditor

2. To appoint KPMG LLP as the Society's Auditor, to hold office until the conclusion of the next Annual General Meeting.

Directors' Remuneration Report

3. To approve the Directors' Remuneration Report for the year ended 31 March 2019. The vote is advisory and the Directors' entitlement to remuneration is not conditional on it.

Election and re-election of Directors

4. To elect or re-elect Directors as follows:
 - a) To elect Lynne Shamwana
 - b) To re-elect Julie Hopes
 - c) To re-elect Victoria Mitchell
 - d) To re-elect Mark Patrick Nicholls (see note 6 below)
 - e) To re-elect Mahomed Ashraf Piranie
 - f) To re-elect Mark Jeffrey Preston
 - g) To re-elect Stuart James Turner
 - h) To re-elect Jonathan Westhoff

By Order of the Board of Directors

N Noakes (Group Secretary)
Head Office: 2 Providence Place,
West Bromwich B70 8AF
29 May 2019

Explanatory Notes

1. These Notes form part of the Notice of Meeting.
2. Under the Society's Rules, as a member entitled to attend the Meeting and vote you may appoint one proxy to attend and vote on your behalf. The proxy need not be a member of the Society. Your proxy may vote on your behalf at the Meeting but only on a poll. It is the intention of the Chairman to call a poll on all of the Resolutions set out above. If you appoint a proxy and they do not attend the Meeting, then your vote cannot be counted.
3. You may instruct your proxy how to vote at the Meeting. Please read the instructions on the Voting Form. To be valid, a signed and completed Voting Form must reach the Group Secretary, West Bromwich Building Society, care of Electoral Reform Services, London N81 1ER, no later than midnight on Monday 22 July 2019.
4. The voting date is either midnight on Monday 22 July 2019 if you are voting by proxy or if you vote online, or Thursday 25 July 2019 if you are voting in person at the Meeting.
5. In order to attend and vote at the Meeting, or appoint a proxy, you must qualify in accordance with the Society's Rules.
6. Mr Mark Patrick Nicholls, who reached the age of 70 in May 2019, has been approved as eligible for re-election by resolution of the Board. The Board has taken into account his vast experience and continued contribution as a non-executive director in coming to that decision.

