

Notice of Annual General Meeting

For the year ended 31 December 2015

Notice is given that the 141st Annual General Meeting of the members of Leeds Building Society will be held on Thursday 14 April 2016 at the Leeds Marriott Hotel, 4 Trevelyan Square, Boar Lane, Leeds LS1 6ET at 11.00am for the following purposes:

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To receive the Directors' Report, Annual Accounts, Annual Business Statement and Auditor's Report for the year ended 31 December 2015.	To consider and if thought fit, pass an Ordinary Resolution to re-appoint Deloitte LLP as Auditors until the conclusion of the next Annual General Meeting.	To consider and if thought fit, pass an Ordinary Resolution to approve the Directors' Remuneration Report for the year ended 31 December 2015.

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To consider and if thought fit, elect or re-elect the following as Directors:		
(a) to elect Richard Guy Fearon;	(b) to elect Gareth John Hoskin;	(c) to elect John Anthony Hunt;
(d) to re-elect Robin James Ashton;	(e) to re-elect Philippa Anne Brown;	(f) to re-elect Susan Helen Cooklin;
(g) to re-elect David Fisher;	(h) to re-elect Andrew John Greenwood;	(i) to re-elect Peter Anthony Hill;
(j) to re-elect Philip Anthony Jenks;	(k) to re-elect Robin Stephen Patrick Litten;	(l) to re-elect Leslie Michael Platts;
(m) to re-elect Karen Rita Wint.		

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To consider and if thought fit, pass the following resolution as a Special Resolution		
"That the Memorandum of the Society be amended by:		
(i) in paragraph 4(a) deleting "other than by the creation of a floating charge";	(ii) in paragraph 7 in the definition "dispose (or disposing)" deleting "(except by way of a floating charge)"; and	(iii) in paragraph 7 in the definition "parent undertaking" deleting "section 258 of the Companies Act 1985" and inserting "section 1162 of the Companies Act 2006".

By Order of the Board

Andrew J. Greenwood

Andrew J. Greenwood

Chief Risk Officer & Secretary

23 February 2016

Notes:

- These Notes form part of the Notice of the AGM.
 - Under the Society's Rules, a member entitled to attend the Meeting and vote may appoint a proxy to attend and vote on his or her behalf. You may appoint the Chairman of the Meeting or anyone else as a proxy and your proxy does not need to be a member of the Society. Your proxy may vote for you at the Meeting but only on a poll.
 - You may instruct your proxy how to vote at the Meeting. Please read the instructions on the Voting Form.
 - You are entitled to vote if:
 - Age:** you are at least 18 on 14 April 2016, and
 - Membership:** you (a) had a shareholding in the Society of at least £100 on 31 December 2015 or (b) owed at least £100 to the Society on a mortgage loan on 31 December 2015; and
 - you are either a shareholding member (whatever your account balance is) continuously between 31 December 2015 and the voting date or a borrowing member (owing us at least £100) on the voting date; and
 - you are the first named account holder in our records.
- The voting date is Wednesday 13 April 2016 if you are using a form to vote by proxy or if you are voting online, or Thursday 14 April 2016 if you are voting in person at the Annual General Meeting.
- Members attending the Meeting will be requested to produce their passbooks or other evidence of membership in order to obtain admission. If you are appointing a proxy, other than the Chairman of the Meeting, to attend the Meeting and vote on your behalf, please ensure that your proxy brings an appropriate form of identification to the Meeting.

If you appoint a proxy to vote on your behalf and your proxy does not attend the Meeting your vote will not be counted.