Notice of Annual General Meeting

For the year ended 31 December 2016

Notice is given that the 142nd Annual General Meeting of the members of Leeds Building Society will be held on Thursday 6th April 2017 at the Leeds Marriott Hotel, 4 Trevelyan Square, Boar Lane, Leeds LS1 6ET at 11.00am for the following purposes:

1

To receive the Directors' Report, Annual Accounts, Annual Business Statement and Auditors' Report for the year ended 31 December 2016.

2

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.

3

To consider and if thought fit, pass an Ordinary Resolution to approve the Directors' Remuneration Report (other than the part containing the Directors' Remuneration Policy) for the year ended 31 December 2016.

4

To consider and if thought fit, pass an Ordinary Resolution to approve the Directors' Remuneration Policy (as contained in the Directors' Remuneration Report), to apply with effect from the date of the 2017 Annual General Meeting.

5

To consider and if thought fit, re-elect the following as directors:

(a) to re-elect Robin James Ashton	**(b)** to re-elect Philippa Anne Brown	**(c)** to re-elect Richard Guy Fearon
(d) to re-elect David Fisher	**(e)** to re-elect Andrew John Greenwood	**(f)** to re-elect Peter Anthony Hill
(g) to re-elect Gareth John Hoskin	**(h)** to re-elect John Anthony Hunt	**(i)** to re-elect Philip Anthony Jenks
(j) to re-elect Robin Stephen Patrick Litten	**(k)** to re-elect Leslie Michael Platts	**(l)** to re-elect Karen Rita Wint

By Order of the Board

Katherine Tong
Director of Compliance & Secretary
21 February 2017

Notes:

1. These Notes form part of the Notice of the Meeting.
2. 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.
3. You can instruct your proxy how to vote at the Meeting. Please read the instructions on the Voting Form.
4. You are entitled to vote if:

   Age: you are at least 18 on 6 April 2017, and

   Membership: you (a) had a shareholding in the Society of at least £100 on 31 December 2016 or (b) owed at least £100 to the Society on a mortgage loan on 31 December 2016; and

   you are either a shareholding member (whatever your account balance is) continuously between 31 December 2016 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 5 April 2017 if you are using a form to vote by proxy or if you are voting online, or Thursday 6 April 2017 if you are voting in person at the Annual General Meeting.
5. 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.

Leeds Building Society