

# *Notice of* **AGM 2023**



Including information on how to join the meeting

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## Notice of Annual General Meeting

This year we'll be holding our Annual General Meeting (AGM) online at 11.00am on Wednesday 19 July 2023.

We want to give all our members the opportunity to take part from their own homes. That includes being able to vote and ask questions. You can find out how to join our AGM online in this Notice, under the heading, 'How can you take part?'.

Our AGM is your opportunity to have your say on the way your Society is run and to vote on the people standing for election or re-election to your Society's Board. We'd love you to do so.

You are asked to vote on each of the following resolutions and candidates:

### Ordinary Resolutions

#### 1. To receive the Directors' Report, the Annual Accounts, the Annual Business Statement and the Auditors' Report for the financial year ended 4 April 2023.

See the Review of the year leaflet for a summary of those items. From 8 June 2023, you'll find our full Annual Report and Accounts at [nationwide.co.uk/results-and-accounts](https://www.nationwide.co.uk/results-and-accounts) You can ask us to send you a copy by writing to the Society Secretary, Nationwide Building Society, Nationwide House, Pipers Way, Swindon SN38 1NW or emailing us at [AGM.Response@nationwide.co.uk](mailto:AGM.Response@nationwide.co.uk)

#### 2. To approve the Directors' Remuneration Report for the financial year ended 4 April 2023.

The vote is advisory. The Directors' right to remuneration does not depend on this resolution being passed. A full version of the Directors' Remuneration Report is in the Annual Report and Accounts and a summary is set out in the Review of the year leaflet.

### 3. To re-appoint Ernst & Young LLP as Auditors until the end of the next AGM.

The Board is proposing the re-appointment of Ernst & Young LLP as the Society's Auditors, subject to member approval at the AGM.

## The election or re-election of your Society's Directors

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**4. To elect**  
**Tracey Graham**



**5. To elect**  
**Sally Orton**



**6. To re-elect**  
**Debbie Crosbie**



**7. To re-elect**  
**Albert Hitchcock**



**8. To re-elect**  
**Alan Keir**



**9. To re-elect**  
**Debbie Klein**



**10. To re-elect**  
**Kevin Parry**



**11. To re-elect**  
**Tamara Rajah**



**12. To re-elect**  
**Chris Rhodes**



**13. To re-elect**  
**Gillian Riley**



**14. To re-elect**  
**Phil Rivett**

All Directors on the Board as at the date of this Notice of AGM are standing for election or re-election except for Mai Fyfield and Gunn Waersted who will step down at the AGM. The Chairman confirms that all of the current Directors looking to be elected or re-elected continue to be effective and are strongly committed to the role.

## What does your Board recommend?

The AGM is your opportunity to have a say on whether you're happy with the way your Society is being run. If you are, the Board recommends you vote 'For' each of the resolutions and 'For' the election or re-election of each of the Directors.

### By order of the Board

Jason Wright, Society Secretary. 27 April 2023.

The explanatory notes to the business of the AGM are set out in blue boxes above. These are for information purposes only and do not form part of this Notice of AGM.

# Voting

## You can vote:

- **online ahead of the meeting date**
- **by post ahead of the meeting date**
- **online at the AGM**

**Vote online ahead of the meeting at [nationwide.co.uk/agmvote](https://nationwide.co.uk/agmvote)** until 11.00am on Monday 17 July 2023. This site is hosted by Civica Election Services, the Society's independent scrutineers (the people who check on the validity of votes).

**Vote by post ahead of the meeting** – Civica Election Services need to receive your Voting Form by 11.00am on Monday 17 July 2023. Please post your completed Voting Form to: Nationwide Building Society Scrutineers, Civica Election Services, London N81 1ER.

**By voting online or by post ahead of the meeting,** you are appointing the Chairman (or anyone else you appoint as your representative, so long as they can attend the online meeting) to vote in your place. You can also tell the Chairman (or the person you appoint) how to vote at the meeting online. If you'd like to do this, just follow the instructions on your Voting Form or on the online voting site.

**Vote online at the AGM** – information about voting online at the meeting can be found in this Notice under the header 'How can you take part?'.

## If you have any *queries* about the event

- We'll post responses to frequently asked questions on [nationwide.co.uk/agm](https://nationwide.co.uk/agm)
- For other **AGM related queries**, please email: [AGM.Response@nationwide.co.uk](mailto:AGM.Response@nationwide.co.uk)

We need to receive your question before 11.00am on Monday 17 July 2023 to be able to reply in time. You can also use that email address to request a hard copy of the full Annual Report and Accounts. If you want to write to us, the address is: The Society Secretary, Nationwide Building Society, Nationwide House, Pipers Way, Swindon SN38 1NW.

### Any questions related to your accounts?

- Visit [nationwide.co.uk/contact-us](https://nationwide.co.uk/contact-us) for the best way to contact us or call into your local branch.
- Please don't use our AGM email address.



# How can you *take* part?

## Join our event online

This year, our AGM will be held online. You'll be able to join the meeting at our online AGM site and do all the things you would have been able to do if we had been holding a physical meeting. You'll be able to ask questions by text or video. You'll be able to vote too.

On the day, you can join our AGM online from 10.30am:

- go to [nationwide.co.uk/agmlive](https://nationwide.co.uk/agmlive)
- enter meeting code 30204
- then enter the two-part voting (security) codes from your voting pack's covering letter or your voting email.

If you can't find your codes, please check the FAQs on [nationwide.co.uk/agm](https://nationwide.co.uk/agm). We'll update that webpage with a contact phone number for our helpline on 19 July 2023.

You can appoint someone else to attend and vote at the meeting on your behalf and give that person instructions on how you wish to vote. Your representative need not be a member of the Society. If you have asked someone else to attend the meeting and vote on your behalf they will need your customer number and two part voting (security) codes to log in.

## How do I ask questions or vote at the AGM?

Once you have logged in, you will see a screen showing a live video broadcast of proceedings. You will be able to ask questions by video or text by clicking on the message symbol in the bottom right hand corner of the screen. When the Chairman opens the vote, you will be able to vote on resolutions live in the meeting by clicking on the 'Voting' symbol on the left hand side. Any vote cast during the meeting will be taken as your final vote, even if you have already voted before the meeting.

Step by step instructions on how to join and participate in our AGM online are on our website [nationwide.co.uk/agm](https://nationwide.co.uk/agm)

## If you have trouble logging in

Our online AGM site should work on most common internet browsers. If you are having trouble logging in, please refresh your browser or log out and log in again. The site is also compatible with most common mobile devices. If you are still having problems logging in, please try a different device.

If you experience any further difficulties with access, voting, or asking questions, please contact our scrutineers at **support-cesjoinin@civica.co.uk**

It is your responsibility to ensure that you have an active internet connection and remain connected throughout the duration of the meeting.

## The agenda for the meeting

Our online AGM site opens at 10.30am. You can join from then. The meeting begins at 11.00am. Please make sure you have joined the meeting before it starts. Here are the proposed timings:

**10.30am Online AGM site opens**

**11.00am Meeting begins**

**Business updates**

**Q&A session**

**Poll taken on all resolutions**

**1.15pm Meeting to close no later than this**

## If you don't have access to the internet

And you would like to be able to take part in the meeting, please call **0800 33 55 99** as soon as possible, but no later than 11.00am 12 July 2023, and we'll see how we can help you.

Our advisers are available Monday to Friday, 9.00am to 4.30pm.

Any questions related to your accounts? Please don't use that number. Visit **[nationwide.co.uk/contact-us](https://nationwide.co.uk/contact-us)** for the best way to contact us or call into your local branch.

### **Nationwide Building Society**

Principal Office: Nationwide House, Pipers Way, Swindon, Wiltshire SN38 1NW.

**AGMNOA2023** (April 2023)