

COVENTRY BUILDING SOCIETY

MINUTES OF THE ONE HUNDRED AND THIRTY-SIXTH ANNUAL GENERAL MEETING

HELD AT THE RICOH ARENA, COVENTRY CV6 6GE AND
AT OAK TREE COURT, BINLEY BUSINESS PARK, COVENTRY CV3 2UN

ON THURSDAY 23 APRIL 2020

At the Ricoh Arena

Gary Hoffman (Chair of the Board)
Thomas Crane (General Counsel & Secretary)
Matthew Owen (Senior Legal Counsel) (minutes)

At Oak Tree Court

Gary Hoffman (Chair of the Board)
Steve Hughes (Chief Executive)
Peter Frost (Chief Operating Officer)
Thomas Crane (General Counsel & Secretary)
Matthew Owen (Senior Legal Counsel) (minutes)

22 eligible members of the Society

Elliot Roberts (Civica Election Services) (by telephone)

1. **OPENNING OF THE MEETING AT THE RICOH ARENA AND ADJOURNMENT TO OAK TREE COURT**

- 1.1 Mr Hoffman, Mr Crane and Mr Owen attended the Ricoh Arena.
- 1.2 At 12 noon, the Chair of the Board declared the meeting open but noted that a quorum was not present.
- 1.3 At 12:30pm, it was noted that a quorum was still not present. Pursuant to Rule 34(2) of the Society's Rules and Memorandum, the Chair of the Board declared the meeting adjourned to outside the Society's offices at Oak Tree Court, Binley Business Park, Coventry CV3 2UN at 1:30pm on 23 April 2020.

2. **RE-OPENING OF THE MEETING AT OAK TREE COURT**

- 2.1 The Chair of the Board re-opened the meeting at 1:30pm outside the Society's offices at Oak Tree Court, Binley Business Park, Coventry CV3 2UN.
- 2.2 It was noted that a quorum of eligible members was present.
- 2.3 With the consent of all members present, the Notice of the meeting was taken as read.

3. AUDITORS' REPORT

The Chair of the Board proposed and the Meeting received the Auditors' Report, which was on pages 110 to 117 of the Annual Report & Accounts 2019.

4. RESOLUTIONS

The resolutions set out in the Notice were duly proposed.

The Chair of the Board called for a poll on each of the resolutions so that proxy votes could be included in the votes when they were counted.

5. RESOLUTION TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS FOR YEAR ENDED 31 DECEMBER 2019

The resolution to receive the Directors' Report, Annual Accounts and Annual Business Statement for the year ended 31 December 2019 was put to a poll as required by the Chair of the Board. The result of the poll was declared following the meeting as follows:

Votes For:	89,986 (99.0%)
Votes Against:	865
Votes Withheld:	685

6. RESOLUTION TO APPROVE THE REMUNERATION POLICY

The resolution to approve the Remuneration Policy contained within the Annual Report and Accounts 2019 by way of an advisory vote was put to a poll as required by the Chair of the Board. The result of the poll was declared following the meeting as follows:

Votes For:	81,478 (91.0%)
Votes Against:	8,042
Votes Withheld:	2,018

7. RESOLUTION TO APPROVE THE DIRECTORS' REMUNERATION REPORT

The resolution to approve the Directors' Remuneration Report contained within pages 92 to 105 of the Annual Report and Accounts 2019 by way of an advisory vote was put to a poll as required by the Chair of the Board. The result of the poll was declared following the meeting as follows:

Votes For:	81,870 (91.5%)
Votes Against:	7,640
Votes Withheld:	2,031

8. RESOLUTION TO RE-APPOINT PRICEWATERHOUSE COOPERS LLP AS THE AUDITOR

The resolution to approve the re-appointment of Pricewaterhouse Coopers LLP as Auditor of the Society to hold office until the conclusion of the next Annual General Meeting was put to a poll as required by the Chair of the Board. The result of the poll was declared following the meeting as follows:

Votes For:	86,623 (96.0%)
Votes Against:	3,632
Votes Withheld:	1,281

9. ELECTION AND RE-ELECTION OF DIRECTORS

The proposal that each of the Directors offering themselves for election or re-election be elected/re-elected as a Director of the Society was put to a poll as required by the Chair of the Board. The result of the poll was declared following the meeting as follows:

	For	Against	Withheld	% in favour
Iraj Amiri	86,602	3,277	1,660	96.4
Peter George Edwin Ayliffe	87,320	2,696	1,523	97.0
Andrew William Deeks	87,458	2,515	1,564	97.2
Catherine Martina Mary Doran	87,371	2,752	1,408	96.9
Michele Jean Faull	87,526	2,605	1,406	97.1
Peter Nicholas Frost	87,403	2,588	1,541	97.1
Gary Hoffman	86,826	3,108	1,602	96.5
Joanne Louise Kenrick	87,230	2,875	1,428	96.8
Shamira Mohammed	86,638	3,199	1,689	96.4
Martin Alastair Stewart	87,341	2,605	1,587	97.1

All resolutions were approved by the members.

10. QUESTIONS FROM MEMBERS

The Chair of the Board invited questions from members. No questions were raised.

11. CLOSE OF MEETING

There being no other business, the Chair of the Board thanked the members for attending and declared the meeting closed.

Chair of the Board.....

Date