

FINAL TERMS

IMPORTANT – PROHIBITION OF SALES TO EEA AND UK RETAIL INVESTORS – The Covered Bonds are not intended, to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (EEA) or the United Kingdom (UK). For these purposes, a **retail investor** means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, **MiFID II**); or (ii) a customer within the meaning of Directive (EU) 2016/97 (the **Insurance Distribution Directive**), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 (the **Prospectus Regulation**). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the **PRIIPs Regulation**) for offering or selling the Covered Bonds or otherwise making them available to retail investors in the EEA or the UK has been prepared and therefore offering or selling the Covered Bonds or otherwise making them available to any retail investor in the EEA or the UK may be unlawful under the PRIIPs Regulation.

MIFID II PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Covered Bonds has led to the conclusion that: (i) the target market for the Covered Bonds is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Covered Bonds to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Covered Bonds (a **distributor**) should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Covered Bonds (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

12 October 2020

Yorkshire Building Society

Legal entity identifier (LEI): WXD0EHQRPI7HKN3I5T57

Issue of Regulated €500,000,000 0.010 per cent. Series 16 Fixed Rate Covered Bonds due October 2027 irrevocably and unconditionally guaranteed as to payment of principal and interest by Yorkshire Building Society Covered Bonds LLP under the €7.5 billion Global Covered Bond Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Prospectus dated 2 October 2020 which constitutes a base prospectus for the purposes of Regulation 2017/1129 (the **Prospectus Regulation**). This document constitutes the Final Terms of the Covered Bonds described herein for the purposes of the Prospectus Regulation and must be read in conjunction with such Prospectus in order to obtain all the relevant information. Copies of the Prospectus are published on the website of the London Stock Exchange and are available free of charge to the public at the registered office of the Issuer and from the specified office of each of the Paying Agents and have been published on the Regulatory News Service operated by the London Stock Exchange at www.londonstockexchange.com/exchange/prices-and-news/news/market-news/market-news-home.html.

1.	(i)	Issuer:	Yorkshire Building Society
	(ii)	Guarantor:	Yorkshire Building Society Covered Bonds LLP
2.	(i)	Series Number:	16

(ii)	Tranche Number:	1
(iii)	Series which Covered Bonds will be consolidated and form a single Series with:	Not Applicable
(iv)	Date on which the Covered Bonds will be consolidated and form a single Series with the Series specified above:	Not Applicable
3.	Specified Currency or Currencies:	Euro/€
4.	Nominal Amount of Covered Bonds to be issued:	€500,000,000
5.	Aggregate Nominal Amount of the Covered Bonds Admitted to trading:	
(i)	Series:	€500,000,000
(ii)	Tranche:	€500,000,000
6.	(i) Issue Price:	100.985 per cent. of the Aggregate Nominal Amount
7.	(i) Specified Denominations:	€100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Covered Bonds in definitive form will be issued with a denomination above €199,000
	(ii) Calculation Amount:	€1,000
8.	(i) Issue Date:	13 October 2020
	(ii) Interest Commencement:	Issue Date
9.	(i) Final Maturity Date:	Interest Payment Date falling in or nearest to October 2027
	(ii) Extended Due for Payment Date of Guaranteed Amounts corresponding to the Final Redemption Amount under the Covered Bond Guarantee:	Interest Payment Date falling in or nearest to October 2028
10.	Interest Basis:	0.010 per cent. Fixed Rate
11.	Redemption/Payment Basis:	100.00 per cent. of the nominal value
12.	Change of Interest Basis or Redemption/Payment Basis:	In accordance with paragraph 16 below
13.	Call Options:	Not Applicable

14. Date board approval for issuance of Covered Bonds obtained: 7 October 2020 for Yorkshire Building Society and 8 October 2020 for Yorkshire Building Society Covered Bonds LLP, respectively

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed Rate Covered Bond Provisions: Applicable from and including the Interest Commencement Date to but excluding the Final Maturity Date

- (i) Fixed Rate(s) of Interest: 0.010 per cent per annum payable in arrear on each Interest Payment Date
- (ii) Interest Payment Date(s): 13 October in each year up to and including the Final Maturity Date
- (iii) Business Day Convention: Following Business Day Convention, unadjusted
- (iv) Business Day(s): London, TARGET2
- Additional Business Centre(s): Not Applicable
- (v) Fixed Coupon Amount(s): €0.10 per Calculation Amount
- (vi) Initial Broken Amount(s): Not Applicable
- (vii) Final Broken Amount: Not Applicable
- (viii) Day Count Fraction: Actual/Actual (ICMA)
- (ix) Determination Date(s): 13 October in each year

16. Floating Rate Covered Bond Provisions: Applicable from and including the Final Maturity Date to but excluding the Extended Due for Payment Date

- (i) Specified Period(s)/Specified Interest Payment Date(s): 13th day of each month from but excluding the Final Maturity Date to and including the Extended Due for Payment Date. The first Specified Interest Payment Date shall be 13 November 2027
- (ii) Business Day Convention: Modified Following Business Day Convention
- (iii) Additional Business Centre(s): Not Applicable
- (iv) Manner in which the Rate of Interest and Interest Amount is to be determined: Screen Rate Determination
- (v) Party responsible for calculating the Rate of Interest and Interest Amount (if not the Principal Paying Agent): Not Applicable
- (vi) Screen Rate Determination: Applicable

–	Reference Rate:	1 month EURIBOR
–	Relevant Financial Centre:	Brussels
–	Interest Determination Date(s):	The second TARGET2 Business Day prior to the start of each Interest Period
–	Relevant Screen Page:	EURIBOR01
–	Relevant Time:	11.00 am Brussels time
(vii)	ISDA Determination:	Not Applicable
(viii)	Margin(s):	+ 0.22 per cent. per annum.
(ix)	Minimum Rate of Interest:	zero per cent. per annum
(x)	Maximum Rate of Interest:	Not Applicable
(xi)	Day Count Fraction:	Actual/360, (adjusted)
(xii)	Observation Period (being no less than five London Business Days):	Not Applicable
17.	Zero Coupon Covered Bond Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION BY THE ISSUER

18.	Issuer Call:	Not Applicable
19.	Final Redemption Amount:	Nominal Amount
20.	Early Redemption Amount payable on redemption for taxation reasons, on acceleration following an Issuer Event of Default or an LLP Event of Default	€1,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE COVERED BONDS

21.	New Global Covered Bond:	Yes
22.	Form of Covered Bonds:	Bearer Covered Bonds: Temporary Global Covered Bond exchangeable for a Permanent Global Covered Bond which is exchangeable for Bearer Definitive Covered Bonds in definitive form only after an Exchange Event
23.	Additional Financial Centre(s) or other special provisions relating to Payment Dates:	Not Applicable

24. Talons for future Coupons to be attached to No
Bearer Definitive Covered Bonds (and dates
on which such Talons mature):

25. Redenomination: Not Applicable

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

Admission to Trading:

Application is expected to be made by the Issuer (or on its behalf) for the Covered Bonds to be admitted to trading on the London Stock Exchange's regulated market and to the Official List of the FCA with effect from 13 October 2020.

Estimate of total expenses related to the admission to trading: £4,790

2. RATINGS

Ratings:

The Covered Bonds to be issued are expected to be rated:

Moody's: Aaa
Fitch: AAA

Fitch Ratings Limited and Moody's Investors Service Ltd are established in the UK and registered under Regulation (EU) No.1060/2009, as amended (the "**CRA Regulation**").

Moody's Investors Service Ltd. has, in its January 2020 publication "Rating Symbols and Definitions", described a credit rating of 'Aaa' in the following terms: "Obligations rated Aaa are judged to be of high quality and are subject to very low credit risk".

Fitch Ratings Limited has, in its 11 June 2020 publication "Ratings Definitions", described a credit rating of 'AAA' in the following terms: "AAA" ratings denote the lowest expectation of default risk. They are assigned only in cases of exceptionally strong capacity for payment of financial commitments. This capacity is highly unlikely to be adversely affected by foreseeable events".

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "*Subscription and Sale and Transfer and Selling Restrictions*", so far as the Issuer and the LLP are aware, no person involved in the issue of the Covered Bonds has an interest material to the offer. The Joint Lead Managers and their affiliates have engaged in and may in the future engage in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and/or the LLP and/or its or their affiliates in the ordinary course of business.

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the offer: See "Use of Proceeds" in the Prospectus

(ii)	Estimated net proceeds:	€503,925,000
(iii)	Total expenses:	Approximately £4,790 in respect of the admission to trading

5. OPERATIONAL INFORMATION:

(i)	ISIN Code:	XS2243314528
(ii)	Common Code:	224331452
(iii)	(Any other relevant codes such as CUSIP AND CINS codes):	Not Applicable
(iv)	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
(v)	Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. Note that the designation "yes" simply means that the Covered Bonds are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Covered Bonds will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

6. DISTRIBUTION

(i)	Method of Distribution:	Syndicated
(ii)	If syndicated:	
(A)	Names of Dealers:	Danske Bank A/S, HSBC France, Natixis, UniCredit Bank AG
(B)	Stabilising Manager(s) (if any):	Not Applicable
(iii)	Date of Subscription Agreement:	12 October 2020
(iv)	If non-syndicated, name of Dealer:	Not Applicable
(v)	U.S. Selling Restrictions:	Reg. S Compliance Category 2; TEFRA D

7. **Prohibition of Sales to EEA and UK Applicable
Retail Investors**

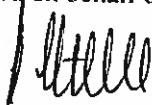
8. **YIELD (Fixed Rate Covered Bonds only)**

Indication of yield: -0.130 per cent.

The yield is calculated at the Issue Date on the basis
of the Issue Price. It is not an indication of future
yield.

Signed on behalf of the Issuer:

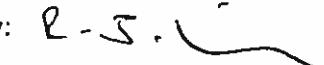
By:



Duly authorised

Signed on behalf of the LLP:

By:



Duly authorised