

**SUPPLEMENT DATED 22 NOVEMBER 2019
TO THE BASE PROSPECTUS REFERRED TO BELOW**



Nationwide Building Society

(Incorporated in England under the Building Societies Act 1986, as amended)

**U.S.\$25,000,000,000
European Note Programme
(the European Note Programme)**

This supplement (the **Supplement**) to the base prospectus dated 1 November 2019 for the European Note Programme (the **Base Prospectus**) for the purposes of the Prospectus Regulation constitutes a supplement to the prospectus for the purposes of Article 23 of the Prospectus Regulation and is prepared in connection with the European Note Programme established by Nationwide Building Society (the **Issuer**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement. When used in this Supplement, **Prospectus Regulation** means Regulation (EU) 2017/1129.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and any other supplements to the Base Prospectus issued by the Issuer.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Purpose of this Supplement

The purpose of this Supplement is to:

- (a) incorporate by reference the interim results of the Issuer for the six-month period ended 30 September 2019 (the **Interim Results**); and
- (b) include a new ‘*Significant Change*’ statement.

Interim Results

On 22 November 2019, the Issuer published the Interim Results. By virtue of this Supplement, the following sections of the Interim Results are incorporated in, and form part of, the Base Prospectus:

- (a) Consolidated interim financial statements (pages 66 to 71);
- (b) Notes to the consolidated interim financial statements (pages 72 to 97);
- (c) Responsibility statement (page 98); and
- (d) Independent review report (page 99).

Any other information incorporated by reference that is not included in the cross-reference list above is considered additional information to be disclosed to investors rather than information required by the relevant Annexes of the Commission Delegated Regulation (EU) No 2019/980.

General Information

There has been no significant change in the financial performance or financial position of the Issuer or the Group since 30 September 2019.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

The date of this Supplement is 22 November 2019.