

Please complete in typescript, or in bold black capitals.

, TSB SON

### 363a

### **Annual Return**

C	Н	F	Р	0	2	ç

**Company Number** 

**Company Name in full** 

LLOYDS BANK Pic		

Date of this return(See note 1) The information in this return is made up to

D	ay	Moi	nth	`	real	٢		
0	9	0	5	1	9	9	9	

Date of next return(See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Da	ay	ЮM	nth	Υ	'ear		
0	9	0	5	2	0	0	0

71 LOMBARD STREET

Registered Office(See note 3)
Show here the address at the date of this return.

Any change of registered office **must** be notified on form 287.

Post town

County / Region

Postcode

	*****	 	 
LONDON			

EC3P 3BS

### Principal business activities

(See note 4)

Show trade classification code number(s) for the principal activity or activities.

	_	 	
6512			
	•		
	- '	 	

If the code number cannot be determined, give a brief description of principal activity.



When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland

DX 235 Edinburgh

Register of men If the register of membe registered office, state h	rs is not kept at the 🍐 🔧				
	Post town				
	County / Region			Postcode	
Register of Deb	enture holders				
(See note 6) If there is a register of de and it is not kept at the restate here where it is ke	egistered office,	ο A			
	Deat town			·	
	Post town				
	County / Region			Postcode	
Company type	See note 7)				
Public limited company		X			
Private company limited by	shares				
Private company limited by share capital	guarantee without				
Private company limited by section 30	shares exempt under		Please mark the a	appropriate box	•
Private company limited by under section 30	guarantee exempt				
Private unlimited company	with share capital				
Private unlimited company	without share capital				
Company Secre	etary <sub>(see notes 1-5)</sub>	Details of a new co	mpany secretary	must be notifi	ed on form 288a.
(Please photocopy this area to provide Nan details of joint	ne * Style / Title	MR.		*Honours etc	
secretaries).	Forename(s)	MICHAEL ROGER			
* Voluntary details.	Surname	HATCHER			
•	Previous forename(s)				
;	Previous surname(s)				
Add	dress	HUNYANI			
Usual residential		ARDLEIGH ROAD, LIT	TLE BROMLEY		
address <sub>must be</sub> given. In the case of a	Post town	MANNINGTREE			
corporation, give the registered or principal office address.	County / Region	ESSEX		Postcode	CO11 2QA
	Country				

Please list direc	e notes 1 to <i>tors in alp</i>	<sup>(5)</sup> ohabetical order.	Details of new director	rs must be notified o	n form	288a
	Name	* Style / Title	MR.	] .	Day	Month Year
		* Honours etc		Date of birth	1 9	0 5 1 9 4 5
		Forename(s)	MICHAEL KENT			
		Surname	ATKINSON			
	Prev	vious forename(s)				
	Pre	vious surname(s)				
	Address	;	71 LOMBARD STREET			
Usual resider						
address must I	se of a	Post town	LONDON			
corporation, give registered or pri office address.	e tne ncipal	County / Region		Pos	stcode	EC3P 3BS
		Country	ENGLAND	Natio	nality	ANGLO/BRAZILIAN
	Busines	s occupation	BANK GROUP FINANCE	DIRECTOR		
	Other di	rectorships	See attached list			
* Voluntary details.						
	Name	* Style / Title	MR.		Day	Month Year
		* Honours etc		Date of birth	0 7	0 3 1 9 4 5
		Forename(s)	ROBERT CHARLES		1	
		Surname	CAREFULL			
	Prev	vious forename(s)				
	Pre	vious surname(s)				
	Address	<b>;</b>	13 ST. MATTHEWS AVEN	IUE		
Usual resider address must				11 10 10 10 10 10 10 10 10 10 10 10 10 1		
given. In the cas	se of a e the	Post town	SURBITON			
registered or pri office address.	ncipal	County / Region	SURREY	Pos	stcode	KT6 6JJ
		Country		Natio	onality	BRITISH
	Busines	s occupation	CHARTERED ACCOUNTA	NT		
	Other di	rectorships	See attached list			

Directors (see	e notes 1-5) tors in alr	) nhahetical order	Details of new director	s must be notified o	n form	288a.
	Name	* Style / Title*	MR.		Day	Month Year
		* Honours etc		Date of birth	1 , 5	0 5 1 9 4 3
		Foreneme(s)	PETER BRIAN			
		Surname	ELLWOOD			
	Prev	rious forename(s)				
	۲	Previous surname				
	Address	ì	CATESBY HOUSE, LOWER	R CATESBY		
Usual residen						
address must be given. In the case	se of a	Post town	NEAR DAVENTRY			
corporation, give registered or prin office address.	e tne ncipal	County / Region	NORTHANTS	Po	stcode	NN11 6LF
omee address.		Country				
	National	ity	BRITISH			
•	Busines	s occupation	BANK CHIEF EXECUTIVE			
	Other di	rectorships	See attached list			
	Name	* Style / Title	MR.		Davi	Manth Van
		* Honours etc		Date of birth	Day 1 7	Month Year 0 6 1 9 4 8
		Forename(s)	MICHAEL EDWARD			
		. ,				
	_	Surname	FAIREY			
•		rious forename(s)			- tr	
	F	Previous surname				
	Address		CHURCHFIELDS HOUSE			
Usual residen	ntial			•		
address must be given. In the case	oe .	Post town	CODICOTE			
corporation, give registered or prin	e the	County / Region	HERTFORDSHIRE	Pos	stcode	SG4 8TH
office address.		Country	ENGLAND			
	National	ity	BRITISH			
	Busines	s occupation	BANK DIRECTOR			
	Other di	rectorships	NONE			
				<del></del>		

Please list direct	e notes 1-5 tors in ali	) ohabetical order	Details of new director	's must be notified o	n torm	288a.			
	Name	* Style / Title	SIR		Day	Month	Yeaı	r 	
		* Honours etc		Date of birth	1 6	0 5	1 9	3	4
		Foreneme(s)	NICHOLAS PROCTOR						
		Surname	GOODISON		•				
	Prev	vious forename(s)						•	
	1	Previous surname							
	Address	5	71 LOMBARD STREET						
Usual residen	ntial					-			
address must be given. In the case	oe .	Post town	LONDON						
corporation, give registered or prin	e the	County / Region		Po	stcode	EC3P 3BS			
office address.		Country						<del></del>	
Nationality		BRITISH							
	Busines	ss occupation	BANK DEPUTY CHAIRMA	N					
	Other di	irectorships	See attached list						
	Name	* Style / Title	MR.		Day	Month	Yea	r	
		* Honours etc		Date of birth	1 6	0 5	1 9	4	0
		Forename(s)	STEPHEN ANDREW						
		Surname	MARAN						
	Pre	vious forename(s)							
	1	Previous surname							
	Address	5	17 LANCASTER PARK						
Usual residen	stial								
address must I given. In the cas	be	Post town	RICHMOND						
corporation, give registered or pri office address.	e the ncipal	County / Region	SURREY	Po	stcode	TW10	3AB		
office address.		Country							
	Nationa	lity	BRITISH						
	Busines	ss occupation	BANK DIRECTOR	_					
	Other d	irectorships	See attached list						
* Voluntary details.									
					rage	3, Con	unuatio	n sne	Je(

Please list dire	ctors in al	lphabetical order	Details of new directors	s must be notined of	n torm	200a.	•			•
	Name	* Style / Title •	MR.		Day	Month	Y	ear	•	
		* Honours etc	СВЕ	Date of birth	0 5	0 6	. 1	9	3	6
		Foreneme(s)	ALAN EDWARD							
		Surname	MOORE							
	Pre	vious forename(s)								
		Previous surname							-	
	Addres	s	FLAT 2, 20 WIGMORE STR	EET						
Usual reside	ntial						•			
address must	be	Post town	LONDON		,					
corporation, giver registered or pro-	ve the rincipal	County / Region		Pos	tcode	W1H 9	HD			
office address.		Country								
	Nationa	ality	BRITISH							
Business occupation			DEPUTY CHAIRMAN							
	Other d	irectorships	See attached list							
	Name	* Style / Title	MR.		Day	Month	Y	ear		
	Name	* Style / Title * Honours etc	MR.	Date of birth	Day	Month	Y 1	ear	5	0
	Name	-	MR.  GORDON FRANCIS	Date of birth			Т		5	0
	Name	* Honours etc		Date of birth			Т		5	0
•		* Honours etc Forename(s)	GORDON FRANCIS	Date of birth			Т		5	0
•	Pre	* Honours etc Forename(s) Surname	GORDON FRANCIS	Date of birth			Т		5	0
	Pre	* Honours etc Forename(s) Surname vious forename(s) Previous surname	GORDON FRANCIS				Т		5	0
	Pre Address	* Honours etc Forename(s) Surname vious forename(s) Previous surname	GORDON FRANCIS PELL				Т		5	0
Usual reside address must	Pre Address	* Honours etc Forename(s) Surname vious forename(s) Previous surname	GORDON FRANCIS PELL				Т		5	0
address must given. In the ca corporation, giv registered or pr	Address  Intial  Ibe Ibe Isse of a Ive the Incipal	* Honours etc Forename(s) Surname vious forename(s) Previous surname	GORDON FRANCIS PELL MULSANNE FARM, NIGHTI	NGALES LANE			1		5	0
address must	Address  Intial  Ibe Ibe Isse of a Ive the Incipal	* Honours etc Forename(s) Surname vious forename(s) Previous surname s	GORDON FRANCIS  PELL  MULSANNE FARM, NIGHTI  CHALFONT ST. GILES	NGALES LANE	2 3	0 2	1		5	0
address must given. In the ca corporation, giv registered or pr	Address  Intial  Ibe Ibe Isse of a Ive the Incipal	* Honours etc Forename(s) Surname vious forename(s) Previous surname s  Post town County / Region Country	GORDON FRANCIS  PELL  MULSANNE FARM, NIGHTI  CHALFONT ST. GILES  BUCKINGHAMSHIRE	NGALES LANE	2 3	0 2	1		5	0
address must given. In the ca corporation, giv registered or pr	Address  Intial  She hase of a live the rincipal  National	* Honours etc Forename(s) Surname vious forename(s) Previous surname s  Post town County / Region Country	GORDON FRANCIS  PELL  MULSANNE FARM, NIGHTI  CHALFONT ST. GILES  BUCKINGHAMSHIRE  ENGLAND	NGALES LANE	2 3	0 2	1		5	0
address must given. In the ca corporation, giv registered or pr	Address  Intial  See of a ave the rincipal  Nationa	* Honours etc Forename(s) Surname vious forename(s) Previous surname s Post town County / Region Country	GORDON FRANCIS  PELL  MULSANNE FARM, NIGHTI  CHALFONT ST. GILES  BUCKINGHAMSHIRE  ENGLAND  BRITISH	NGALES LANE	2 3	0 2	1		5	0
address must given. In the ca corporation, giv registered or pr	Address  Intial Ibe Ibe Ibe Ibe Ibe Incipal  Nationa  Busines  Other d	* Honours etc Forename(s) Surname vious forename(s) Previous surname s Post town County / Region Country	GORDON FRANCIS  PELL  MULSANNE FARM, NIGHTI  CHALFONT ST. GILES  BUCKINGHAMSHIRE  ENGLAND  BRITISH  BANK DIRECTOR	NGALES LANE	tcode	0 2	50	9		

Directors (see notes 1-5) Please list directors in alphabetical order		Details of new director	rs must be notified o	n form	288a.				
	Name	* Style / Title	SIR		Day	Month	Year		
		* Honours etc		Date of birth	1 3	1 2	1 9	3	1
		Foreneme(s)	BRIAN IVOR						
Surname		PITMAN							
	Pre	vious forename(s)							
	Previous surname								$\exists$
Address		HEATHERSET, CAVENDIS	SH ROAD					$\exists$	
Usual residen			ST. GEORGE'S HILL			· · · · · · · · · · · · · · · · · · ·			=
address must be given. In the cas	e	Post town	WEYBRIDGE						
corporation, give registered or prin	e the ncipal	County / Region	SURREY	Po	stcode	KT13 C	)JY		
office address.	•	Country					•		
	Nationa	lity	BRITISH						
	Busines	s occupation	BANK CHAIRMAN		•				
	Other d	irectorships	See attached list						
	Name	* Style / Title	MR.		Day	Month	Year	•	
		* Honours etc		Date of birth	2 0	0 7	1 ,9	4	4
		Forename(s)	DAVID PETER	J		<del></del>			
		Surname	PRITCHARD						
	Pre	vious forename(s)						<u>~</u>	
		Previous surname							
Address		17 THORNEY CRESCENT							
								=	
Usual resident address must be given. In the case corporation, give	t be Post town		LONDON						
registered or pril	ncipal	County / Region		Po	stcode	SW11	3TT 		
		Country	ENGLAND						
	Nationa	lity	BRITISH						<del></del> 1
		s occupation	BANK DIRECTOR						
	Other d	irectorships	See attached list						
* Voluntary details.					Page	3, Con	tinuation	ı ehe	
					ı ayı	, u, uun	.,, .uuliUl		

	Other relevant directorships
Company Number	2065
Company Name	LLOYDS BANK Pic
	ATKINOON MICHAEL KENT
Directors Name	ATKINSON MICHAEL KENT
† Directors only. † Other directorships	COCA-COLA BEVERAGES PLC
, , , ,	
	LLOYDS BANK FINANCIAL SERVICES (HOLDINGS) LIMITED
NOTES	LLOYDS BANK SUBSIDIARIES LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office	
on the usual residential line.	LLOYDS COMMERCIAL PROPERTIES LIMITED
for a married woman, the name by which she was known before marriage need not be given.	
for names not used since the age of 18 or for at least 20 years	
A peer or individual known by a title may state the title nstead of or in addition to the forenames and sumame and need not give the name by which that person was	
nown before he or she adopted the title or preceded o it.	
Other directorships.	
Sive the name of every company incorporated in Great stritain of which the person concerned is a director or has been a director at any time in the past five years.	
fou may exclude a company which either is, or at all imes during the past five years when the person concerned was a director, was	
dormant	
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
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	Other relevant directorships
Company Number	2065
Company Name	LLOYDS BANK Pic
•	
Directors Name	CAREFULL ROBERT CHARLES
† Directors only. † Other directorships	DUMPTON GAP COMPANY
	LOMOND ASSET MANAGEMENT LIMITED
NOTES	ROKEBY EDUCATIONAL TRUST LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	TOREST EDUCATIONAL TROST EIMITED
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	TRACE COMPUTERS PLC
for names not used since the age of 18 or for at least 20 years	
A peer or individual known by a title may state the title instead of or in addition to the forenames and sumame and need not give the name by which that person was known before he or she adopted the title or preceded to it.	
Other directorships.	
Give the name of every company incorporated in Great	
Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all imes during the past five years when the person concerned was a director, was	
dormant	_
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
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	Other relevant directorships
Company Number	2065
Company Name	LLOYDS BANK Pic
Directors Name	ELLWOOD PETER BRIAN
	BUSINESS IN THE COMMUNITY
† Directors only. † Other directorships	BUSINESS IN THE CONMONTH
	GIFTS IN KIND UK LIMITED
NOTES	
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	
Give previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	SEARS PLC
for names not used since the age of 18 or for at least 20 years	THE ROYAL PHILHARMONIC ORCHESTRA LIMITED
A peer or individual known by a title may state the title nstead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded o it.	
Other directorships.	·
Give the name of every company incorporated in Great Britain of which the person concerned is a director or las been a director at any time in the past five years.	
ou may exclude a company which either is, or at all imes during the past five years when the person concerned was a director, was	
dormant	
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
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<b>:</b>	

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	Other relevant directorships
Company Number	2065
Company Name	LLOYDS BANK Pic
Directors Name	GOODISON NICHOLAS PROCTOR
† Directors only. † Other directorships	BRITISH STEEL PLC
	BURLINGTON MAGAZINE PUBLICATIONS LIMITED
NOTES  Show the full forenames, NOT INITIALS. If the director or secretary is a colporation or Scottish firm, show the	ENGLISH NATIONAL OPERA
on secretary is a Corporative of Control of	GENERAL ACCIDENT PLC
- for names not used since the age of 18 or for at least 20 years	HAREWOOD HOUSE TRUST LIMITED
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	
Other directorships.	SAMUEL COURTAULD TRUST
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	THE EQUALE TRUST LIMITED - STRUCK OFF 09/05/1995
dormant	THE INDUSTRIAL SOCIETY
a parent company which wholly owned the company making the return, or     another wholly owned subsidiary of the same parent	
company.	
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	Other relevant directorships
Company Number	2065
Company Name	LLOYDS BANK Pic
Directors Name	MARAN STEPHEN ANDREW
† Directors only. † Other directorships	ABBEY LIFE ASSURANCE COMPANY LIMITED
	ABBEY LIFE OVERSEAS HOLDINGS LIMITED
NOTES	ABBEY UNIT TRUST MANAGERS LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	ABBET GIVE TROOT WATER ENVIRED
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	AIC SERVICES LIMITED
- for names not used since the age of 18 or for at least 20 years	AMBASSADOR INSURANCE COMPANY LIMITED
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	AMBASSADOR LIFE ASSURANCE COMPANY LIMITED
Other directorships.	BLACK HORSE AGENCIES LIMITED
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	BLACK HORSE FINANCIAL SERVICES LIMITED
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	BLACK HORSE PHYANGIAL SERVICES LIMITED
- dormant - a parent company which wholly owned the company	LLOYDS BANK (CHANNEL ISLANDS) UNIT TRUST MANAGERS LIMITED
making the return, or  - another wholly owned subsidiary of the same parent company.	LLOYDS BANK INSURANCE SERVICES (DIRECT) LIMITED
	LLOYDS BANK UNIT TRUST MANAGERS LIMITED
	LLOYDS BOWMAKER LIMITED
	LLOYDS TSB FINANCIAL SERVICES HOLDINGS PLC
	LLOYDS TSB FINANCIAL SERVICES LIMITED
	LLOYDS TSB INDEPENDENT FINANCIAL ADVISERS LIMITED
	LLOYDS TSB INSURANCE SERVICES LIMITED
	LLOYDS TSB LIFE ASSURANCE COMPANY LIMITED

	Other relevant directorships
Company Number	2065
Company Name	LLOYDS BANK Pic
Directors Name	MARAN STEPHEN ANDREW
	LLOYDS UDT LIMITED
† Directors only. † Other directorships	
NOTES	
NOTES Show the full forenames, NOT INITIALS. If the director	
or secretary is a corporation or Scottish firm, show the name on sumame line and registered or principal office on the usual residential line.	
Sive previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	·
for names not used since the age of 18 or for at least 20 years	
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded o it.	
Other directorships.	
Give the name of every company incorporated in Great Britain of which the person concerned is a director or las been a director at any time in the past five years.	
ou may exclude a company which either is, or at all imes during the past five years when the person concerned was a director, was	
dormant	
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
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	Other relevant directorships
Company Number	2065
Company Name	LLOYDS BANK Pic
Directors Name	MOORE ALAN EDWARD
	BODMIN AND WENFORD RAILWAY TRUST (COMPANY LIMITED BY GUARANTEE)
† Directors only. † Other directorships	BOBINITY IN CITE TO LETTER THE COMMON THE CO
	CONFIDENTIAL INVOICE DISCOUNTING LIMITED (SOLD 5.1.98)
NOTES	HILL SAMUEL BANK LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	FILL SAIVUEL BANK LIVITED
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	INDEPENDENT FACTORS LIMITED
- for names not used since the age of 18 or for at least 20 years	INTERNATIONAL FACTORS LIMITED
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	LBI LEASING LIMITED
Other directorships.	LLOYDS ASSET LEASING LIMITED
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	LLOYDS ASSOCIATED AIR LEASING LIMITED
- dormant	LLOYDS BANK CHARITABLE TRUST LIMITED
<ul> <li>a parent company which wholly owned the company making the return, or</li> </ul>	
<ul> <li>another wholly owned subsidiary of the same parent company.</li> </ul>	LLOYDS BANK EXPORT FINANCE LIMITED
	LLOYDS BANK FINANCIAL SERVICES (HOLDINGS) LIMITED
	LLOYDS BANK PENSION TRUST CORPORATION LIMITED
	LLOYDS BANK PROFIT SHARING TRUSTEES LIMITED
	LLOYDS BANK PROPERTY COMPANY LIMITED
	LLOYDS BUSINESS LEASING LIMITED
	LLOYDS CAPITAL LEASING LIMITED
	LLOYDS COMMERCIAL LEASING LIMITED

	Other relevant directorships
Company Number	2065
Company Name	LLOYDS BANK Pic
Directors Name	MOORE ALAN EDWARD
† Directors only. † Other directorships	LLOYDS COMMERCIAL PROPERTIES LIMITED
	LLOYDS CORPORATE LEASING LIMITED
NOTES Show the full forenames, NOT INITIALS. If the director	LLOYDS EQUIPMENT LEASING LIMITED
or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	LLOYDS FINANCIAL LEASING LIMITED
Give previous forenames or surname(s) except:  - for a married woman, the name by which she was known before marriage need not be given.  - for names not used since the age of 18 or for at	LLOYDS GENERAL LEASING LIMITED
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname	LLOTDS GENERAL LEASING LIWITED
and need not give the name by which that person was known before he or she adopted the title or preceded to it.	LLOYDS GOVERNMENT SECURITIES CORPORATION
Other directorships.  Give the name of every company incorporated in Great	LLOYDS INDUSTRIAL LEASING LIMITED
Britain of which the person concerned is a director or has been a director at any time in the past five years.  You may exclude a company which either is, or at all times during the past five years when the person	LLOYDS INTERNATIONAL LEASING LIMITED
concerned was a director, was - dormant	LLOYDS INVESTMENT BONDS LIMITED
- a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent	LLOYDS INVESTMENT BONDS NO. 2 LIMITED
company.	LLOVIDO INVESTMENT OF OUR ITES LIMITED
	LLOYDS INVESTMENT SECURITIES LIMITED
	LLOYDS INVESTMENT SECURITIES NO.5 LIMITED
	LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED
	LLOYDS LEASING DEVELOPMENTS LIMITED
	LLOYDS LEASING LIMITED
	LLOYDS LEASING MEADOWHALL DEVELOPMENT LIMITED
	LLOYDS MACHINERY LEASING LIMITED

		Other relevant directorships
	Company Number	2065
	Company Name	LLOYDS BANK Pic .
	Directors Name	MOORE ALAN EDWARD
† Directors only.	† Other directorships	LLOYDS PLANT LEASING LIMITED
	•	LLOYDS PORTFOLIO LEASING LIMITED
NOTES	OT INITIALS. If the director	LLOYDS PROJECT LEASING LIMITED
or secretary is a comoration	n or Scottish firm, show the registered or principal office	LLOYDS PROPERTY INVESTMENT COMPANY LIMITED
Give previous forenames or for a married woman, the re known before marriage ne	name by which she was	ELOCADOTA OL EXCENTION DOMENTO COMPANY EMPLOY
for names not used since t least 20 years	the age of 18 or for at	LLOYDS PROPERTY INVESTMENT COMPANY NO.2 LIMITED
netead of or in addition to th	by a title may state the title he forenames and surname a by which that person was opted the title or preceded	LLOYDS PROPERTY INVESTMENT COMPANY NO.3 LIMITED
Other directors	ships.	LLOYDS PROPERTY INVESTMENT COMPANY NO.4 LIMITED
Give the name of every come Britain of which the person on the been a director at any ti	npany incorporated in Great concerned is a director or ime in the past five years.	
ou may exclude a companimes during the past five year, was a director, was a director and director a	ears when the person	
dormant		LLOYDS UDT LIMITED
a parent company which w making the return, or		
another wholly owned sub- company.	sidiary of the same parent	LMB SERVICES LIMITED (IN LIQUIDATION 11.12.97)
ì		OVERSEAS BANKERS CLUB (PREMISES) LIMITED
		THE MOTABILITY TENTH ANNIVERSARY TRUST (COMPANY LIMITED BY GUARANTEE)
		·

	Other relevant directorships
Company Number	2065
Company Name	LLOYDS BANK Pic
Directors Name	PITMAN BRIAN IVOR
Directors Hame	
† Directors only. † Other directorships	CARLTON COMMUNICATIONS PLC
	LLOYDS BANK PROFIT SHARING TRUSTEES LIMITED
NOTES	
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	
Give previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	NEXT PLC (CHAIRMAN FROM 19/5/98)
for names not used since the age of 18 or for at least 20 years	
A peer or individual known by a title may state the title nstead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded o it.	
Other directorships.	
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
fou may exclude a company which either is, or at all imes during the past five years when the person concerned was a director, was	
dormant	
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
į	
	į.

	Other relevant directorships
Company Number	2065
Compan <u>y</u> Name	LLOYDS BANK Pic
Directors Name	PRITCHARD DAVID PETER
† Directors only. † Other directorships	
	RBC PENSION TRUSTEES LIMITED
NOTES	ROYAL BANK OF CANADA EUROPE LIMITED
show the full forenames, NOT INITIALS. If the director ir secretary is a corporation or Scottish firm, show the lame on surname line and registered or principal office in the usual residential line.	
five previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	ROYAL BANK OF CANADA HOLDINGS (UK) LIMITED
for names not used since the age of 18 or for at least 20 years	
A peer or individual known by a title may state the title nstead of or in addition to the forenames and surname and need not give the name by which that person was nown before he or she adopted the title or preceded o it.	
Other directorships.	
Give the name of every company incorporated in Great sritain of which the person concerned is a director or as been a director at any time in the past five years.	
ou may exclude a company which either is, or at all mes during the past five years when the person oncerned was a director, was	
dormant	
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
!	
-	
1	
	,

Issued share capital (see note 9) (e.g. Ordinary/Preference) shares issued Nominal Value Enter details of all the shares in issue (i.e. Number of shares issued multiplied by nominal value per share) at the date of this return. £ 1,471,680,932.00 ORD SHARES OF £1 1,471,680,932 1,471,680,932 £ 1,471,680,932.00 **Totals** List of past and present members There were no changes in the period (Use attached schedule where appropriate) A full list is required if one was not included with either of the last two in another format on paper returns. (see note 10) A list of changes is enclosed Х A full list of members is enclosed If at the date of this return an election is in force to dispense with Elective resolutions annual general meetings, mark this box (Private companies only) (See note 11) If at the date of this return an election is in force to dispense with laying accounts in general meetings, mark this box I certify that the information given in this return is true to the best of my Certificate knowledge and belief. Date Signed † a dire † Please delete as appropriate. 4 When you have signed the return send it continuation sheets. This return includes with the fee to the Registrar of Companies. Cheques should be made payable to (enter number) Companies House. Please give the name, address, MR. M.R. HATCHER, 71 LOMBARD STREET, LONDON, EC3P 3BS telephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query. Tel 0171 356 2108 DX number DX exchange

Class

Number of

Aggregate



Please complete in typescript, or in bold black capitals.

### List of past and present members Schedule to form 363a, 363b

CHFP029	2005			
Company Number	2065	•		
Company Name in full	LLOYDS BANK Pic			
	Number of share or amount of stock held by existing member at date of this return.	the date first returns company	of the last r rn, since the v) by	s or stock transferred since return (or in the case of the e incorporation of the e still members, and we ceased to be members.
Name and address	amount	Number or amount Transferred	Date of registration of transfer	n Remarks
LLOYDS BANK (BLSA) LIMITED 71 LOMBARD STREET, LONDON, EC3P 3BS	ord shares of £1	1,500,000	04/12/1998	LLOYDS TSB GROUP PLC
LLOYDS TSB GROUP PLC HENRY DUNCAN HOUSE, 120 GEORGE STREET, EDINBURGH, LOTHIAN, EH2 4LH	ord shares of £1 1,471,680,930			
TSB GROUP NOMINEES LIMITED 71 LOMBARD STREET, LONDON, EC3P 3BS	ord shares of £1			
BARROW, PLATT & COMPANY LIMITED 71 LOMBARD STREET, LONDON, EC3P 3BS	ord shares of £1			

Country of incorporation

Status

Class of share:

% of class of shares held by the group (if different from the parent company): parent company:

% of class of shares held by the

LLOYDS BANK Pic

ord shares of £1 / 100.00	Dormant ord s	England Do	CONSTABLE NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	CONSOLIDATED NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	COMMERCIAL NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	CASHPOINT LIMITED
See Appendix A	Operating See	England Op	CARDNET MERCHANT SERVICES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	CANONS NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	CAMOMILE NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	C.O. NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	C. WINTHER & CO., LIMITED
ord shares of £1 / 100.00	Dormant ord s	England	BRITISH COAL STAFF SUPERANNUATION SCHEME (CLIENT) NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	BRANCH NOMINEES LIMITED
ord shares of 25p / def shares of 25p /	In Liquidation ord s	England In	BOWMAKER LIMITED (IN LIQUIDATION)
ord shares of £1 / 100.00	Operating ord s	England Op	BOLTRO NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	BOLSA NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	BLACK HORSE PROPERTY SERVICES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	BISKEEP NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	BISGENUS NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	BISCARIS NOMINEES LIMITED
£1 cum red pref / 100.00	Operating £1 ct	England Op	BIRMINGHAM TECHNOLOGY LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	BIRKBECK NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	BECKETTS NOMINEES LIMITED
shs of NLG 1000 / 100.00	Operating shs o	Netherlands Op-	BAX' BANK N.V.
ord shares of £1 / 100.00	Dormant ord s	England Do	BARROW, PLATT & COMPANY LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	ANGEL NOMINEES LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do	ALLIANCE NOMINEES LIMITED
ord shares of £1 / 20.00	Dormant ord s	England Do:	AIRLEASE INTERNATIONAL NOMINEES (LOMBARD) LIMITED
ord shares of £1 / 100.00	Dormant ord s	England Do:	ACONS NOMINEES LIMITED
ord shares of £1 / 30.00	Operating ord s	England Ope	ACCESS BRAND LIMITED

Status

Class of share:

% of class of shares held by the group (if different from the parent company): % of class of shares held by the parent company:

% of class of shares held by the

100.00		Operating	Argentina	HIGH STREET MARKETING SERVICES S.A.
100.00	ord shares of £1 /	Dormant	England	HEAD NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	HAYS LANE NOMINEES LIMITED
100.00	See Appendix A	Dormant	England	HAWK TWO "93" LIMITED (IN LIQUIDATION)
100.00	ord shares of £1 /	Dormant	England	HAWK ONE "93" PLC (IN LIQUIDATION)
100.00	ord shares of £1 /	Dormant	England	HATTON COURT NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	HANKEYS NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	GUILDHALL NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	GUARD NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	GREAT PAUL NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	GORING NOMINEES LIMITED
22.50	ord shares of 50p /	Dormant	England	GARALA LIMITED
100.00	ord shares of £1 /	Dormant	England	FARYNERS NOMINEES LIMITED
100.00	ord A shares £1 / ord shares of £1 /	Operating	England	EXCLUSIVE FINANCE NO. 1 PLC
100.00	SF/	Operating	Liechtenstein	ETABLISSEMENT PRO FIDE
100.00	ord shares of £1 /	Dormant	England	ENTRUST NOMINEES LIMITED
100.00	shares of CYP 1 /	Operating	Cyprus	EAST ISLAND SHIPPING COMPANY LIMITED
100.00	'A' preference / 'B' preference /	In Liquidation	England	EAGLE TRUST PLC
100.00	ord shares of £1 /	Dormant	England	DREW NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	DISTHAM NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	DIMSDALES NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	CTSB NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	CROMPTONS NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	CRICKET NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	COX'S & KING'S FINANCIAL SERVICES LIMITED
100.00	ord shares of £1 /	Dormant	England	COX & CO.
100.00	ord shares of £1 /	Dormant	England	CORPITRUS NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	CONTROL NOMINEES LIMITED
				LLOYDS BANK Pic

### Group structure chart (printed on 25/05/1999) Lloyds TSB Group plc Tier levels 1 2 3 4 5 6 7 8 9 10

Country of incorporation

Status

share: Class of

% of class of shares held by the group (if different from the parent company): % of class of shares held by the parent company:

% of class of shares held by the

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LLOYDS AMERICA SECURITIES CORPORATION	LIMBSI	LLOYDS (SEA) LIMITED	LOYDES!	LIT HOLDINGS PLC (IN LIQUIDATION)	LINK NOMINEES LIMITED	LINEONE NOMINEES LIMITED	LEGG NOMINEES LIMITED	LBI INSURANCE LIMITED	LBI HOLDINGS LIMITED	LBI HOLDINGS GmbH	LBI FINANZ ANSTALT	LB PROPERTY INVESTMENTS LIMITED	LARMORAN PARTICIPATIONS INC	JOHNSON FRY HOLDINGS LIMITED	IDUSTRY	NDUSTRY	INDEPENDENT FACTORS LIMITED	ICCH LIMITED	HOPCON NOMINEES LIMITED	HILL SAMUEL LEASING CO. LIMITED	HILL SAMUEL INVESTMENTS LIMITED	HILL S.	HILL SAMUEL INTERNATIONAL LIMITED	HILL SAMUEL FINANCE (No 3) LIMITED	HILL SAMUEL FINANCE (No 21) LIMITED	HILL SAMUEL FINANCE (No 12) LIMITED	HILL SAMUEL FINANCE (No 10) LIMITED	LLOYDS BANK Pic
MERICA :	ea nomii	EA) LIMI	CORREI	NGS PLC	INEES LI	NOMINEE	(INEES LI	ANCE LIV	NGS LIMI	NGS Gmbi	Z ANSTA	RTY INVE	N PARTIC	FRY HOLI	WIDE MI	WIDE CO	ENT FAC	CED	OMINEES	JEL LEAS	JEL INVE	AMUEL O	JEL INTE	JEL FINA	JEL FINA	JEL FINA	JEL FINA	Plc
SECURITI	NEES PTE	TED	)URIA DE	(IN LIQUI	MITED	S LIMITE	MITED	<b>IITED</b>	TED	Ħ	TT TT	STMENTS	'IPATION'	DINGS LI	NEWORK	AL STAF	TORS LIM		LIMITEL	ING CO. 1	STMENTS	VERSEAS	RNATION	NCE (No 3	NCE (No 2	NCE (No 1	NCE (No 1	
ES CORPO	LIMBSEA NOMINEES PTE LIMITED		SEGURO	DATION)		0						LIMITED	INC.	AITED	ERS' PEN	F SUPERA	TED		Ĭ	IMITED	LIMITED	HILL SAMUEL OVERSEAS HOLDINGS LIMITED	AL LIMIT	) LIMITE	1) LIMITI	2) LIMITI	0) LIMITE	
RATION			S (GRUPO									Ī			SION SCH	NNUATIO					Ī	3S LIMITI	ED	O	Ö	Ü	Ü	
			LLOYDESA CORREDURIA DE SEGUROS (GRUPO LLOYDS BANK)												EME (CLI	ON SCHEN						Ħ						
			BANK)												ENT) NO	Æ (CLIEN												
															INDUSTRY WIDE MINEWORKERS' PENSION SCHEME (CLIENT) NOMINEES LIMITE	INDUSTRY WIDE COAL STAFF SUPERANNUATION SCHEME (CLIENT) NOMINEES												
USA	Si	Si	Sp	멾	Er	Ē	폆	Ва	En	G G	Ŀ	En	Pa	뗦			En	딾	땹	땶	莊	딾	Ε'n	Ę	En	En	En	
Ä	Singapore	Singapore	Spain	England	England	England	England	Bahamas	England	Germany	Liechtenstein	England	Panama	England	England	England	England	England	England	England	England	England	England	England	England	England	England	
Operating	Dormant	Operating	Operating	In Liquidation	Dormant	Dormant	Dormant	Operating	Dormant	Dormant	Operating	Operating	Operating	Operating	Dormant	Dormant	Operating	Operating	Dormant	Operating	Operating	Operating	Operating	Dormant	Dormant	Dormant	Dormant	
ing	nt	ing	ing	idation	D.	Ħ	nt	ing	nt	nt	gri	ing	ng	ng	25		ing	ng	æ									
no par value shs /	S\$1 each /	S\$1 each /	Pes 10,000 /	See Appendix A	ord shares of £1	ord shares of £1	ord shares of £1	US\$1 shares /	ord shares of £1 /	DM /	SF paid up /	ord shares of £1 /	BS of US\$100 /	US \$0.01 pref shs /	ord shares of £1 /	ord shares of £1 /	deffered shs £1 / ord shares of £1 /	ord shares of 45p /	ord shares of £1 /	ord shares of £1 /	ord shares of £1	ord shares of £1	ord shares of £1	ord shares of £1	ord shares of £1	ord shares of £1	ord shares of £1	
ue shs /	•	,	0 /	ndix A	of £1 /	of £1 /	of £1 /	res /	of £1 /		) /	of £1 /	100/	pref shs /	of £1 /	of £1 /	hs £1 / ord	of 45p /	of £1 /	of £1 /	of £1 /	of £1 /	of £1 /	of £1 /	of £1 /	of £1 /	of £1 /	
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	100.00																					100.00						
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100.00		100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	50.46	100.00	100.00	100.00	20.00	100.00	100.00	100.00		100.00	100.00	100.00	100.00	100.00	

# Lloyds TSB Group plc Group structure chart (printed on 25/05/1999)

Tier levels

Country of

Status

Class of

held by the group

% of class of shares

(if different from

% of class of shares held by the

LLOYDS BANK PIC LLOYDS BANK (NEW ISSUES) NOMINEES LIMITED LLOYDS BANK (LIME STREET) NOMINEES LIMITED LLOYDS BANK (JERSEY) NOMINEES LIMITED LLOYDS BANK (ISLE OF MAN) NOMINEES LIMITED LLOYDS BANK (I.D.) NOMINEES LIMITED LLOYDS BANK (GIBRALTAR MANAGEMENT) LIMITED LLOYDS BANK (FOREIGN) NOMINEES LIMITED LLOYDS BANK (FINSBURY CIRCUS BRANCH) NOMINEES LIMITED LLOYDS BANK (CHEAPSIDE BRANCH) NOMINEES LIMITED LLOYDS BANK (BRANCHES) NOMINEES LIMITED LLOYDS BANK (BLSA) LIMITED LLOYDS BANK (BELGIUM) S.A. (IN LIQUIDATION) LLOYDS BANK (BAHAMAS) FINANCE COMPANY LIMITED LLOYDS BANK (AGENCY) NOMINEES LIMITED LLOYDS BANK (39 THREADNEEDLE STREET) NOMINEES LIMITED LLOYDS ASIA LIMITED (IN LIQUIDATION) LLOYDS BANK (GUERNSEY) NOMINEES LIMITED LLOYDS BANK (GIBRALTAR NOMINEES) LIMITED LLOYDS BANK (COLONIAL & FOREIGN) NOMINEES LIMITED LLOYDS ADMINISTRADORA DE FONDOS DE INVERSION S.A LLOYDS SECURITIES SOCIEDAD DE BOLSA SA LLOYDS INVESTMENT MANAGERS SOCIEDAD GERENTE DE FONDOS COMUN Argentina LLOYDS BANK INTERNATIONAL (BAHAMAS) LIMITED LLOYDS IPB (B.V.I.) LIMITED **EQUUS LIMITED** LLOYDTRU LIMITED LLOYDS IPB (AMERICAS) SA (IN LIQUIDATION) LBIB NOMINEES LIMITED 0 ∞ 9 10 incorporation England England England Jersey Isle Of Mar England Gibralta Gibralta England England England England Belgium British Virgin Isl Operating Bahamas Bahamas Bahamas England England England Uruguay ∪ruguay Bahamas Hong Kong Guernsey Argentina 3ahamas Operating Operating Operating In Liquidation Operating Dormant Operating Operating Operating Operating In Liquidation Dormant Dormant Operating Dormant share: shares of US\$ 5 / shares of US\$ / HK\$ 1,000 / ord shares of £1 / ord shares of £1 / ord shares of £1 ord shares of £1 / ord shares of £1. ord shares of £1 / ord shares of £1 / ARS \$1 / Pes 150,000 / US\$ shares / ord shares of £1 / US\$ shares / shares of US\$ 5 / US\$ 1000 shares / ord shares of £1 / ord shares of £1 / ord shares of £1 ord shares of £1 US\$1 shs / the parent company): 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 parent company: 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00

Country of incorporation

Status

share: Class of

% of class of shares held by the group (if different from the parent company): % of class of shares held by the parent company:

% of class of shares held by the

LLOYDS BANK Pic

	100.00	ord shares of £1 /	Dormant	England	LLOYDS BANK S.F. NOMINEES LIMITED
100.00		ord shares of £1 /	Operating	England	LLOYDS BANK PENSION TRUST CORPORATION LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS BANK INTERNATIONAL LIMITED
	100.00	shares of CI\$1 /	Dormant	Cayman Islands	LBI NOMINEES (CAYMAN) LIMITED
	100.00	shares of CI\$1 /	Operating	Cayman Islands	LBI MANAGEMENT (CAYMAN) LIMITED
100.00		shares of CI\$ /	Dormant	Cayman Islands	LLOYDS BANK INTERNATIONAL (CAYMAN) LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS BANK FUTURES LIMITED
,	100.00	ord shares of £1 /	Dormant	England	SOUTH LONDON INVESTMENT AND MORTGAGE CORPORATION LIMITED
	100.00	ord shares of £1 /	Operating	England	LLOYDS TSB MORTGAGES LIMITED
	100.00	ord shares of £1 /	Operating	England	CENTRAL MORTGAGE FINANCE LIMITED
	100.00	ord shares of £1 /	Operating	England	C&G PROPERTY HOLDINGS LIMITED
	100.00	ord shares of £1 /	Dormant	England	C&G ESTATE AGENTS LIMITED
	100.00	ord shares of £1 /	Operating	Guernsey	C&G CHANNEL ISLANDS LIMITED
	100.00	ord shares of £1 /	Dormant	England	C & G HOMES LIMITED
	100.00	ord shares of £1 /	Dormant	England	C & G FINANCIAL SERVICES LIMITED
	100.00	ord shares of £1 /	Operating	England	CHELTENHAM & GLOUCESTER plc
100.00		ord shares of £1 /	Operating	England	LLOYDS BANK FINANCIAL SERVICES (HOLDINGS) LIMITED
	100.00	ord shares of £1 /	Operating	England	ALEX LAWRIE RECEIVABLES FINANCING LIMITED
	100.00	ord shares of £1 /	Dormant	England	ALEX LAWRIE COMPUTER SERVICES LIMITED
	100.00	ord shares of £1 /	Operating	England	ALEX LAWRIE FACTORS LIMITED
100.00		ord shares of £1 /	Operating	England	LLOYDS BANK FACTORS LIMITED
100.00		ord shares of £1 /	Operating	England	LLOYDS BANK EXPORT FINANCE LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS BANK CITY OFFICE NOMINEES LIMITED
100.00		ord shares of £1 /	Operating	England	LLOYDS BANK CHARITABLE TRUST LIMITED
100.00		ord shares of £1 /	Dormant	England .	LLOYDS BANK (STOCK EXCHANGE BRANCH) NOMINEES LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS BANK (REGISTRARS) NOMINEES LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS BANK (PICCADILLY) NOMINEES LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS BANK (PEP NOMINEES) LIMITED

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9 10

Country of

Status

Class of

held by the group % of class of shares

(if different from

parent company: shares held by the % of class of

share:

Tier levels

LLOYDS BANK SUBSIDIARIES LIMITED LLOYDS BANK PROFIT SHARING TRUSTEES LIMITED LLOYDS BANK PRINT MANAGEMENT SERVICES LIMITED LBI HOLDINGS (NETHERLANDS) B.V. LLOYDS BANK S.F. NOMINEES LIMITED LLOYDS BANK (CHANNEL ISLANDS) UNIT TRUST MANAGERS LIMITED HILL SAMUEL INTERNATIONAL HOLDINGS LIMITED CAPRICORN GROUP PLC (IN RECEIVERSHIP) BANCO ANGLO COLOMBIANO S.A. ARBELAND TRADE S.A. LLOYDS BANK GROUP INSURANCE COMPANY LIMITED S.F. FARMS LIMITED HILL SAMUEL & CO. BV SOCIEDAD FIDUCIARIA ANGLO S.A. HILL SAMUEL JERSEY LIMITED HILL SAMUEL FAGAN INVESTMENT MANAGEMENT LIMITED HILL SAMUEL (USA), INC HILL SAMUEL (CHANNEL ISLANDS) MANAGEMENT LIMITED HILL SAMUEL, INC. HILL SAMUEL BANK (JERSEY) LIMITED HILL SAMUEL (CHANNEL ISLANDS) TRUST COMPANY LIMITED HILL SAMUEL (CHANNEL ISLANDS) SECURITIES LIMITED HILL SAMUEL TRUSTEES (JERSEY) LIMITED HILL SAMUEL PRIVATE CLIENT MANAGEMENT (JERSEY) LIMITED Jersey HILL SAMUEL NOMINEES (JERSEY) LIMITED HILL SAMUEL JERSEY PROPERTIES LIMITED HILL SAMUEL (OVERSEAS MANAGEMENT) JERSEY LIMITED HILL SAMUEL PACIFIC TRUST (BVI) LIMITED NOMINEES (JERSEY) LIMITED incorporation Jersey Jersey Jersey Jersey England Brazil England England England Jersey Jersey Jersey Jersey British Virgin Isl Operating Jersey Jersey USA England Colombia England Netherlands Jersey Ireland USA Netherlands Overseas Guernsey Operating Dormant Operating Operating Operating Operating Dormant Operating Dormant ord shares of £1 ord shares of £1 / NLG 1,000 ord A / NLG 1,000 pref C / B ord shs of £1 / ord A shares £1 / See Appendix A US\$1 shs / ord shares of £1 ord shares of £1 ord shares of £1. ord shares of £1 / NLG 50 / ord shares of £1 / IR £1 shares / US\$ 100 shares / US\$ 10 shares / US\$ 10 shares / US\$ 10 shares / ord shares of £1 / the parent company): 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 61.50 100.00 100.00 100.00 100.00

### Group structure chart (printed on 25/05/1999) Lloyds TSB Group plc Tier levels 1 2 3 4 5 6 7 8 9 10

	100.00	Sris of Cruzello 17	Operating	England	LOSANGO CORRETORA DE SEGUROS LIDA
	100,00	sns or Cruzeiro 1 /	Operating	Brazil	LOSANGO ADMINITRADORA DE CARTOES DE CREDITO LIDA
	100.00	shs of Cruzeiro 1 /	Operating	Brazil	LOSANGO PROMOTORA DE VENDAS LTDA
	100.00		Operating	Brazil	LLOYDS LEASING S.A ARRENDAMENTO MERCANTIL
	100.00		Operating	Brazil	LLOYDS FOMENTO COMERCIAL LTDA
	100.00	US\$ shares /	Operating	Brazil	LLOYDS ASSET MANAGEMENT S/A
	100.00	shs of Cruzeiro 1 /	Operating	Brazil	UAP SEGUROS BRAZIL S/A
	100.00	shs of Cruzeiro 1 /	Operating	Brazil	MULTIPLIC SEGURADORA S/A
	100.00	shs of Cruzeiro 1 /	Operating	Brazil	UAP MULTIPLIC S/A
	100.00	shs of Cruzeiro 1 /	Operating	Brazil	SUPREMA PARTICIPACOES LTDA
	100.00		Operating	Brazil	LOSANGO NEGOCIOS CORPERATIVOS LTDA
	100.00	shs of Cruzeiro 1 /	Operating	Brazil	LOGUS PARTICIPACOES LTDA
	100.00	shs of Cruzeiro 1 /	Operating	Brazil	LLOYDS NEGOCIOS CORPORATIVOS LTDA
	100.00	shs of Cruzeiro 1 /	Operating	Brazil	CANTAREIRA PARTICIPACOES LTDA
	100.00	shs of Cruzeiro 1 /	Operating	Brazil	CAMPO GRANDE EMPREENDIMENTOS LTDA
	100.00		Operating	Brazil	BANCO LLOYDS S.A.
	100.00	Cr. \$1 each /	Operating	Brazil	LLOYDS BANK SERVICOS E PARTICIPACOES S/C LIMITADA
	100.00	F.Fr.10 each /	Operating	Monaco	SOCIETE IMMÓBILIERE DE LA MADONE S.A.M.
	100.00	F.Fr 2,500 /	Operating	France	CAPUCINES INVESTISSEMENTS S.A.
	99.90	shares of FF100 /	Operating	France	LLOYDS BANK S.A.
	100.00	ord shares of £1 /	Operating	Guernsey	LLOYDS TSB FUND MANAGERS (GUERNSEY) LIMITED
	100.00	ord shares of £1 /	Operating	Guernsey	LLOYDS BANK TREASURY (GUERNSEY) LIMITED
	100.00	ord shares of £1 /	Operating	Guernsey	LLOYDS PRIVATE BANKING (GUERNSEY) LIMITED
	100.00	ord shares of £1 /	Dormant	Guernsey	LLOYDS BANK SERVICES LIMITED
	100.00	ord shares of £1 /	Dormant	Guernsey	LLOYDS BANK MANAGEMENT LIMITED
	100.00	ord shares of £1 /	Operating	Guernsey	LBSS (GUERNSEY) LIMITED
	100.00	ord shares of £1 /	Dormant	Guernsey	LBI (GUERNSEY) NOMINEES LIMITED
	100.00	ord shares of £1 /	Operating	Guernsey	LLOYDS BANK OPB HOLDINGS LIMITED
					LLOYDS BANK SUBSIDIARIES LIMITED
parent company:	(if different from the parent company):	Class of share:	Status n	incorporation	I 2 3 4 5 6 7 8 9 10
% of class of	% of class of shares held by the group	}	1	1	Group structure chart (printed on 25/05/1999)
					I love IVE Croup ale

# Lloyds TSB Group plc Group structure chart (printed on 25/05/1999)

70

Country of

Status

incorporation

share:

Class of

held by the group

% of class of shares

(if different from the parent company):

% of class of shares held by the parent company:

LLOYDS MALAYSIA LIMITED LLOYDS FUND MANAGEMENT SERVICES S.A. LLOYDS PACIFIC LIMITED LLOYDS MERCHANT BANK ASIA LIMITED LLOYDS TSB BANK (JERSEY) LIMITED LLOYDS TSB BANK (ISLE OF MAN) LIMITED LLOYDS TSB BANK (GUERNSEY) LIMITED LLOYDS PRIVATE BANKING (ISLE OF MAN) LIMITED LLOYDS PRIVATE BANKING (CHANNEL ISLANDS) LIMITED NBNZ HOLDINGS LIMITED LLOYDS TSB TREASURY (JERSEY) LIMITED LLOYDS TSB TREASURY (ISLE OF MAN) LIMITED HILL SAMUEL NOMINEES ASIA PRIVATE LIMITED NEW ENGLAND COMERCIAL EXPORTADORA S.A LOSANGO PROMOTORA DE VENDAS LIDA TSB NOMINEES CHANNEL ISLANDS LIMITED LLOYDS TSB FUND MANAGERS (CHANNEL ISLANDS) LIMITED LLOYDS TSB CORPORATE SERVICES (JERSEY) LIMITED HILL SAMUEL FUND NOMINEES (JERSEY) LIMITED LLOYDS FAR EAST (BVI) LIMITED LLOYDS (BVI) NOMINEES LIMITED HSP NOMINEES LIMITED HILL SAMUEL INTERNATIONAL PROPERTY SERVICES LIMITED HILL SAMUEL ASIA (BVI) LIMITED HILL SAMUEL INTERNATIONAL PROPERTY SERVICES PTE LIMITED LOSANGO FOMENTO COMMERCIAL LTDA HILL SAMUEL FUND MANAGERS (JERSEY) LIMITED (IN LIQUIDATION) Jersey LLOYDS TSB PORTFOLIO MANAGERS (CHANNEL ISLANDS) LIMITED LLOYDS TSB NOMINEES (GUERNSEY) LIMITED Jersey Brazil Brazil England Switzerland Jersey British Virgin Isl Operating Singapore Singapore Isle Of Man Jersey Jersey Jersey Jersey Isle Of Mar Isle Of Man Jersey British Virgin Isl Operating Hong Kong England British Virgin Isl Dormant Hong Kong Malaysia New Zealand Guernsey Guernsey Operating In Liquidation Operating Operating Operating Operating Dormant Operating Operating shs of Cruzeiro 1 / ord shares of £1 / shares of HK\$ 1 / pref ord SG\$1 / ordinary SG\$ 1 / ord shares of £1 / CHF of 1,000 / ord shares of £1 / shares of NZ\$ 1 / ord shares of 25p 100.00

### Group structure chart (printed on 25/05/1999) Lloyds TSB Group plc Tier levels 1 2 3 4 5 6 7 8 9 10

% of class of shares held by the group (if different from

COUNTRY WIDE SUPERANNUATION SERVICES LIMITED  New Zealand Operating		New Zealand Operating	New Zealand Operating	COUNTRYWIDE FUNDS MANAGEMENT LIMITED England Operating 100.00	Y New Zealand Operating	New Zealand Operating	CLEETHORPE SIXTY LIMITED New Zealand Operating 100.00	BLACK HORSE SECURITIES LIMITED New Zealand Dormant ord shs of NZ\$ 1/	BLACK HORSE PROPERTIES LIMITED New Zealand Operating ord shares of £1 /	WOODROYD CONSOLIDATED LIMITED New Zealand Dormant ord shares of £1 / 100.00	INDUSTRIAL PRODUCTS LIMITED New Zealand Dormant ord shares of £1 /	HARCOURT INVESTMENTS LIMITED Overseas Operating 100.00	HARCOURT AND COMPANY LIMITED New Zealand Dormant ord shares of £1 / 100.00	HARCOURT CORPORATION LIMITED New Zealand Operating ord shares of £1 / 100.00	BLACK HORSE HOLDINGS LIMITED New Zealand Operating ord perference / 100.00	BLACK HORSE FINANCE LIMITED (NZ REGISTERED)  New Zealand Operating ord pref NZ\$ 1 / 100.00	THE NATIONAL BANK OF NEW ZEALAND LIMITED New Zealand Operating shares of NZ\$ 1 / 100.00	CATHERINE MARIA BORIC LIMITED Overseas Operating 50.00	NBNZ HOLDINGS HONG KONG LIMITED Hong Kong Operating shares of HK\$ 1/	SOUTHPAC INVESTMENT MANAGEMENT (AUSTRALIA) PTY LIMITED Australia Operating AUS \$1.00 /	SOUTHPAC CORPORATION (AUSTRALIA) PTY LIMITED Australia Operating AUS \$1.00 /	SOUTH PACIFIC MERCHANT FINANCE (AUSTRALIA) PTY LIMITED Australia Operating 100.00	LLOYDS NZA PTY LIMITED Australia Operating AUS \$1.00 / 100.00	NBNZ HOLDINGS (AUSTRALIA) PTY LIMITED Australia Operating AUS \$1.00 /	CBC FINANCE LIMITED New Zealand Operating 100.00	BLACK HORSE INVESTMENTS LIMITED (N.Z. REGISTERED) New Zealand Dormant shares of NZ\$ 1 / 100.00	ABBEY LIFE LIMITED New Zealand Operating shares of NZ\$ 1 / 100.00	NBNZ HOLDINGS LIMITED	3 4 5 6 7 8 9 10 Commy of Status Class of the parent company):	hart (printed on 25/05/1999)
	100.00	100.	100.	100.	100.0	100.0	100.0	100.0	100.0	100.0	100.0	100.00	100.00	100.00	100.00	100.00	100.00	50.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00		the parent compa	% of class of sna held by the group

# Lloyds TSB Group plc Group structure chart (printed on 25/05/1999) Tier levels 1 2 3 4 5 6 7 8 9 10

Country of incorporation

Status

Class of share:

% of class of shares held by the group (if different from shares held by the parent company): parent company:

EVENTIDE HOLDINGS LIMITED New	REPTON GROUP LIMITED New	NZ FILM COMMISSION Ove	NORTHPAC HOLDINGS LIMITED New	MOGINIE HOLDINGS LIMITED New	EQUUS HOLDINGS LIMITED New	ARGITIS HOLDINGS LIMITED  New	SOUTH PACIFIC MERCHANT FINANCE LIMITED  New	PHILODENDRON INVESTMENTS LIMITED  New	NBNZ TRUSTEES LIMITED New	NBNZ PROPERTIES LIMITED New	NBNZ PRIVATE TRUST MANAGEMENT LIMITED	NBNZ LIFE INSURANCE LIMITED	NBNZ INTERNATIONAL LIMITED	NATIONWIDE MORTGAGE BROKERS LIMITED  New	NATIONWIDE HOME LOANS LIMITED New	ALSEP HOLDINGS LIMITED New	ALOS HOLDINGS LIMITED New	NATIONAL BANK OF NEW ZEALAND CUSTODIANS LIMITED New	MONDEX NZ LIMITED Ove	KILDONNAN FINANCIAL SERVICES LIMITED	WHEEL LEASE LIMITED New	VMS (NEW ZEALAND) LIMITED New	NATIONAL FLEET LEASE PTY LIMITED New	FLEETLEASE (NEW ZEALAND) LIMITED	CAPITAL EQUIPMENT FINANCE LIMITED  New	FLEETLEASE LIMITED New	FERTILIZER PLANT LEASING LIMITED New	THE NATIONAL BANK OF NEW ZEALAND LIMITED
New Zealand	New Zealand	Overseas	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	Overseas	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	New Zealand	
Operating	Operating	Operating	Operating	Dormant	Dormant	Operating	Operating	Operating	Operating	Operating	Operating	Operating	Operating	Operating	Operating	Operating	Operating	Dormant	Operating	Operating	Operating	Operating	Operating	Operating	Operating	Operating	Dormant	
ord shares of £1 /	shares of NZ\$ 1 /		A & B ord NZ \$1 /	ord shares of £1 /	ord shs of NZ\$ 1 /	ord shs of NZ\$ 1 /	See Appendix A	ord shs of NZ\$ 1 /	ord shares of £1 /	ord shs of NZ\$ 1 /	ord shares of £1 /	ord shares of £1 /	ordinary NZ\$1 /			ord shs of NZ\$ 1 /	ord shs of NZ\$ 1 /	ord shs of NZ\$ 1 /									ord shares of £1 /	
100.00	100.00	46.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	·100.00	100.00	20.00	25.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	

# Lloyds TSB Group plc Group structure chart (printed on 25/05/1999)

Country of Status incorporation

Class of share:

% of class of shares held by the group (if different from

% of class of shares held by the

the parent company): parent company:

100.00		ord shares of £1 /	Operating	England	LLOYDS COMMERCIAL PROPERTIES LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS BANK TRUSTEES LIMITED
100.00		ord shares of £1 /	Operating	Gibraltar	LLOYDS BANK TRUST CORPORATION (GIBRALTAR) LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS BANK TRUST COMPANY (INTERNATIONAL) LIMITED
	99.90	US\$ 10 shares /	Operating	Colombia	BRITISH BANK OF LATIN AMERICA LIMITED
	57.53	shares of COP 10 /	Operating	Colombia	SOCIEDAD INVERSIONISTA ANGLO COLOMBIANO S.A.
	100.00	ord shs of NZ\$ 1 /	Operating	New Zealand	ARAWATA INVESTMENTS LIMITED
	100.00	ord shs of NZ\$ 1 /	Dormant	New Zealand	SOUTHPAC NOMINEES LIMITED
	100.00	ord shs of NZ\$ 1 /	Dormant	New Zealand	SOUTHPAC HOLDINGS LIMITED
	100.00	ord shs of NZ\$ 1/	Dormant	New Zealand	SOUTHPAC CUSTODIANS LIMITED
	100.00	ord shs of NZ\$ 1 /	Dormant	New Zealand	WESTPORT NOMINEES LIMITED
	100.00	ord shares of £1 /	Operating	New Zealand	SOUTHPAC TRUST NOMINEES LIMITED
	100.00	ord shs of NZ\$ 1/	Dormant	New Zealand	SOUTHPAC SECURITIES LIMITED
	100.00	ord shs of NZ\$ 1/	Dormant	New Zealand	SOUTHPAC ORACLE LIMITED
	100.00	ord shs of NZ\$ 1/	Dormant	New Zealand	NORTHPAC CUSTODIANS LIMITED
	100.00	ord shs of NZ\$ 1/	Dormant	New Zealand	LEASING NOMINEES LIMITED
	100.00	ord shs of NZ\$ 1 /	Operating	New Zealand	EASTPAC MINING LIMITED
	100.00	ord shs of NZ\$ 1/	Dormant	New Zealand	EASTPAC HOLDINGS LIMITED
	100.00	ord shs of NZ\$ 1/	Dormant	New Zealand	SOUTHPAC TRUSTS LIMITED
	100.00	ord shs of NZ\$ 1/	Operating	New Zealand	SOUTHPAC PROPERTY TRUST LIMITED
	100.00	ord shares of £1 /	Dormant	New Zealand	NORTHPAC INVESTMENTS LIMITED
	100.00	ord shares of £1 /	Dormant	New Zealand	EASTPAC NOMINEES LIMITED
	100.00	ord shs of NZ\$ 1/	Dormant	New Zealand	EASTPAC CUSTODIANS LIMITED
	100.00	ord shs of NZ\$ 1/	Operating	New Zealand	CROWN DEBT SECURITIES LIMITED
	100.00	ord shs of NZ\$ 1 /	Dormant	New Zealand	CONTROL NOMINEES LIMITED (NZ REGISTERED)
	100.00	ord shs of NZ\$ 1 /	Dormant	New Zealand	CONSOLIDATED NOMINEES LIMITED (NZ REGISTERED)
	/ 100.00	ord NZ\$1+red pref /	Operating	New Zealand	SOUTHPAC CORPORATION LIMITED
	100.00	ord shs of NZ\$ 1 /	Operating	New Zealand	SHIP FINANCE LIMITED
					SOUTH PACIFIC MERCHANT FINANCE LIMITED

# Lloyds TSB Group plc

Group structure chart (printed on 25/05/1999) LLOYDS COMMERCIAL PROPERTIES LIMITED Tier levels
2 3 4 5 6 7 8 9 10 Country of incorporation

Status

Class of share:

% of class of shares held by the group (if different from

% of class of shares held by the

the parent company): parent company:

ENTS LIMITED  England  Operating  Switzerland  Operating  Switzerland  Operating  England  Operating  Operating  England  Operating  Operating  England  Operating  Operating  Operating  England  Operating  Operating  Operating  England  Operating  Operating  Operating  Operating  Operating  Operating	.00	100.00	ord shares of £1 /	Operating	England	BLUE HARBOUR LIMITED
PROPERTY DEVELOPMENTS LIMITED         England         Operating         ord shares of £1 /         1           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /         1           ESHRVICES LIMITED         England         Operating         ord shares of £1 /         1           ESHRVICES LIMITED         England         Operating         ord shares of £1 /         1           DES LIMITED         England         Dorman         ord shares of £1 /         1           DER LIMITED         England         Dorman         ord shares of £1 /         1           GE NETTING LIMITED         England         Operating         common US \$1 /         1           ANAACEMENT S. A.         Switzerland         Operating         common US \$1 /         1           NAA, SOC. GESTORA DE INST. DE INV. COLECTIVA, S. Spain         Operating         ord non vote 250 / 6%, pref shs 25p /         1           ED         England         Operating         ord non vote 250 / 6%, pref shs 25p /         2         1           ED         LIMITED         England         Operating         ord non vote 25p / 6%, pref shs 25p /         2           ILMITED         England         Operating         ord non vote 25p / 6%, pref shs 25p /         2 <t< td=""><td>.00</td><td>100</td><td>ord shares of £1 /</td><td>Operating</td><td>England</td><td>I I OYDS BANK PROPERTY COMPANY LIMITED</td></t<>	.00	100	ord shares of £1 /	Operating	England	I I OYDS BANK PROPERTY COMPANY LIMITED
PROPERTY DEVELOPMENTS LIMITED         England         Operating         ord shares of £1 /         1           PRODERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /         1           E SERVICES LIMITED         England         Operating         ord shares of £1 /         1           E SERVICES LIMITED         England         Operating         ord shares of £1 /         1           DES LIMITED         England         Dormant         ord shares of £1 /         1           DE RETTING LIMITED         England         Operating         common US \$1 /           VANA CERNINT S. A.         Switzerland         Operating         common US \$1 /           VANA, SOC. GESTORA DE INST. DE INV. COLECTIVA. Spain         Operating         ord shares of £1 /           DED         England         Operating         ord non vole 25p / 6% pref shs 25p /           TED         England         Operating         ord non vole 25p / 6% pref shs 25p /           TED         England         Operating         ord non vole 25p / 6% pref shs 25p /           TED         England         Operating         ord non vole 25p / 6% pref shs 25p /           TED         England         Operating         ord shares of £1 /           TED         England         Operating	.00	100	ord shares of £1 /	Operating	England	LLOYDS ASSOCIATED AIR LEASING LIMITED
PROPERTY DEVELOPMENTS LIMITED         England         Operating         ord shares of £1 /         england         Operating           EARN/ICES LIMITED         England         Operating         ord shares of £1 /         england         ord shares of £1 /           EARN/ICES LIMITED         England         Operating         ord shares of £1 /         england         ord shares of £1 /           EBERN/ICES LIMITED         England         Dormant         ord shares of £1 /         england         ord shares of £1 /           EB CRIMITED         England         Dormant         ord shares of £1 /         ord shares of £1 /           DOR PASTINING LIMITED         England         Operating         ord shares of £1 /         ord shares of £1 /           ERGE CREATION         Syain         Operating         ord shares of £1 /         ord shares of £1 /           ILMITED         England         Operating         ord on on vote 25p / 6% pref shs 25p /           ILMITED         England         Operating         ord on on vote 25p / 6% pref shs 25p /           ILMITED         England         Operating         ord on on vote 25p / 6% pref shs 25p /           ILMITED         England         Operating         ord shares of £1 /           ILMITED         England         Operating         ord shares of £1 / </td <td>.00</td> <td>100</td> <td>ord shares of £1 /</td> <td>Operating</td> <td>England</td> <td>LLOYDS ASSET LEASING LIMITED</td>	.00	100	ord shares of £1 /	Operating	England	LLOYDS ASSET LEASING LIMITED
PROPERTY DEVELOPMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           ESERVICES LIMITED         England         Operating         ord shares of £1 /           ESS LIMITED         England         Operating         ord shares of £1 /           ESS LIMITED         England         Dormant         ord shares of £1 /           GE GPS LIMITED         England         Operating         common US \$1 /           GE RETTING LIMITED         Syain         Operating         common US \$1 /           ANA AGEMENT S. A.         Spain         Operating         common US \$1 /           ANA SOC. GESTORA DE INST. DE INV. COLECTIVA, Spain         Spain         Operating         ord shares of £1 /           TED         England         Operating         ord shares of £1 /           TES LIMITED         England         Operating         ord non vote 25p / 6% pref shs 25p /           TES LIMITED         England         Operating         ord shares of £1 /           TENDITED         England         Operating         ord shares of £1 /           TONO 3.) LIMITED <td>·06</td> <td>100</td> <td>ord shares of £1 /</td> <td>Operating</td> <td>England</td> <td>LLOYDS (NIMROD) SPECIALIST FINANCE LIMITED</td>	·06	100	ord shares of £1 /	Operating	England	LLOYDS (NIMROD) SPECIALIST FINANCE LIMITED
PROPERTY DEVELOPMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           ESERVICES LIMITED         England         Operating         ord shares of £1 /           TRUCTION COMPANY LIMITED         England         Dormant         ord shares of £1 /           GE OPS LIMITED         England         Dormant         ord shares of £1 /           GE OPS LIMITED         England         Operating         common US \$1 /           ORNORATION         Svitzerland         Operating         common US \$1 /           ANA AGEMENT S. A.         Spain         Operating         common US \$1 /           ILMITED         England         Operating         ord shares of £1 /           TED         England         Operating         ord non vote 25p / 6% pref shs 25p /           TES LIMITED         England         Operating         ord non vote 25p / 6% pref shs 25p /           TES LIMITED         England         Operating         ord non vote 25p / 6% pref shs 25p /           TES LIMITED         England         Operating         ord shares of £1 /           TONGO,) L	.00	100	ord shares of £1 /	Operating	England	LLOYDS (NIMROD) MACHINERY FINANCE LIMITED
PROPERTY DEVELOPMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           E SERVICES LIMITED         England         Operating         ord shares of £1 /           DES LIMITED         England         Dormant         ord shares of £1 /           DES LIMITED         England         Dormant         ord shares of £1 /           DES LIMITED         England         Operating         ord shares of £1 /           DORRORATION         USA         Operating         common US \$1 /           NANAGEMENT S.A.         Spain         Operating         ord shares of £5 /           ANAGEMENT S.A.         Spain         Operating         ord shares of £6 /           YED         England         Operating         ord shares of £6 /           YED         England         Operating         ord non vote 25p /6% pref shs 25p /           YED         England         Operating         ord non vote 25p /6% pref shs 25p /           YED         England         Operating         ord non vote 25p /6% pref shs 25p /           YED         England         Oper	.06	100	ord shares of £1 /	Operating	England	LLOYDS (NIMROD) LEASING INDUSTRIES LIMITED
PROPERTY DEVELOPMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTIMENTS LIMITED         England         Operating         ord shares of £1 /           E SERVICES LIMITED         England         Operating         ord shares of £1 /           E SERVICES LIMITED         England         Operating         ord shares of £1 /           DES LIMITED         England         Dorman         ord shares of £1 /           GE RETTING LIMITED         England         Dorman         ord shares of £1 /           GE RETTING LIMITED         England         Dorman         ord shares of £1 /           SORPORATION         Spain         Operating         common US \$1 /           VANANAGEMENT S.A.         Spain         Operating         CHF 1,000 /           ANA SOC. GESTORA DE INST. DE INV. COLECTIVA. S         Spain         Operating         ord shares of £1 /           YERLIMITED         England         Operating         ord shares of £1 /           YERLIMITED         England         Operating         ord non vote 25p / 6% pref shs 25p /           YERLIMITED         England         Operating         ord non vote 25p / 6% pref shs 25p /           YERLIMITED         England         Operating         ord shares of £1 /           YERLIMIT	.00	100	ord shares of £1 /	Operating	England	LBI LEASING LIMITED
PROPERTY DEVELOPMENTS LIMITED  England  Operating  Operating  Operating  Operating  Operating  Operating  Operating  Operating  Ord shares of £1 /  England  Operating  Operating  Operating  Ord shares of £1 /  England  Operating  Operat	.00	100	US\$1 shares /	Operating	Bahamas	IXORA LIMITED
PROPERTY DEVELOPMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           E SERVICES LIMITED         England         Operating         ord shares of £1 /           DES LIMITED         England         Dormant         ord shares of £1 /           DES LIMITED         England         Dormant         ord shares of £1 /           GE GPS LIMITED         England         Operating         common US \$1 /           ODRATION         USA         Operating         common US \$1 /           ANANGEMENT S.A.         Spain         Operating         cHF 1,000 /           ANANGEMENT S.A.         England         Operating         ord shares of £1 /           LIMITED         England         Operating         ord non vote 25p 16% pref shs 25p /           LIMITED         England         Operating         ord non vote 25p 16% pref shs 25p /           LIMITED         England         Operating         ord non vote 25p 16% pref shs 25p /           LIMITED         England         Operating         ord non vote 25p 16% pref shs 25p /           LIMITED	.00	100	ord shares of £1 /	Operating	England	HILL SAMUEL LEASING (NO.4) LIMITED
PROPERTY DEVELOPMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           PROPERTY INVESTMENTS LIMITED         England         Operating         ord shares of £1 /           E SERVICES LIMITED         England         Operating         ord shares of £1 /           CES LIMITED         England         Dormant         ord shares of £1 /           GE GPS LIMITED         England         Dormant         ord shares of £1 /           GE RETTING LIMITED         USA         Operating         common US \$1 /           OCRPORATION         USA         Operating         CHF 1,000 /           ANANAGEMENT S.A.         Spain         Operating         CHF 1,000 /           LIMITED         England         Operating         ord shares of £1 /           LIMITED         England         Operating         ord shares of £1 /           LIMITED         England         Operating         ord non vote 25p / 6% pref shs 25p /           LIMITED         England         Operating         ord non vote 25p / 6% pref shs 25p /           TES LIMITED         England         Operating         ord non vote 25p / 6% pref shs 25p /           TES LIMITED         England <td>00</td> <td>100</td> <td>ord shares of £1 /</td> <td>Operating</td> <td>England</td> <td>HILL SAMUEL LEASING (NO.2) LIMITED</td>	00	100	ord shares of £1 /	Operating	England	HILL SAMUEL LEASING (NO.2) LIMITED
PROPERTY DEVELOPMENTS LIMITED  PROPERTY INVESTMENTS LIMITED  England Operating Ord shares of £1 / OPERATION ORD COMPANY LIMITED England Dormant Ord shares of £1 / England Operating Ord shares of £1 / OPERATION ORD CAMPANY LIMITED  England Operating OPERATION ORD CAMPANY DE INV. COLECTIVA, So Spain OPERATION OP	00	100	ord Ltd vote 25p / 6% pref shs 25p /	Operating	England	HILL SAMUEL FINANCE LIMITED
PROPERTY DEVELOPMENTS LIMITED  England  Operating  Operating  Ord shares of £1 /  PROPERTY INVESTMENTS LIMITED  England  Operating  Operating  Operating  Ord shares of £1 /  England  Operating  Ord shares of £1 /  Operating  Ord shares of £1 /  Operating  Ord shares of £1 /  Operating  Ord shares of £1 /  Operating  Operating  Ord shares of £1 /  Operating  Operating  Operating  Operating  Ord shares of £1 /  Operating  Operating  Ord shares of £1 /  Operating  Ord shares of £1 /  Operating  Operating  Operating  Operating  Ord shares of £1 /  Operating  Operating  Operating  Operating  Operating  Ord shares of £1 /  Operating  Ord shares of £	00	100	ord shares of £1 /	Dormant	England	HAMMERSLEY HOUSE INVESTMENTS
PROPERTY DEVELOPMENTS LIMITED  England  Operating PROPERTY INVESTMENTS LIMITED  England  Operating Operating Operating Ord shares of £1 / England Operating Ord shares of £1 / England Operating Ord shares of £1 / England Operating Ord shares of £1 / Operating Ord shares of £1 / Operating Ord shares of £1 / Operating Operating Operating Ord shares of £1 / Operating Operating Operating Operating Operating Operating Ord shares of £1 / Operating Operating Ord shares of £1 / Operating Operating Operating Operating Operating Operating Ord non vote 25p / 6% pref shs 25p / Operating Ord non vote 25p / 6% pref shs 25p / Operating Operatin	00	100	ord non vote 25p / 6% pref shs 25p /	Operating	England	GREATSHIELD SECURITIES LIMITED
PROPERTY DEVELOPMENTS LIMITED  England Operating Operating Operating ord shares of £1 / England Operating Ord shares of £1 / OPERATION COMPANY LIMITED England Dormant Ord shares of £1 / England Operating Ord shares of £1 / Operating Operating Operating Operating Operating Operating Operating Ord shares of £1 / Operating Operating Ord shares of £1 / Operating Operating Operating Operating Operating Ord shares of £1 / Operating Operating Operating Ord shares of £1 / Operating	00	100	ord non vote 25p / 6% pref shs 25p /	Operating	England	CONQUEST SECURITIES LIMITED
PROPERTY DEVELOPMENTS LIMITED  England  Operating  Operating  Ord shares of £1 /  PROPERTY INVESTMENTS LIMITED  England  Operating  Operating  Ord shares of £1 /  Operating  Ord shares of £1 /  Operating  Operating  Operating  Operating  Operating  Operating  Ord shares of £1 /  Operating  Operating  Operating  Operating  Ord shares of £1 /  Operating  Operating  Operating  Ord shares of £1 /  Operating  Operating  Ord shares of £1 /  Operating  Operating  Ord shares of £1 /  Operating  Operating  Operating  Operating  Ord shares of £1 /  Operating  Ord shares of £1 /  Operating  Operating  Ord shares of £1 /  Operating  Operating  Operating  Ord shares of £1 /  Operating  Operating  Ord shares of £1 /  Operating  Ord shares of £1 /  Ord shares of £1 /  Operating  Ord shares of £1 /  Ord shares of £1 /  Ord shares of £1 /  Operating  Ord shares of £1 /  Ord shares of £1 /  Operating  Ord shares of £1 /  Operating  Ord shares of £1 /  Ord shares o	80	100	ord shares of £1 /	Operating	England	C.T.S.B. LEASING LIMITED
PROPERTY DEVELOPMENTS LIMITED  England  Operating  Ord shares of £1 /  PROPERTY INVESTMENTS LIMITED  England  Operating  Ord shares of £1 /  PROPERTY INVESTMENTS LIMITED  England  Operating  Ord shares of £1 /  Operating  Opera	8	100	ord non vote 25p / 6% pref shs 25p /	Operating	England	BIRCHCROWN FINANCE LIMITED
EILOPMENTS LIMITED       England       Operating       ord shares of £1 /         STMENTS LIMITED       England       Operating       ord shares of £1 /         PANY LIMITED       England       Operating       ord shares of £1 /         PANY LIMITED       England       Dormant       ord shares of £1 /         MITED       England       Dormant       Operating       CHF 1,000 /         NA       Spain       Operating       CHF 1,000 /         Shares of ESP 100 /       Shares of ESP 100 /			ord shares of £1 /	Operating	England	LLOYDS LEASING LIMITED
SILOPMENTS LIMITED       England       Operating       ord shares of £1 /         STMENTS LIMITED       England       Operating       ord shares of £1 /         PANY LIMITED       England       Operating       ord shares of £1 /         PANY LIMITED       England       Dormant       ord shares of £1 /         England       Dormant       ord shares of £1 /         GTED       England       Dormant       ord shares of £1 /         GTED       England       Operating       ord shares of £1 /         GTED       England       Operating       Operating       OPERATION US \$1 /         A.       Switzerland       Operating       CHF 1,000 /			shares of ESP 100 /	Operating	Spain	LLOYDS INVESTMENT ESPANA, SOC. GESTORA DE INST. DE INV. COLECTIVA, S
SILOPMENTS LIMITED       England       Operating       ord shares of £1 /         STMENTS LIMITED       England       Operating       ord shares of £1 /         PANY LIMITED       England       Operating       ord shares of £1 /         PANY LIMITED       England       Dormant       ord shares of £1 /         MITED       England       Dormant       ord shares of £1 /         MITED       England       Dormant       ord shares of £1 /         USA       Operating       common US \$1 /			CHF 1,000 /	Operating	Switzerland	LLOYDS INTERNATIONAL MANAGEMENT S.A.
ELOPMENTS LIMITED       England       Operating       ord shares of £1 /         STMENTS LIMITED       England       Operating       ord shares of £1 /         ITED       England       Operating       ord shares of £1 /         PANY LIMITED       England       Operating       ord shares of £1 /         England       Dormant       ord shares of £1 /         MITED       England       Dormant       ord shares of £1 /         Bngland       Dormant       ord shares of £1 /			common US \$1 /	Operating	USA	LLOYDS INTERNATIONAL CORPORATION
ILOPMENTS LIMITED       England       Operating       ord shares of £1 /         STMENTS LIMITED       England       Operating       ord shares of £1 /         PANY LIMITED       England       Operating       ord shares of £1 /         PANY LIMITED       England       Dormant       ord shares of £1 /         England       Dormant       ord shares of £1 /			ord shares of £1 /	Dormant	England	LLOYDS FOREIGN EXCHANGE NETTING LIMITED
EVELOPMENTS LIMITED       England       Operating       ord shares of £1 /         NVESTMENTS LIMITED       England       Operating       ord shares of £1 /         LIMITED       England       Operating       ord shares of £1 /         COMPANY LIMITED       England       Operating       ord shares of £1 /         England       Dormant       ord shares of £1 /			ord shares of £1 /	Dormant	England	LLOYDS FOREIGN EXCHANGE GPS LIMITED
England Operating ord shares of £1 /			ord shares of £1 /	Dormant	England	LLOYDS FINANCIAL SERVICES LIMITED
England Operating ord shares of £1 / England Operating ord shares of £1 / England Operating ord shares of £1 /	8	100.	ord shares of £1 /	Operating	England	LLOYDS PROJECT CONSTRUCTION COMPANY LIMITED
England Operating ord shares of £1 / England Operating ord shares of £1 /	8	100.	ord shares of £1 /	Operating	England	TARGET CORPORATE SERVICES LIMITED
England Operating ord shares of £1 /	8	100.	ord shares of £1 /	Operating	England	LLOYDS COMMERCIAL PROPERTY INVESTMENTS LIMITED
	8	100.	ord shares of £1 /	Operating	England	LLOYDS COMMERCIAL PROPERTY DEVELOPMENTS LIMITED

Country of incorporation

Status

Class of share:

% of class of shares held by the group (if different from the parent company): % of class of shares held by the parent company:

% of class of shares held by the

100.00	ord shares of £1 /	Operating	England	LLOYDS PLANT LEASING LIMITED
25.00	ord shares of £1 /	Operating	England	AIRLEASE INTERNATIONAL MANAGEMENT LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS MACHINERY LEASING LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS LEASING MEADOWHALL DEVELOPMENT LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS LEASING DEVELOPMENTS LIMITED
100.00	US\$1 shares /	In Liquidation	Bahamas	LLOYDS LEASING AIRCRAFT NO. 2 LIMITED (IN LIQUIDATION)
100.00	US\$1 shares /	In Liquidation	Bahamas	LLOYDS LEASING AIRCRAFT NO. 1 LIMITED (IN LIQUIDATION)
100.00	5% red pref / ord shares of £1 /	Operating	England	LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED
100.00	US \$1,000 shares /	Operating	Bahamas	LLOYDS LEASING (BAHAMAS) LIMITED
100.00	ord shares of £1 /	Operating	England	WOOD STREET INVESTMENTS LIMITED
100.00	ord shares of £1 /	Operating	England	CAVEMINSTER LIMITED
100.00	ord shares of £1 /	Operating	England	ST MARY'S COURT INVESTMENTS
100.00	ord shares of £1 /	Operating	England	HILL SAMUEL ASSET FINANCE LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS INVESTMENT SECURITIES NO.5 LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS INVESTMENT SECURITIES LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS INVESTMENT BONDS NO. 2 LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS INVESTMENT BONDS LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS INTERNATIONAL LEASING LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS INDUSTRIAL LEASING LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS GENERAL LEASING LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS FINANCIAL LEASING LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS EQUIPMENT LEASING LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS CORPORATE LEASING LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS COMMERCIAL LEASING LIMITED
33.33	part sh of equity /	Operating	England	ANGLO SCOTTISH UTILITIES PARTNERSHIP II
100.00	ord shares of £1 /	Operating	England	LLOYDS CAPITAL LEASING LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS BUSINESS LEASING LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS PROPERTY INVESTMENT COMPANY NO.4 LIMITED
				LLOYDS BANK PROPERTY COMPANY LIMITED

# Lloyds TSB Group plc Group structure chart (printed on 25/05/1999)

Country of incorporation

Status

Class of share:

% of class of shares held by the group (if different from

% of class of shares held by the

the parent company): parent company:

		See Appendix A	Operating	England	CYPHER GROUP LIMITED
		See Appendix A	Operating	England	CROSSCO (NO 122) LIMITED
		See Appendix A	Operating	England	CROSS HOLDINGS LIMITED
		See Appendix A	Operating	England	CASH BASES GB LIMITED
		See Appendix A	Operating	England	C S MARTIN (ALFORD) LIMITED
		See Appendix A	Operating	England	BROOMCO (1204) LIMITED
		See Appendix A	Operating	England	BELSIZE HOLDINGS LIMITED
		See Appendix A	Operating	England	ABLEX AUDIO VIDEO LIMITED
100.00		ord shares of £1 /	Operating	England	LLOYDS TSB DEVELOPMENT CAPITAL LIMITED
100.00		ord shares of £1 /	Operating	England	LLOYDS TSB BANK LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS TRADE & PROJECT FINANCE LIMITED
100.00		S\$1 each /	In Liquidation	Overseas	LLOYDS SOUTH EAST ASIA LIMITED (IN LIQUIDATION)
100.00		ord shares of £1 /	Operating	England	LLOYDS PREMISES INVESTMENTS LIMITED
	100.00	ord shares of £1 /	Operating	England	WOOD STREET LEASING LIMITED
	100.00	'B' ord shs 25p / ord Ltd vote 25p /	Operating	England	WHITESTAR SECURITIES LIMITED
	100.00	ord shares of £1 /	Operating	England-	TSB ASSET FINANCE (MEADOWHALL DEVELOPMENT) LIMITED
	100.00	ord non vote 25p / 6% pref shs 25p /	Operating	England	SILENTDALE LIMITED
	100.00	ord shares of £1 /	Operating	England	SAVBAN LEASING LIMITED
	100.00	ord non vote 25p / 6% pref shs 25p /	Operating	England	NELSTAR LEASING CO. LIMITED
	100.00	ord shares of £1 /	Operating	England	MOON LEASING LIMITED
	100.00	ord non vote 25p / 6% pref shs 25p /	Operating	England	LUNAR FINANCE LIMITED
	100.00	ord shares of £1 /	Dormant	England	LLOYDS TSB LIMITED
	100.00	ord shares of £1 /	Operating	England	LLOYDS PROPERTY INVESTMENT COMPANY NO.3 LIMITED
	100.00	ord shares of £1 /	Operating	England	LLOYDS PROPERTY INVESTMENT COMPANY NO.2 LIMITED
	100.00	ord shares of £1 /	Operating	England	LLOYDS PROPERTY INVESTMENT COMPANY LIMITED
	100.00	def shares of £1 / ord shares of £1 /	Operating	England	LLOYDS PROJECT LEASING LIMITED
	30.00	part sh of equity /	Operating	England	ANGLO SCOTTISH UTILITIES PARTNERSHIP I
	100.00	ord shares of £1 /	Operating	England	LLOYDS PORTFOLIO LEASING LIMITED
					LLOYDS LEASING LIMITED

Country of incorporation

Status

Class of share:

% of class of shares held by the group (if different from

held by the group (if different from the parent company): % of class of shares held by the

100.00	ord shares of £1 /	Dormant	England	LLOYDS TSB VENTURES NOMINEES LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS TSB VENTURES GENERAL PARTNER LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS TSB VENTURES CARRY LIMITED
100.00	ord shares of £1 /	Operating	England	LLOYDS TSB VENTURE MANAGERS LIMITED
	See Appendix A	Operating	England	LLOYDS BRITISH TESTING LIMITED
	See Appendix A	Operating	England	LITTLE MAXIM LIMITED
	See Appendix A	Operating	England	KRISON LIMITED
	See Appendix A	Operating	England	JUSTINA HOLDINGS LIMITED
	See Appendix A	Operating	England	JOHN WALLWORK GROUP LIMITED
	See Appendix A	Operating	England	JLD LIMITED
27.57	P ord shs of £1 /	Operating	England	JBS COMPUTER SERVICES LIMITED
	See Appendix A	Operating	England	HUTHWAITE INTERNATIONAL LIMITED
	See Appendix A	Operating	England	HIGHGEL LIMITED
42.00	CP ord shs of £1 /	Operating	England	HI TECH ENCLOSURES LIMITED
	See Appendix A	Operating	England	GOLDCONE LIMITED
	See Appendix A	Operating	England	GLOBAL SHIPPING SERVICES LIMITED
	See Appendix A	Operating	England	GLENELLA LIMITED
	See Appendix A	Operating	England	GLANCESPACE LIMITED
	See Appendix A	Operating	England	GAVCO 155 LIMITED
	See Appendix A	Operating	England	GADC HOLDINGS LIMTIED
	See Appendix A	Operating	England	G.S. PACKAGING LIMITED
	See Appendix A	Operating	England	FRESH CONNECTION HOLDINGS LIMITED
19.99	D ord shs of 1p /	Operating	England	FLEXIBLE MANAGEMENT SYSTEMS LIMITED
	See Appendix A	Operating	England	FENNEDALE GROUP LIMITED
	See Appendix A	Operating	England	FD BRANDS LIMITED
	See Appendix A	Operating	England	FAIRMILE HOLDINGS LIMITED
	See Appendix A	Operating	England	DIDSBURY HOLDINGS LIMITED
21.91	A cum red pref /	Operating	England	DIAMETRIC HOLDINGS LIMITED
				LLOYDS TSB DEVELOPMENT CAPITAL LIMITED

# Lloyds TSB Group plc Group structure chart (printed on 25/05/1999) Tier levels 1 2 3 4 5 6 7 8 9 10

Country of incorporation

Status

Class of share:

% of class of shares held by the group (if different from the parent company): where the parent company:

	100.00	ord shares of £1 /	Dormant	England	L & S MANAGEMENT SERVICES LIMITED
	100.00	ord shares of £1 /	Dormant	Scotland	HAMILTON LEASING (SCOTLAND) LIMITED
	100.00	def shares of £1 / ord shares of £1 /	Dormant	England	BOWMAKER RENTALS LIMITED
	100.00	ord shares of £1 /	eland Dormant	Northern Ireland	BOWMAKER (ULSTER) LIMITED
100.00		ord shares of 20p /	Operating	England	LLOYDS UDT LIMITED
100.00		ord shares of £1 /	Dormant	England	LLOYDS TSB REGISTRARS (ISA) NOMINEES LIMITED
		See Appendix A	Operating	England	YOUNGHIGH LIMITED
		See Appendix A	Operating	England	WIMPY RESTAURANTS GROUP LIMITED
		See Appendix A	Operating	England	WHITLEY WILLOWS LIMITED
		See Appendix A	Operating	England	TRIDENT ALLOYS LIMITED
		See Appendix A	Operating	England	TANVEC GROUP LIMITED
		See Appendix A	Operating	England	SPILLERS SPECIALITY FEEDS (HOLDINGS) LIMITED
		See Appendix A	Operating	England	SPENCER MANUFACTURING HOLDINGS LIMITED
		See Appendix A	Operating	England	SONICEDGE LIMITED
		See Appendix A	Operating	England	SIMPSON INDUSTRIES LIMITED
		See Appendix A	Operating	England	SILTINT INDUSTRIES LIMITED
		See Appendix A	Operating	England	SANGERS GROUP LIMITED (QUADRANT)
		See Appendix A	Operating	England	RUDGE LITTLEY LIMITED
		See Appendix A	Operating	England	RICHARD CRAVEN & CO. LIMITED
		See Appendix A	Operating	England	RAYNER FOOD GROUP LIMITED
		See Appendix A	Operating	England	R D INTERNATIONAL (UK) LIMITED
		See Appendix A	Operating	England	R & E HOLDINGS LIMITED
		See Appendix A	Operating	England	PANACEA HOLDINGS LIMITED
		See Appendix A	Operating	England	NORPRINT LABELLING SYSTEMS LIMITED
		See Appendix A	Operating	England	NITRIDING SERVICES (HOLDINGS) LIMITED
		See Appendix A	Operating	England	MOTACHASE LIMITED
		See Appendix A	Operating	England	MARLETON CROSS LIMITED
	100.00	ord shares of £1 /	Operating	England	LLOYDS TSB VENTURES TRUSTEES LIMITED
					LLOYDS TSB DEVELOPMENT CAPITAL LIMITED

#### Lloyds TSB Group plc Group structure chart (printed on 25/05/1999) Tier levels 4 5 6

**∞** ø ĬO

Country of

Status

share: Class of

> held by the group (if different from

parent company: shares held by the % of class of

% of class of shares

LLOYDS UDT LIMITED LLOYDS AND SCOTTISH TRUST LIMITED LLOYDS BOWMAKER LIMITED LLOYDS BOWMAKER (MARLOW) LIMITED E.H.L.B. RENTALS LIMITED COPYMORE RENTALS LIMITED CONCORDE COPIERS FINANCE LIMITED CITY MARINE FINANCE LIMITED CEDAR HOLDINGS LIMITED CAPITAL COPIERS FINANCE LIMITED CALEDONIAN EQUIPMENT RENTALS LIMITED BOWMAKER SERVICES LIMITED BOWMAKER CREDIT LIMITED BLACK HORSE VEHICLE MANAGEMENT SERVICES LIMITED BLACK HORSE FINANCE LIMITED BARLOW HANDLING RENTALS LIMITED ALTUS GROUP RENTALS LIMITED ABBEY LIFE HOME LOANS LIMITED A G RENTALS LIMITED A G COPYRENTALS LIMITED ETHICAL FINANCE LIMITED **EQUIPU FINANCE LIMITED** DRUMSHEUGH PROPERTY COMPANY LIMITED DERBY LODGE LIMITED CONCEPT RENTALS LIMITED ABBEY LIFE FUNDING LIMITED ABBEY LIFE EXECUTIVE MORTGAGES LIMITED EURO LEASING LIMITED KELLY FINANCE LIMITED Scotland England incorporation England England Scotland England England England England England England Scotlano England Scotland England England England Operating Operating Operating Operating Operating Dormant Operating Operating Dormant Operating Dormant Dormant Operating Dormant Operating Dormant ord shares of £1 / ord shares of £1 / B ord shs of £1 / ord A shares £1 / ord shares of £1 / ord shares of 5p / ord shares of £1 / ord shares of £1 / ord shares of £1 / ord shares of 25p ord shares of £1 / def shares of £1 / ord shares of 1p / ord shares of £1 / ord shares of £1 ord shares of £1 / ord shares of £1 / ord shares of £1 ord shares of £1 / ord shares of £1 , ord shares of £1 ord shares of £1 / ord shares of 25p / the parent company): 100.00 50.00 100.00 100.00

Country of incorporation

Status

Class of share:

LLOYDS BOWMAKER LIMITED

LEASELINE SERVICES LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS AND SCOTTISH FINANCE LIMITED	Scotland	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER ASSET LEASING LIMITED	England .	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER ASSET RENTALS LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER ASSURANCE LIMITED	Scotland	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER BUSINESS DEVELOPMENT LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER BUSINESS EQUIPMENT LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER BUSINESS LEASING LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER COMMERCIAL LEASING LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER CONTRACTS LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER DEVELOPMENT LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER EQUIPMENT LEASING LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER HIRING LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER INDUSTRIAL LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER INSURANCE SERVICES LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER LEASING (NO 2) LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER LEASING (NO 3) LIMITED	England	Operating	B ord shs of £1 / ord A shares £1 /	100.00
LLOYDS BOWMAKER LEASING LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER MORTGAGES LIMITED	England	Operating	ord shares of £1 /	100.00
LLOYDS BOWMAKER RENTALS LIMITED	Scotland	Operating	ord shares of £1 /	100.00
LLOYDS TSB MONTRACON LIMITED	England	Operating	See Appendix A	
LONDON TAXI FINANCE LIMITED	England	Operating	B ord shs of £1 / ord A shares £1 /	100.00
M.E.V.C. CONTRACT PURCHASE LIMITED	England	Operating	ord shares of £1 /	100.00
M.E.V.C. FINANCE LIMITED	England	Operating	ord shares of £1 /	75.00
B. C. H. LEASING LIMITED	England	Operating	ord shares of £1 /	100.00
B. C. H. RENTALS LIMITED	England	Operating	ord shares of £1 /	100.00
MEVC CONTRACT HIRE LIMITED	England	Operating	ord shares of £1 /	100.00
RENTAL MANAGEMENT SERVICES LIMITED	England	Operating	See Appendix A	

#### Group structure chart (printed on 25/05/1999) Lloyds TSB Group plc

LLOYDS BOWMAKER LIMITED UNITED DOMINIONS TRUST LIMITED MEDENTA SERVICES LIMITED LLOYDS UDT LEASING LIMITED LLOYDS UDT FINANCE LIMITED S C S RENTALS LIMITED R I G P FINANCE LIMITED N.E.P. RENTALS LIMITED **BW FINANCE LIMITED** V.A.G FINANCE LIMITED SCOTTISH BUSINESS FINANCE LIMITED P & P FINANCE PLUS LIMITED MURRAY FINANCE LIMITED PRECISION LEASING LIMITED MCL FINANCE LIMITED I M FINANCE LIMITED HYUNDAI CAR FINANCE LIMITED FLEET CHOICE LIMITED FIRST SERVICE MANAGEMENT LIMITED CJ FINANCIAL SERVICES LIMITED CARLEASE LIMITED WIGTON FINANCE LIMITED UNIVERSAL GROUP FINANCE LIMITED SCANTEC SERVICES LIMITED RENTOKIL BUSINESS FINANCE LIMITED NATIONWIDE COLLECTION SERVICES LIMITED PROTON FINANCE LIMITED Tier levels
4 5 6 7 V.A.G FINANCE HIRE LIMITED EAGLESTONE ADMINISTRATION LIMITED 10 incorporation Country of England England England England England England England England Scotland England Status Operating Operating Operating Dormant Dormant Operating Operating Operating Dormant Dormant Operating Operating Dormant Dormant Operating Dormant Operating Operating Operating Operating Dormant Dormant Dormant Dormant Dormant Dormant Dormant share: ord shares of £1 / B ord shs of £1 / ord A shares £1 / ord shares of £1 / ord shares of £1 / ord shares of 25p / 1p 'A' pref / ord shares of £1 / ord shares of £1 ord shares of £1 ord shares of £1 / See Appendix A ord shares of £1 ord shares of £1 ord shares of £1 ord shares of £1 Class of See Appendix A ord shares of £1 See Appendix A ord shares of £1 / ord shares of £1 / See Appendix A ord shares of £1. ord shares of £1 / def shares of £1 / ord shares of 1p / See Appendix A See Appendix A the parent company): (if different from 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100.00 100,00 100.00 100.00 100.00 100.00 100.00

parent company: shares held by the % of class of

#### Group structure chart (printed on 25/05/1999) Lloyds TSB Group plc Tier levels 1 2 3 4 5 6 7 8 9 10

Country of incorporation

Status

Class of share:

% of class of shares held by the group (if different from the parent company): % of class of shares held by the parent company:

% of class of shares held by the

	100.00	ord shares of 50p / A ord 50p shares / red pref £1 shs	Operating	England	LYONSDOWN PROPERTIES 13 PLC
	100.00	ord shares of 50p / A ord 50p shares / red pref £1 shs	Operating	England	LYONSDOWN PROPERTIES 12 LIMITED
	100.00	ord shares of 50p / A ord 50p shares / red pref £1 shs	Operating	England	LYONSDOWN PROPERTIES 11 LIMITED
	100.00	ord shares of 50p / A ord 50p shares / red pref £1 shs	Operating	England	LYONSDOWN PROPERTIES 10 LIMITED
	100.00	ord shares of 50p / A ord 50p shares /	Operating	England	LYONSDOWN PROPERTIES 1 LIMITED
	100.00	ord shares of 50p / A ord 50p shs /	Operating	England	BESSA PLUS V LIMITED
	100.00	ord shares of 50p / A ord 50p shs /	Operating	England	BESSA PLUS LIMITED
	100.00	ord shares of 50p / A ord 50p shs /	Operating	England	BESSA PLUS IV LIMITED
	100.00	ord shares of 50p / A ord 50p shs /	Operating	England	BESSA PLUS III LIMITED
	100.00	ord shares of 50p / A ord 50p shs /	Operating	England	BESSA PLUS II LIMITED
100.00		ord shares of £1 /	Operating	England	LYONSDOWN PROPERTY HOLDINGS LIMITED
100.00		shares of ARAA / shares of ARAB /	Operating	Argentina	LONDONCARD S.A. COMERCIAL INMOBILIARIA Y FINANCIERA
100.00			Operating	Argentina	LOMBARD STREET INSURANCE BROKERS SA
100.00		ord shares of £1 /	In Liquidation	England	LMB SERVICES LIMITED (IN LIQUIDATION 11.12.97)
		See Appendix A	Operating	England	VOCS FINANCE LIMITED
	100.00	ord shares of £1 /	Northern Ireland Dormant	Northern Irela	UNITED DOMINIONS TRUST (CARPLANT) LIMITED
	100.00	ord shares of £1 /	Operating	England	UNITED DOMINIONS LEASING LIMITED
	100.00	ord shares of £1 /	Operating	England	UDT SALES FINANCE LIMITED
	100.00	ord shares of £1 /	Operating	England	UDT RAPID LEASING LIMITED
	100.00	ord shares of £1 /	Operating	England	UDT MOTORLEASE LIMITED
	100.00	ord shares of £1 /	Dormant	England	UDT LIMITED
	100.00	ord shares of £1 /	Operating	England	UDT FINANCE LIMITED
	100.00	ord shares of £1 /	Operating	England	UDT ENDEAVOUR FINANCE LIMITED
	100.00	ord shares of £1 /	Operating	England	UDT DEALER SERVICES LIMITED
	100.00	ord shares of £1 /	Operating	England	UDT BUDGET LEASING LIMITED
	100.00	ord shares of £1 /	Operating	England	UDT AUTOLEASE LIMITED
	100.00	ord shares of £1 /	Operating	England	UDT 4 WHEEL LEASING LIMITED
		See Appendix A	Operating	England	SHOGUN FINANCE LIMITED
•	!				UNITED DOMINIONS TRUST LIMITED

Country of incorporation

Class of share:

% of class of shares held by the group (if different from shares held by the parent company): parent company:

Status

ord shares of 50p / A ord 50p shares / red pref £1 shs / 100.00 ord shares of 50p / A ord 50p shares / red pref £1 shs / 100.00 ord shares of 50p / A ord 50p shares / red pref £1 shs / 100.00 ord shares of 50p / A ord 50p shares / red pref £1 shs / 100.00 ord shares of 50p / A ord 50p shares / red pref £1 shs / 100.00 ord shares of 50p / A ord 50p shares / red pref £1 shs / 100.00 ord shares of 50p / A ord 50p shares / red pref £1 shs / 100.00 ord shares of 50p / A ord 50p shares / red pref £1 shs / 100.00 ord shares of 50p / A ord 50p shares / red pref £1 shs / 100.00 ord shares of £1 / 0	
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% of class of shares

% of class of shares held by the parent company:

100.00

LLOYDS BANK PIC SAMPSON NOMINEES LIMITED SALPEN NOMINEES LIMITED SACOPEN NOMINEES LIMITED PEN HOLDINGS LIMITED PARRS NOMINEES LIMITED TALBOT NOMINEES LIMITED SUTRIN NOMINEES LIMITED SPECEASE LIMITED SOUTH ISLAND SHIPPING COMPANY LIMITED SHAREDEAL LIMITED SESTA NOMINEES LIMITED SAVBAN NOMINEES LIMITED SANDERS NOMINEES LIMITED RETIREMENT NOMINEES LIMITED REAMHURST PROPERTIES LIMITED RANELAGH NOMINEES LIMITED PRIMROSE NOMINEES LIMITED PRIMEWAY S.A. PRESCOTTS NOMINEES LIMITED PREFIX NOMINEES LIMITED POPESHEAD NOMINEES LIMITED PINWEST NOMINEES LIMITED PERRY NOMINEES LIMITED PERCIVAL NOMINEES LIMITED THE AGRICULTURAL MORTGAGE CORPORATION PLC TEA AUCTION NOMINEES LIMITED READING NOMINEES LIMITED AMC (FARM FINANCE) LIMITED 6 7 00 0 70 Country of England incorporation England England England England England England England England England Сургиз England England England England Switzerland Status Dormant Dormant Dormant Operating Dormant Dormani Operating Dormant Operating Dormant Dormant Dormant Dormant Dormant Operating Dormant Dorman share: ord shares of £1 / ord shares of £1 / ord shares of £1 / ord shares of £1. ord shares of £1 ord shares of £1 / Class of ord shares of £1 / shares of CYP 1. ord shares of £1. ord shares of £1. ord shares of £1 CHF 1,000 / ord shares of £1 ord shares of £1 ord shares of £1. ord shares of £1 / ord shares of £1 / ord shares of £1. ord shares of £1 ord shares of £1. held by the group the parent company): (if different from 100.00

100.00

100.00

100.00

100.00 100.00 100.00 100.00 100.00 100.00 100.00

100.00

100.00

100.00

100.00

100.00

#### Group structure chart (printed on 25/05/1999) Lloyds TSB Group plc

Country of incorporation

Status

share:

Class of

% of class of shares held by the group (if different from

the parent company): parent company:

shares held by the % of class of

100.00	ord shares of £1 /	Dormant	England	WOOD STREET FINANCE (No 1) LIMITED
100.00	100p special shs /	Operating	England	WILLIAM HILL GROUP LIMITED
100.00	ord shares of £1 /	Dormant	England	WESTOVER NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	WESTCASTLE NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	WEST NOMINEES LIMITED
100.00	shares of CYP 1 /	Operating	Cyprus	WEST ISLAND SHIPPING COMPANY LIMITED
100.00	ord shares of £1 /	Dormant	England	WESKEEP NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	WESGENUS NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	WARD NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	WARD NOMINEES (MAYFAIR) LIMITED
100.00	ord shares of £1 /	Dormant	England	WARD NOMINEES (BRISTOL) LIMITED
100.00	ord shares of £1 /	Dormant	England	WARD NOMINEES (BIRMINGHAM) LIMITED
100.00	ord shares of £1 /	Dormant	England	WARD NOMINEES (ABINGDON) LIMITED
100.00	ord shares of £1 /	Dormant	England	UNISHARE NOMINEES LIMITED
100.00	ord shares of £1 / 10% n/c pref £1 /	Operating	England	TSB SERVICES (NO.4) LIMITED
100.00	ord shares of £1 /	Operating	England	TSB SERVICES (NO.3) LIMITED
100.00	ord shares of £1 / 10% n/c pref £1 /	Dormant	England	TSB SERVICES (NO.2) LIMITED
100.00	ord shares of £1 /	Dormant	England	TRUKEEP NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	TRUGENUS NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	TRUCARIS NOMINEES LIMITED
36.00	ord shares of £1 /	Operating	England	TRAVELLERS CHEQUE ASSOCIATES LIMITED
100.00	ord shares of £1 /	Operating	England	TPN COLLECTIONS LIMITED
100.00	ord shares of £1 /	Dormant	England	TOKEN NOMINEES LIMITED
100.00	ord shares of £1 /	Dormant	England	AMC HOLDINGS LIMITED
100.00	ord shares of £1 /	Operating	England	AMC BANK LIMITED
				THE AGRICULTURAL MORTGAGE CORPORATION PLC

	/0 OI CI	% of class of shares	
	held by		% of class of shares
Class	(if diffe	the parent company): co	held by the parent company:
ABLEX AUDIO VIDEO LIMITED A CCR	A CCRPP ord £1		
ABLEX AUDIO VIDEO LIMITED CR pre	pref shs of £1	60.00	
ABLEX AUDIO VIDEO LIMITED ord she	ord shs of 111p	100.00	-
BELSIZE HOLDINGS LIMITED 'A' pro	preference	45.21	
BELSIZE HOLDINGS LIMITED P ordin	P ordinary shares	45.21	
BROOMCO (1204) LIMITED P ord s	P ord shs of £1	100.00	
BROOMCO (1204) LIMITED R pref	R pref shs 50p	100.00	
C S MARTIN (ALFORD) LIMITED A ord:	A ord shs of 1p	38.61	
C S MARTIN (ALFORD) LIMITED R prefe	R preference 1p	38.50	
CAPRICORN GROUP PLC (IN RECEIVERSHIP) CCPPO	0	44.13	
CAPRICORN GROUP PLC (IN RECEIVERSHIP) cum re	cum red pref shs	44.13	
CAPRICORN GROUP PLC (IN RECEIVERSHIP) ord sha	ord shares of £1	44.13	
CARDNET MERCHANT SERVICES LIMITED B ord :	B ord shs of £1	100.00	
CARDNET MERCHANT SERVICES LIMITED def sha	def shares of £1		100.00
CARDNET MERCHANT SERVICES LIMITED ord A	A shares £1	0.00	
CARDNET MERCHANT SERVICES LIMITED ord sho	ord shares of £1	0.00	
CASH BASES GB LIMITED P ord s	P ord shs of 10p	60.98	
CASH BASES GB LIMITED pref sh	pref shares £1	60.98	
CJ FINANCIAL SERVICES LIMITED 'A' or	'A' ord shs of £1	0.00	
FINANCIAL SERVICES LIMITED B ord :	B ord shs of £1	100.00	
CI FINANCIAL SERVICES LIMITED ord sh	ord shares of £1	0.00	
CROSS HOLDINGS LIMITED CCPPO	0	50.00	
CROSS HOLDINGS LIMITED CR pre	pref shs of £1	50.00	
CROSSCO (NO 122) LIMITED P ord s	shs of 1p	100.00	
CROSSCO (NO 122) LIMITED R ord :	shs £1	100.00	
CROSSCO (NO 122) LIMITED R pref	shs 150p	66.67	
CYPHER GROUP LIMITED P ord :	shs of £1	100.00	
CYPHER GROUP LIMITED R pref	shs £1	100.00	
	10 Po 10 Ro 10 Po 10 Rp	10 Po 10 Ro 10 Po 10 Rp	P ord shs of 1p  R ord shs £1  R pref shs 150p  P ord shs of £1  R pref shs £1

Group structure chart - Appendix A (printed on 25/05/1999)	A (printed on 25/05/1999)		% of class of shares	
			held by the group	% of class of shares
Parent company		Class of share(s)	the parent company):	company:
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	DIDSBURY HOLDINGS LIMITED	CCPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	DIDSBURY HOLDINGS LIMITED	R ord shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	DIDSBURY HOLDINGS LIMITED	R pref shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FAIRMILE HOLDINGS LIMITED	CCPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FAIRMILE HOLDINGS LIMITED	CCRP	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FAIRMILE HOLDINGS LIMITED	CCRPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FAIRMILE HOLDINGS LIMITED	cum red pref shs	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FD BRANDS LIMITED	A CR pref shs £1	33.33	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FD BRANDS LIMITED	A ord shs of £1	33.33	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FENNEDALE GROUP LIMITED	P ord shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FENNEDALE GROUP LIMITED	pref shares £1	100.00	
LLOYDS TSB GROUP plc	FIRST DEBENTURE FINANCE PLC	'A' ord shs of £1		99.76
LLOYDS TSB GROUP plc	FIRST DEBENTURE FINANCE PLC	B ord shs of £1		99.76
LLOYDS TSB GROUP pic	FIRST DEBENTURE FINANCE PLC	C ord shs of £1		99.76
LLOYDS TSB GROUP plc	FIRST DEBENTURE FINANCE PLC	unclass shs £1		99.76
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FRESH CONNECTION HOLDINGS LIMITED	A ord shs of 1p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FRESH CONNECTION HOLDINGS LIMITED	A pref shs of £1	65.22	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FRESH CONNECTION HOLDINGS LIMITED	B ord shs of 1p	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FRESH CONNECTION HOLDINGS LIMITED	C ord shs of 1p	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FRESH CONNECTION HOLDINGS LIMITED	CR pref shs of £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FRESH CONNECTION HOLDINGS LIMITED	D ord shs of 1p	62.35	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FRESH CONNECTION HOLDINGS LIMITED	ord shs of 10p	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	FRESH CONNECTION HOLDINGS LIMITED	P ord shs of 10p	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	G.S. PACKAGING LIMITED	CCPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	G.S. PACKAGING LIMITED	cum con pref	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	G.S. PACKAGING LIMITED	cum red pref shs	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	G.S. PACKAGING LIMITED	L ordinary shares	94.07	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GADC HOLDINGS LIMTIED	ACR pref shs 121p	38.46	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GADC HOLDINGS LIMTIED	CRPP ord shs £1	38.46	
j				

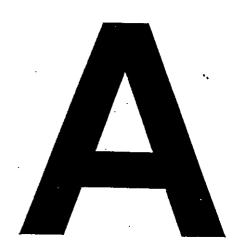
Group structure chart - Appendix A (printed on 25/05/1999)	A (printed on 25/05/1999)		% of class of shares	
,	•		held by the group	% of class of shares
Parent company		Class of share(s)	the parent company):	company:
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GAVCO 155 LIMITED	CCPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GAVCO 155 LIMITED	CR pref shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GLANCESPACE LIMITED	A CR pref shs £1	67.04	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GLANCESPACE LIMITED	CPP ord shs 10p	54.06	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GLANCESPACE LIMITED	ord shares of 10p	0.00	
LLOYDS TSB GROUP pic	GLENAVON INVESTMENTS LIMITED (APPLIC. TO STRIKE OFF)	A ord shs of £1	0.00	
LLOYDS TSB GROUP plc	GLENAVON INVESTMENTS LIMITED (APPLIC. TO STRIKE OFF)	B n/v £1 shares	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GLENELLA LIMITED	A pref shs of 1p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GLENELLA LIMITED	P ord shs of 1p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GLOBAL SHIPPING SERVICES LIMITED	A ord shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GLOBAL SHIPPING SERVICES LIMITED	CR pref shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GOLDCONE LIMITED	part pref shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	GOLDCONE LIMITED	preference shs 1p	100.00	
LLOYDS BANK Plc	HAWK TWO "93" LIMITED (IN LIQUIDATION)	10% cum pref £1	100.00	
LLOYDS BANK Pic	HAWK TWO "93" LIMITED (IN LIQUIDATION)	7.5% cum pref £1	100.00	
LLOYDS BANK Pic	HAWK TWO "93" LIMITED (IN LIQUIDATION)	ord shares of £1	100.00	•
LLOYDS BANK Pic	HAWK TWO "93" LIMITED (IN LIQUIDATION)	pref shares £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	HIGHGEL LIMITED	N pref shares £1	93.49	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	HIGHGEL LIMITED	P ord shs of 10p	66.67	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	HIGHGEL LIMITED	R pref shs £1	0.00	
KINDFORD LIMITED	HILL SAMUEL LIFE ASSURANCE LIMITED	1% non cum def £1	100.00	
KINDFORD LIMITED	HILL SAMUEL LIFE ASSURANCE LIMITED	10% n/c part/pref	100.00	
KINDFORD LIMITED	HILL SAMUEL LIFE ASSURANCE LIMITED	5% n/c red p/pref	100.00	
KINDFORD LIMITED	HILL SAMUEL LIFE ASSURANCE LIMITED	7% nc red pref £1	100.00	
KINDFORD LIMITED	HILL SAMUEL LIFE ASSURANCE LIMITED	ord shs of 10p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	HUTHWAITE INTERNATIONAL LIMITED	P ord shs of £1	30.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	HUTHWAITE INTERNATIONAL LIMITED	R pref shs £1	0.00	

Group structure chart - Appendix A (printed on 25/05/1999)	A (printed on 25/05/1999)		% of class of shares	
> *	•		held by the group	% of class of shares
Parent company		Class of share(s)	the parent company):	company:
UNITED DOMINIONS TRUST LIMITED	HYUNDAI CAR FINANCE LIMITED	B ord shs of £1	100.00	
UNITED DOMINIONS TRUST LIMITED	HYUNDAI CAR FINANCE LIMITED	ord A shares £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	JLD LIMITED	A cum red pref	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	JLD LIMITED	CR pref shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	JOHN WALLWORK GROUP LIMITED	E R pref shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	JOHN WALLWORK GROUP LIMITED	P ord shs of 25p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	JUSTINA HOLDINGS LIMITED	cum con pref ord	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	JUSTINA HOLDINGS LIMITED	cum red pref shs	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	KRISON LIMITED	ord shares of £1	11.80	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	KRISON LIMITED	P ord shs of £1	60.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	KRISON LIMITED	pref shares 80p	60.00	
LLOYDS BANK PIC	LIT HOLDINGS PLC (IN LIQUIDATION)	A first pref	100.00	
LLOYDS BANK Pic	LIT HOLDINGS PLC (IN LIQUIDATION)	B first pref shs	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	LITTLE MAXIM LIMITED	A ord shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	LITTLE MAXIM LIMITED	pref shares £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	LLOYDS BRITISH TESTING LIMITED	P ord shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	LLOYDS BRITISH TESTING LIMITED	pref shares £1	100.00	
LLOYDS BOWMAKER LIMITED	LLOYDS TSB MONTRACON LIMITED	'A' ord shs of £1	100.00	
LLOYDS BOWMAKER LIMITED	LLOYDS TSB MONTRACON LIMITED	B ord shs of £1	0.00	
LLOYDS BOWMAKER LIMITED	LLOYDS TSB MONTRACON LIMITED	ord shares of £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	MARLETON CROSS LIMITED	CCPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	MARLETON CROSS LIMITED	redeemable pref	90.00	
UNITED DOMINIONS TRUST LIMITED	MCL FINANCE LIMITED	'A' ord shs of £1	0.00	
UNITED DOMINIONS TRUST LIMITED	MCL FINANCE LIMITED	B ord shs of £1	100.00	
UNITED DOMINIONS TRUST LIMITED	MCL FINANCE LIMITED	ord shares of £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	MOTACHASE LIMITED	cum red pref shs	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	MOTACHASE LIMITED	preferred ord	100.00	

Group structure chart - Appendix A (printed on 25/05/1999)	A (printed on 25/05/1999)		% of class of shares	
1	,		held by the group	% of class of shares
Parent company		Class of share(s)	the parent company):	company:
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	NITRIDING SERVICES (HOLDINGS) LIMITED	P ord shs of 42p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	NITRIDING SERVICES (HOLDINGS) LIMITED	pref shares £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	NITRIDING SERVICES (HOLDINGS) LIMITED	R pref shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	NORPRINT LABELLING SYSTEMS LIMITED	A P ord shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	NORPRINT LABELLING SYSTEMS LIMITED	R pref shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	PANACEA HOLDINGS LIMITED	P ord shs of 1p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	PANACEA HOLDINGS LIMITED	P pref shs of 1p	100.00	
UNITED DOMINIONS TRUST LIMITED	PROTON FINANCE LIMITED	B ord shs of £1	100.00	
UNITED DOMINIONS TRUST LIMITED	PROTON FINANCE LIMITED	ord A shares £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	R & E HOLDINGS LIMITED	CCPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	R & E HOLDINGS LIMITED	CRPP pref shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	R D INTERNATIONAL (UK) LIMITED	CCPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	R D INTERNATIONAL (UK) LIMITED	cum red pref shs	100.00	
LLOYDS BOWMAKER LIMITED	R I G P FINANCE LIMITED	def shares of £1	100.00	
LLOYDS BOWMAKER LIMITED	R I G P FINANCE LIMITED	ord shares of £1	100.00	
LLOYDS BOWMAKER LIMITED	R I G P FINANCE LIMITED	part pref shs £1	100.00	
LLOYDS BOWMAKER LIMITED	R I G P FINANCE LIMITED	spec def shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	RAYNER FOOD GROUP LIMITED	A ord 20p shares	39.22	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	RAYNER FOOD GROUP LIMITED	pref shares £1	39.22	
MEVC CONTRACT HIRE LIMITED	RENTAL MANAGEMENT SERVICES LIMITED	A ord shs of £1	100.00	
MEVC CONTRACT HIRE LIMITED	RENTAL MANAGEMENT SERVICES LIMITED	B ord shs of £1	0.00	
MEVC CONTRACT HIRE LIMITED	RENTAL MANAGEMENT SERVICES LIMITED	ord shares of £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	RICHARD CRAVEN & CO. LIMITED	B red pref shs	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	RICHARD CRAVEN & CO. LIMITED	cum red pref shs	50.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	RICHARD CRAVEN & CO. LIMITED	preferred ord	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	RUDGE LITTLEY LIMITED	CR pref shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	RUDGE LITTLEY LIMITED	PP ord shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SANGERS GROUP LIMITED (QUADRANT)	CCRPPO	66.40	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SANGERS GROUP LIMITED (QUADRANT)	CR pref shs 10p	89.60	

Group structure chart - Appendix A (printed on 25/05/1999)	A (printed on 25/05/1999)		% of class of shares	
,	-		held by the group (if different from	% of class of shares held by the parent
Parent company		Class of share(s)	the parent company):	company:
UNITED DOMINIONS TRUST LIMITED	SHOGUN FINANCE LIMITED	A ord shs of £1	0.00	
UNITED DOMINIONS TRUST LIMITED	SHOGUN FINANCE LIMITED	B ord shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SILTINT INDUSTRIES LIMITED	'B' CPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SILTINT INDUSTRIES LIMITED	F preference shs	40.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SIMPSON INDUSTRIES LIMITED	B ord shs of 1p	21.31	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SIMPSON INDUSTRIES LIMITED	preferred ord	60.87	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SIMPSON INDUSTRIES LIMITED	R pref shs £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SONICEDGE LIMITED	CCPPO	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SONICEDGE LIMITED	redeemable pref	67.57	
THE NATIONAL BANK OF NEW ZEALAND LIMITED	SOUTH PACIFIC MERCHANT FINANCE LIMITED	A ordinary \$1	100.00	
THE NATIONAL BANK OF NEW ZEALAND LIMITED	SOUTH PACIFIC MERCHANT FINANCE LIMITED	B ordinary \$1	0.00	
THE NATIONAL BANK OF NEW ZEALAND LIMITED	SOUTH PACIFIC MERCHANT FINANCE LIMITED	C ordinary \$1	0.00	
THE NATIONAL BANK OF NEW ZEALAND LIMITED	SOUTH PACIFIC MERCHANT FINANCE LIMITED	D ordinary \$1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SPENCER MANUFACTURING HOLDINGS LIMITED	A cum red pref	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SPENCER MANUFACTURING HOLDINGS LIMITED	C pref shs of £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SPENCER MANUFACTURING HOLDINGS LIMITED	N pref shares £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SPENCER MANUFACTURING HOLDINGS LIMITED	ord shares of 10p	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SPENCER MANUFACTURING HOLDINGS LIMITED	P ord shs of 10p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SPENCER MANUFACTURING HOLDINGS LIMITED	R P ord shs 10p	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SPENCER MANUFACTURING HOLDINGS LIMITED	R pref shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SPILLERS SPECIALITY FEEDS (HOLDINGS) LIMITED	CPPO shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	SPILLERS SPECIALITY FEEDS (HOLDINGS) LIMITED	CR pref shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	TANVEC GROUP LIMITED	A P ord shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	TANVEC GROUP LIMITED	CR pref shs of £1	100.00	
LLOYDS TSB FINANCIAL SERVICES LIMITED	TARGET HOLDINGS LIMITED	A ordinary 1p shs	100.00	
LLOYDS TSB FINANCIAL SERVICES LIMITED	TARGET HOLDINGS LIMITED	B ord shs of £1	100.00	
LLOYDS TSB FINANCIAL SERVICES LIMITED	TARGET HOLDINGS LIMITED	def shares of £1	100.00	
LLOYDS TSB FINANCIAL SERVICES LIMITED	TARGET HOLDINGS LIMITED	ord C shares £1	100.00	

Group structure chart - Appendix A (printed on 25/05/1999)	A (printed on 25/05/1999)		% of class of shares	
			held by the group (if different from	% of class of shares held by the parent
Parent company		Class of share(s)	the parent company):	company:
KINDFORD LIMITED	TARGET INVESTMENT HOLDINGS LIMITED	1% non cum def £1	100.00	
KINDFORD LIMITED	TARGET INVESTMENT HOLDINGS LIMITED	10% n/c part/pref	100.00	
KINDFORD LIMITED	TARGET INVESTMENT HOLDINGS LIMITED	5% n/c red p/pref	100.00	
KINDFORD LIMITED	TARGET INVESTMENT HOLDINGS LIMITED	7% nc red pref £1	100.00	
KINDFORD LIMITED	TARGET INVESTMENT HOLDINGS LIMITED	ord shs of 10p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	TRIDENT ALLOYS LIMITED	A pref shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	TRIDENT ALLOYS LIMITED	P ord shs of £1	50.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	TRIDENT ALLOYS LIMITED	R pref shs 50p	50.00	
LLOYDS TSB GROUP pic	TSB GROUP HOLDINGS (JERSEY) LIMITED	A ord shs of £1		50.00
LLOYDS TSB GROUP plc	TSB GROUP HOLDINGS (JERSEY) LIMITED	B ord shs of £1		50.00
LLOYDS TSB GROUP plc	TSB GROUP HOLDINGS (JERSEY) LIMITED	C ord shs of £1		50.00
LLOYDS BOWMAKER LIMITED	V.A.G FINANCE LIMITED	B ord shs of £1	0.00	
LLOYDS BOWMAKER LIMITED	V.A.G FINANCE LIMITED	ord A shares £1	100.00	
UNITED DOMINIONS TRUST LIMITED	VOCS FINANCE LIMITED	B ord shs of £1	100.00	
UNITED DOMINIONS TRUST LIMITED	VOCS FINANCE LIMITED	ord A shares £1	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	WHITLEY WILLOWS LIMITED	P ord shs of £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	WHITLEY WILLOWS LIMITED	pref shares 50p	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	WHITLEY WILLOWS LIMITED	R ord shs £1	100.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	WIMPY RESTAURANTS GROUP LIMITED	A cum ordinary	26.19	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	WIMPY RESTAURANTS GROUP LIMITED	cum red pref shs	0.00	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	YOUNGHIGH LIMITED	CCRPPO	39.06	
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	YOUNGHIGH LIMITED	CR pref shs of £1	39.06	



#### **BULK LIST OF SHAREHOLDERS OR MEMBERS**

A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON THIS ANNUAL RETURN MICROFICHE.

IF YOU WISH TO SEARCH THE LIST, PLEASE ENQUIRE AT THE SEARCH CONTROL COUNTER.

COMPANY NUMBER\_\_\_\_\_\_\_