

LLOYDS BANK CORPORATE MARKETS PLC

At a general meeting of the sole member of Lloyds Bank Corporate Markets plc held at 25 Gresham Street, London, EC2V 7HN on 18 January 2018 the following resolutions were passed:

ORDINARY RESOLUTION

1. Authority to allot

That the directors be generally and unconditionally authorised pursuant to and in accordance with section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares or grant rights to subscribe for or to convert any security into shares up to an aggregate nominal amount of £100 million; such authority to apply in substitution for all previous authorities pursuant to section 551 of the Companies Act 2006 and shall expire at the next annual general meeting of the Company, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted after the authority ends.

SPECIAL RESOLUTION

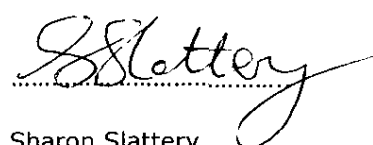
2. Disapplication of pre-emption rights

That, subject to the passing of resolution 1 above and in accordance with section 570 of the Companies Act 2006 (the "Act"), the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) for cash pursuant to the authority given in resolution 1 above, or where the allotment constitutes an allotment of equity securities by virtue of section 551 of the Act in each case:

in connection with a pre-emptive offer; and

otherwise than in connection with a pre-emptive offer, up to an aggregate nominal amount of £100 million,

such power to expire at the next annual general meeting of the Company (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.



Sharon Slattery
Company Secretary

