

AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

BLUEPRINT

OneWorld

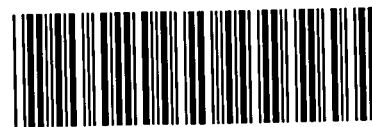
A fee is payable with this form
Please see 'How to pay' on the
last page.

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to confirm
that the company information is
correct as at the date of this return.
You must file an Annual Return at
least once every year.

☐ **What this form is for**
You cannot use this form to
give notice of changes to
officers, registered office or
company type or information
relating to the company.

TUESDAY



S45AUBAH
SCT 14/04/2015 #110
COMPANIES HOUSE

Part 1

Company details

The section must be completed by all companies.

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

A1 Company details

Company number 9 5 0 0 0

Company name in full LLOYDS BANKING GROUP plc

1 Company name change
If your company has recently
changed its name, please provide
the company name as at the date of
this return.

A2 Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below.

If you would like the company's made up date to be earlier than 1 October 2011,
please complete the AR01 appropriate for earlier made up dates.

Date of this return ^d1 ^d1 ^m0 ^m4 ^y2 ^y0 ^y1 ^y5

2 Date of this return
Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date.

A3 Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities. ³

Classification code 1 7 0 1 0 0

Classification code 2

Classification code 3

Classification code 4

If you cannot determine a code, please give a brief description of your
business activity below:

Principal activity
description HOLDING COMPANY

3 Principal business activity
You must provide a trade
classification code (SIC code 2007)
or a description of your company's
main business in this section.

A full list of the trade classification
codes are available on our website:
www.companieshouse.gov.uk

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Company type¹

Please confirm your company type by ticking the appropriate box below (only one box must be ticked):

- ☒ Public limited company
☐ Private company limited by shares
☐ Private company limited by guarantee
☐ Private company limited by shares exempt under section 60
☐ Private company limited by guarantee exempt under section 60
☐ Private unlimited company with share capital
☐ Private unlimited company without share capital

¹ Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website:
www.companieshouse.gov.uk

A5

Registered office address²

Building name/number	THE MOUND
Street	
Post town	EDINBURGH
County/Region	
Postcode	E H 1 1 Y Z

² Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return.

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return.

A6

Single alternative inspection location (SAIL) of the company records (if applicable)³

Building name/number	EQUINITI
Street	1ST FLOOR, 34 SOUTH GYLE CRESCENT SOUTH GYLE BUSINESS PARK
Post town	EDINBURGH
County/Region	SCOTLAND
Postcode	E H 1 2 9 E B

³ SAIL address

This must agree with the address that is held on the Companies House record at the date of this return.

If the address has changed, you should complete form AD02 and submit it together with this annual return.

A7

Location of company records⁴

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6:

- ☒ Register of members.
☐ Register of directors.
☐ Directors' service contracts.
☐ Directors' indemnities.
☐ Register of secretaries.
☐ Records of resolutions etc.
☐ Contracts relating to purchase of own shares.
☐ Documents relating to redemption or purchase of own share out of capital by private company.
☐ Register of debenture holders.
☐ Report to members of outcome of investigation by public company into interests in its shares.
☒ Register of interests in shares disclosed to public company.
☐ Instruments creating charges and register of charges: England and Wales or Northern Ireland.
☐ Instruments creating charges and register of charges: Scotland.

⁴ Location of company records

If the company records are held at the registered office address, do not tick any of the boxes in this section.

Certain records must be kept by every company while other records are only kept by certain company types where appropriate.

If the records are not kept at the SAIL address, they must be available at the registered office.

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return.

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Annual Return

(For returns made up to a date on or **after 1 October 2011**)**Part 2****Officers of the company**

This section should include details of the company at the date to which this annual return is made up.

- For a **secretary** who is an individual, go to **Section B1**.
- For a **corporate secretary**, go to **Section C1**.
- For a **director** who is an individual, go to **Section D1**.
- For a **corporate director**, go to **Section E1**.

Continuation pages

Please use a continuation page if you need to enter more officer details.

Secretary**B1****Secretary's details ^①**

Please use this section to list all the secretaries of the company.
For a corporate secretary, complete **Section C1-C4**.

Title*	MR
Full forename(s)	MALCOLM JAMES
Surname	WOOD
Former name(s) ^②	

① Secretary appointments

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return.

Corporate details

Please use **Section C1-C4** to enter corporate secretary details.

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

B2**Secretary's service address ^③**

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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(For returns made up to a date on or after 1 October 2011)

Corporate secretary

C1	Corporate secretary's details ^①	
	Please use this section to list all the corporate secretaries of the company.	
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	
Country		
	① Corporate secretary appointments You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return. Corporate secretary details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04. This information will appear on the public record.	
C2	Location of the registry of the corporate body or firm	
	Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete Section C3 only → No Complete Section C4 only	
C3	EEA companies ^②	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	
Where the company/firm is registered ^③		
Registration number		
	② EEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).	
C4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ^④		
If applicable, the registration number		
	④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.	

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Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company. For a corporate director, complete Section E1-E4.	
Title*		
Full forename(s)	LORD (NORMAN ROY)	
Surname	BLACKWELL	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	BRITISH	
Date of birth	<div> <div>d</div> <div>2</div> <div>9</div> <div>m</div> <div>0</div> <div>7</div> <div>y</div> <div>1</div> <div>9</div> <div>5</div> <div>2</div> </div>	
Business occupation (if any)	DIRECTOR	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	25	
Street	GRESHAM STREET	
Post town	LONDON	
County/Region		
Postcode	<div> <div>E</div> <div>C</div> <div>2</div> <div>V</div> <div>7</div> <div>H</div> <div>N</div> </div>	
Country	United Kingdom	

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MR
Full forename(s)	JUAN
Surname	COLOMBÁS CALAFAT
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	Spanish
Date of birth	^d 2 ^d 8 ^m 0 ^m 7 ^y 1 ^y 9 ^y 6 ^y 2
Business occupation (if any)	DIRECTOR

^① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

^② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V . 7 H N
Country	United Kingdom

^③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MR
Full forename(s)	MARK GEORGE
Surname	CULMER
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d 0 d 6 m 1 m 0 y 1 y 9 y 6 y 2
Business occupation (if any)	GROUP FINANCE DIRECTOR

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MR
Full forename(s)	ALAN PETER
Surname	DICKINSON
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	^d 1 ^d 2 ^m 0 ^m 6 ^y 1 ^y 9 ^y 5 ^y 0
Business occupation (if any)	DIRECTOR

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

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D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MS
Full forename(s)	CAROLYN JULIE
Surname	FAIRBAIRN
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	^d 1 ^d 3 ^m 1 ^m 2 ^y 1 ^y 9 ^y 6 ^y 0
Business occupation (if any)	DIRECTOR

① Director appointments

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Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

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② Former name(s)

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D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MS
Full forename(s)	ANITA MARGARET
Surname	FREW
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	^d 2 ^d 4 ^m 0 ^m 6 ^y 1 ^y 9 ^y 5 ^y 7
Business occupation (if any)	DIRECTOR

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MR
Full forename(s)	SIMON PETER
Surname	HENRY
Former name(s) ^②	
Country/State of residence	Netherlands
Nationality	British
Date of birth	^d 1 ^d 3 ^m 0 ^m 7 ^y 1 ^y 9 ^y 6 ^y 1
Business occupation (if any)	

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company. For a corporate director, complete Section E1-E4.	
Title*	MR	
Full forename(s)	ANTÓNIO MOTA DE SOUSA	
Surname	HORTA-OSÓRIO	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	Portugese	
Date of birth	<div> <div>d</div> <div>2</div> <div>8</div> <div>m</div> <div>0</div> <div>1</div> <div>y</div> <div>1</div> <div>9</div> <div>6</div> <div>4</div> </div>	
Business occupation (if any)	DIRECTOR	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	25	
Street	GRESHAM STREET	
Post town	LONDON	
County/Region		
Postcode	<div> <div>E</div> <div>C</div> <div>2</div> <div>V</div> <div></div> <div>7</div> <div>H</div> <div>N</div> </div>	
Country	United Kingdom	

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MR
Full forename(s)	DYFRIG DAFYDD JOSEFF
Surname	JOHN
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	^d 1 ^d 4 ^m 0 ^m 5 ^y 1 ^y 9 ^y 5 ^y 0
Business occupation (if any)	DIRECTOR

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MR
Full forename(s)	NICHOLAS LAWRENCE
Surname	LUFF
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	^d 1 ^d 1 ^m 0 ^m 3 ^y 1 ^y 9 ^y 6 ^y 7
Business occupation (if any)	DIRECTOR

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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Director

D1 Director's details ^①	
Please use this section to list all the directors of the company. For a corporate director, complete Section E1-E4.	
Title*	MR
Full forename(s)	NICHOLAS EDWARD TUCKER
Surname	PRETTEJOHN
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	<div> <div>d</div> <div>2</div> <div>d</div> <div>2</div> <div>m</div> <div>0</div> <div>m</div> <div>7</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>6</div> <div>y</div> <div>0</div> </div>
Business occupation (if any)	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^③	
Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	<div> <div>E</div> <div>C</div> <div>2</div> <div>V</div> <div></div> <div>7</div> <div>H</div> <div>N</div> </div>
Country	United Kingdom

③ Service address
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Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MR
Full forename(s)	ANTHONY
Surname	WATSON
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	d 0 d 2 m 0 m 4 y 1 y 9 y 4 y 5
Business occupation (if any)	DIRECTOR

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1

Director's details ^①

Please use this section to list all the directors of the company.
For a corporate director, complete Section E1-E4.

Title*	MRS
Full forename(s)	SARA VIVIANNE
Surname	WELLER
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	^d 0 ^d 1 ^m 0 ^m 8 ^y 1 ^y 9 ^y 6 ^y 1
Business occupation (if any)	DIRECTOR

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	United Kingdom

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)**Corporate director**

E1	Corporate director's details ^①		① Corporate director appointments You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return. Corporate director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02. This information will appear on the public record.
	Please use this section to list all the corporate director's of the company.		
Corporate body/firm name			
Building name/number			
Street			
Post town			
County/Region			
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>		
Country			
E2	Location of the registry of the corporate body or firm		
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only		
E3	EEA companies ^②		② EEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.		
Where the company/firm is registered ^③			
Registration number			
E4	Non-EEA companies		④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.		
Legal form of the corporate body or firm			
Governing law			
If applicable, where the company/firm is registered ^④			
If applicable, the registration number			

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 3

Statement of capital ^o

Does your company have share capital?

→ Yes Complete the sections below and the following Part 4.

→ No Go to Part 5 (Signature).

^o This should reflect the company's capital status at the made up date of this annual return.

F1

Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling.

If all your issued capital is in sterling, only complete Section F1 and then go to Section F4.

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
See attached schedule				£
				£
				£
				£
Totals				£

F2

Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies.

Please complete a separate table for each currency.

Currency	US Dollar			
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
See attached schedule				
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

F3

Totals

Please give the total number of shares and total aggregate nominal value of issued share capital.

Total number of shares	71,868,291,648
Total aggregate nominal value ⁵	£7,248,519,407.05 + US\$355,043.75

⁵ Total aggregate nominal value
Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.² Including both the nominal value and any share premium.⁴ Number of shares issued multiplied by nominal value of each share.

Continuation Pages

Please use a Statement of Capital continuation page if necessary.

³ Total number of issued shares in this class.

Please complete the table below to show each class of shares held in other currencies. Please complete a separate table for each currency.

Currency	Pounds Sterling			
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ^②	Amount (if any) unpaid on each share ^②	Number of shares ^③	Aggregate nominal value ^④
6% Non-Cumulative Redeemable Preference	0.25	0.00	400	£100.00
6.0884% Non-Cumulative Preference	1,000.00	0.00	10,914	£2,728.50
6.3673% Non-Cumulative Fixed / Floating Rate Preference	1,000.00	0.00	2,925	£731.25
6.475% Non-Cumulative Preference	1.00	0.00	56,472,211	£14,118,052.75
9.25% Non-Cumulative Irredeemable Preference	1.00	0.00	299,987,729	£74,996,932.25
9.75% Non-Cumulative Irredeemable Preference	1.00	0.00	55,740,886	£13,935,221.50
Ltd Voting Ordinary	0.10	0.00	80,921,051	£8,092,105.10
Ordinary	0.34	0.00	71,373,735,357	£7,137,373,535.70
Totals			71,866,871,473	£7,248,519,407.05

③ Total number of issued shares in this class.

Statement of capital ①

Please complete the table below to show each class of shares held in other currencies. Please complete a separate table for each currency.

① This should reflect the company's capital status at the made up date of this annual return.

Currency	US Dollar			
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ^②	Amount (if any) unpaid on each share ^③	Number of shares ^①	Aggregate nominal value ^④
5.92% Non-Cumulative Fixed/Floating Rate Callable Preference	1,000.00	0.00	213,287	US\$53,321.75
6.413% Non-Cumulative Fixed/Floating Rate Callable Preference	1,000.00	0.00	374,810	US\$93,702.50
6.657% Non-Cumulative Fixed/Floating Rate Callable Preference	1,000.00	0.00	434,350	US\$108,587.50
Fixed/Floating Rate Non-Cumulative Callable Preference	1,000.00	0.00	397,728	US\$99,432.00
Totals			1,420,175	US\$355,043.75

② Including both the nominal value and any share premium.

④ Number of shares issued multiplied by nominal value of each share.

③ Total number of issued shares in this class.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4

Statement of capital (Voting rights)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2.

Class of share	£0.25 6% Non-Cumulative Redeemable Preference
Voting rights	No express rights other than those provided for by general law and in the company's articles from time to time (no such rights currently).
Class of share	£0.25 6.0884% Non-Cumulative Preference
Voting rights	Holders of GBP 6.0884% non-cumulative preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company. Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full. If entitled to vote, each preference shareholder is entitled to one vote for every GBP 0.25 of nominal value of the preference shares of which he is a holder.
Class of share	£0.25 6.3673% Non-Cumulative Fixed/Floating Rate Preference
Voting rights	Holders of GBP 6.3673% non-cumulative preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company. Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full. If entitled to vote, each preference shareholder is entitled to one vote for every GBP 0.25 of nominal value of the preference shares of which he is a holder.
Class of share	£0.25 6.475% Non-Cumulative Preference
Voting rights	Holders of GBP 6.475% non-cumulative preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company. Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full. If entitled to vote, each preference shareholder is entitled to one vote for every GBP 0.25 of nominal value of the preference shares of which he is a holder.□

AR01 - continuation page

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Class of share	£0.25 9.25% Non-Cumulative Irredeemable Preference
Voting rights	<p>Holders of GBP 9.25% non-cumulative preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company. Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full. If entitled to vote, each preference shareholder is entitled to one vote for every GBP 0.25 of nominal value of the preference share of which he is a holder.</p>

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Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Class of share	£0.25 9.75% Non-Cumulative Irredeemable Preference
Voting rights	<p>Holders of GBP 9.75% non-cumulative preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company. Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full. If entitled to vote, each preference shareholder is entitled to one vote for every GBP 0.25 of nominal value of the preference shares of which he is a holder.□</p>

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Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Class of share	£0.10 Ltd Voting Ordinary
Voting rights	Holders of Limited Voting Shares may only vote on resolutions which concern (i) the approval of certain acquisitions or disposals; (ii) the variation of the rights attaching to Limited Voting Shares; or (iii) the winding-up of the company. If entitled to vote each Limited Voting Share carries one vote on a poll.

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Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Class of share	£0.10 Ordinary
Voting rights	Each share carries the right to one vote on a poll.

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Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Class of share	US\$0.25 5.92% Non-Cumulative Fixed/Floating Rate Callable Preference
Voting rights	Holders of USD 5.92% non-cumulative preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company. Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full if entitled to vote, each preference shareholder is entitled to one vote for every USD 0.25 of nominal value of the preference shares of which he is a holder.□

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Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Class of share

US\$0.25 6.413% Non-Cumulative Fixed/Floating Rate
Callable Preference

Voting rights

Holders of USD 6.413% non-cumulative preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company. Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full. If entitled to vote, each preference shareholder is entitled to one vote for every USD 0.25 of nominal value of the preference shares of which he is a holder.□

AR01 - continuation page

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Class of share	US\$0.25 6.657% Non-Cumulative Fixed/Floating Rate Callable Preference
Voting rights	Holders of USD 6.657% non-cumulative preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company. Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full. If entitled to vote, each preference shareholder is entitled to one vote for every USD 0.25 of nominal value of the preference shares of which he is a holder.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4

Statement of capital (Voting rights)

Class of share	US\$0.25 Fixed/Floating Rate Non-Cumulative Callable Preference
Voting rights	Holders of USD 6.267% non-cumulative preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company. Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full. If entitled to vote, each preference shareholder is entitled to one vote for every USD 0.25 of nominal value of the preference shares of which he is a holder.□

AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)**Part 4****Shareholders**

Does your company have share capital?

→ **Yes** go to **Section G1** 'Companies with share capital'.→ **No** Go to **Part 5 (Signature)**.**G1****Companies with share capital**

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below: ❶

☐ **No** go to **Section G2** 'Past and present shareholders'.☒ **Yes** go to **Question 2**.

Question 2

Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to Section G2 'Past and present shareholders'.

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies? Please tick the appropriate box below: ❷

☐ **No** go to **Section G4** 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'.☒ **Yes** go to **Part 5 'Signature'**

❶ A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognized investment exchanges and regulated markets can be found at: www.fsa.gov.uk/register/exchanges.do

❷ DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%).

G2**List of past and present shareholders ❸**

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below:

☐ There were no shareholder changes in this period. Go to **Part 5 (Signature)**.☐ A full list of shareholders is enclosed.☐ A list of shareholder changes is enclosed.

How is the list of shareholders enclosed. Please tick the appropriate box below:

☐ The list of shareholders is enclosed on paper. Go to **Section G3**. 'List of past and present shareholders'☐ The list of shareholders is enclosed in another format. Go to **Part 5 (Signature)**.

❸ This section only applies to companies answering 'No' in Section G1.

(For returns made up to a date on or **after 1 October 2011**)

List of past and present shareholders^o

This section only applies to companies answering 'No' to Question 1 in Section G1.

- The company's first annual return following incorporation;
- Every third annual return after a full list has been provided.

CHFP000
10/11 Version 5.0

(For returns made up to a date on or **after 1 October 2011**)

Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return

→ Go to Part 5 (Signature)

Further shareholders
Please use a 'Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return' continuation page if necessary.

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AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

Part 5

Signature

This must be completed by all companies.

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director ¹, Secretary, Person authorised ², Charity commission receiver and
~~manager, CIC manager, Judicial factor.~~

¹ Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

² Person authorised

Under either section 270 or 274 of the Companies Act 2006.

AR01**Annual Return**(For returns made up to a date on or **after 1 October 2011**)**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

GROUP SECRETARIAT

Address

25 GRESHAM STREET

Post town

LONDON

County/Region

Postcode

E

C

2

V

7

H

N

Country

United Kingdom

DX

Telephone

**Checklist**

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01.
- ☐ The company name and number match the information held on the public Register.
- ☐ You have completed your principal business activity.
- ☐ You have not used this form to make changes to the registered office address.
- ☐ You have not used this form to make changes to secretary and director details.
- ☐ You have fully completed the Statement of capital (if applicable).
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee.

**Important information**

Please note that all information on this form will appear on the public record.

**How to pay**

A fee of £40 is payable to Companies House in respect of an Annual Return.

Make cheques or postal orders payable to 'Companies House.'

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

**Further information**

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Companies Act 1985 - Schedule 4
LLOYDS BANKING GROUP plc - List of subsidiary and other companies

Company Name											Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes	
Tier Levels																
1	2	3	4	5	6	7	8	9	10							
1	LLOYDS BANKING GROUP plc										SCOTLAND					
2	BANK OF SCOTLAND CAPITAL FUNDING L.P.										Jersey					
2	LBG CAPITAL HOLDINGS LIMITED										ENGLAND AND WALES	£1.00 Ordinary shares	100.00000			
3	LBG CAPITAL NO. 2 PLC										ENGLAND AND WALES	£1.00 Ordinary shares	100.00000			
3	LBG CAPITAL NO.1 PLC										ENGLAND AND WALES	£1.00 Ordinary shares	100.00000			
2	LLOYDS BANK plc #										ENGLAND AND WALES	€0.25 7.875% Non-cumulative Callable Preference shares	100.00000			
												£1.00 6% non-cumulative redeemable preference shares	100.00000			
												£0.25 floating rate non-cumulative redeemable Series III preference shares	100.00000			
												£1.00 Ordinary shares	100.00000			
												US\$0.25 7.875% Non-cumulative Callable Preference shares	100.00000			
												US\$0.25 floating rate non-cumulative redeemable Series III preference shares	100.00000			
3	AMBERDATE LIMITED										ENGLAND AND WALES	£1.00 Ordinary shares	100.00000			
4	LB MORTGAGES LIMITED										ENGLAND AND WALES	£1.00 Preference shares	100.00000			
4	LLOYDS BANK FINANCIAL SERVICES (HOLDINGS) LIMITED #										ENGLAND AND WALES	£1.00 Ordinary shares	0.00000	100.00000		
4	RETAIL REVIVAL (BURGESS HILL) INVESTMENTS LIMITED										ENGLAND AND WALES	£100.00 Preference shares	0.00000	100.00000		
4	RETAIL REVIVAL (STRATFORD) INVESTMENTS LIMITED (in liquidation)										ENGLAND AND WALES	£1.00 Ordinary shares	100.00000			
4	RETAIL REVIVAL (TROWBRIDGE) INVESTMENTS LIMITED (in liquidation)										ENGLAND AND WALES	£1.00 Ordinary shares	100.00000			
4	SCOTLAND INTERNATIONAL FINANCE B.V.										Netherlands	€1.00 Ordinary shares	100.00000			
5	LLOYDS INTERNATIONAL PTY LIMITED										Australia	AUD1.00 Ordinary shares	100.00000			
												AUD4.7588 Ordinary shares	100.00000			
												AUD4.7966 Ordinary shares	100.00000			
												AUD4.8243 Ordinary shares	100.00000			

= Company is multi-owned within group

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Page 1

Company Name										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels														
1	2	3	4	5	6	7	8	9	10					
											AUD5.756 Ordinary shares	100.00000		
											AUD1.00 Ordinary shares	100.00000		
											AUD1.00 Ordinary shares	100.00000		
											AUD1.00 Redeemable Preference shares	0.00000	100.00000	
3										AQUILUS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3										BLACK HORSE PROPERTY SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3										BOLTRO NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3										BOS (IRELAND) PROPERTY SERVICES LIMITED	Ireland	€1.27 Ordinary shares	100.00000	
3										CARDNET MERCHANT SERVICES LIMITED #	ENGLAND AND WALES	£1.00 B Ordinary shares	97.84946	100.00000
												£1.00 Deferred shares	0.00000	100.00000
3										CASHPOINT LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3										CHARTERHALL (NO. 1) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3										CHARTERHALL (NO. 2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										CLERICAL MEDICAL FINANCE PLC #	ENGLAND AND WALES	£1.00 Ordinary shares	0.00044	100.00000
4										CLERICAL MEDICAL FINANCIAL SERVICES LIMITED #	ENGLAND AND WALES	£1.00 Ordinary shares	0.00002	100.00000
4										CLERICAL MEDICAL FORESTRY LIMITED #	ENGLAND AND WALES	£1.00 Ordinary shares	0.00001	100.00000
4										CLERICAL MEDICAL MANAGED FUNDS LIMITED #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00020	100.00000
4										CLERICAL MEDICAL PROPERTIES LIMITED #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00005	100.00000
4										HBOS INTERNATIONAL FINANCIAL SERVICES HOLDINGS LIMITED #	ENGLAND AND WALES	£1.00 Ordinary shares	0.00200	100.00000
4										HECM CUSTOMER SERVICES LIMITED (in liquidation) #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00001	100.00000
4										LLOYDS (FDC) COMPANY #	ENGLAND AND WALES	£1.00 Ordinary shares	1.00000	100.00000
4										LLOYDS BANK plc #	ENGLAND AND WALES	€0.25 7.875% Non-cumulative Callable Preference shares	0.00000	100.00000
												£1.00 6% non-cumulative redeemable preference shares	0.00000	100.00000
												£0.25 floating rate non-cumulative redeemable Series III preference shares	0.00000	100.00000

= Company is multi-owned within group

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Company Name										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels														
1	2	3	4	5	6	7	8	9	10					
											£1.00 Ordinary shares	0.0000C	100.00000	
											US\$0.25 7.875% Non-cumulative Callable Preference shares	0.0000C	100.00000	
											US\$0.25 floating rate non-cumulative redeemable Series III preference shares	0.0000C	100.00000	
4										LLOYDS BANKING GROUP INSURANCE PCC LIMITED (in liquidation) #	Guernsey	£1.00 Ordinary shares	0.0000C	99.99999
4										LLOYDS BANKING GROUP plc #	SCOTLAND			
4										SCOTTISH WIDOWS BANK plc #	SCOTLAND	£1.00 Ordinary shares	0.0000C	100.00000
4										SCOTTISH WIDOWS FINANCIAL SERVICES HOLDINGS #	SCOTLAND	£0.01 Ordinary shares	0.0000C	100.00000
4										SCOTTISH WIDOWS PLC #	SCOTLAND	£1.00 Ordinary shares	0.00000	100.00000
4										ST ANDREW'S GROUP PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00000	100.00000
4										ST ANDREW'S INSURANCE PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00000	100.00000
4										ST ANDREW'S LIFE ASSURANCE PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00000	100.00000
4										ST. MARY'S COURT INVESTMENTS #	ENGLAND AND WALES	£1.00 Ordinary shares	0.00001	100.00000
4										THE AGRICULTURAL MORTGAGE CORPORATION PLC #	ENGLAND AND WALES	£1.00 Ordinary shares	0.00001	100.00000
4										THREE COPTHALL AVENUE LIMITED #	ENGLAND AND WALES	£1.00 Ordinary shares	1.00000	100.00000
3										CHARTERHALL (NO. 3) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3										CHELTENHAM & GLOUCESTER plc #	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										BARNWOOD MORTGAGES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										C & G FINANCIAL SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										C & G HOMES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										C&G ESTATE AGENTS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										C&G PROPERTY HOLDINGS LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										CENTRAL MORTGAGE FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3										CHISWELL STOCKBROKERS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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Company Name											Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels	1	2	3	4	5	6	7	8	9	10					
4											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4											Guernsey	£1.00 Ordinary shares	0.00000	100.00000	
4											ENGLAND AND WALES	£1.00 Ordinary shares	50.00000	100.00000	
4											ENGLAND AND WALES	€0.25 7.875% Non-cumulative Callable Preference shares	0.00000	100.00000	
												£1.00 6% non-cumulative redeemable preference shares	0.00000	100.00000	
												£0.25 floating rate non-cumulative redeemable Series III preference shares	0.00000	100.00000	
												£1.00 Ordinary shares	0.00000	100.00000	
												US\$0.25 7.875% Non-cumulative Callable Preference shares	0.00000	100.00000	
												US\$0.25 floating rate non-cumulative redeemable Series III preference shares	0.00000	100.00000	
4											India	INR10.00 Equity shares	0.00119	100.00000	
4											Hong Kong	HKD1.00 Ordinary Of Hk\$ 1 shares	0.00001	100.00000	
4											Argentina	£ Class A Arg\$0.0001 shares	0.00000	100.00000	
												£ Class B Arg\$0.0001 shares	0.27474	100.00000	
3											ENGLAND AND WALES	£1.00 A Ordinary shares	100.00000		
3											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3											ENGLAND AND WALES	£1.00 Ordinary Shares of £1.00	100.00000		
4											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
4											HBOS INVESTMENT MANAGEMENT HOLDINGS (MALTA) LIMITED (in liquidation)	Malta	€2.32937 Ordinary shares	100.00000	
3											HBOS PLC #	SCOTLAND	£0.25 Non-voting deferred shares	100.00000	
													£0.25 ORDINARY shares	100.00000	
													£1.00 PREFERENCE shares	100.00000	
4											BANK OF SCOTLAND PLC #	SCOTLAND	£0.25 Ordinary Shares	100.00000	
													£0.25 Preference shares	0.00000	100.00000
5											ALBION COLLECTIONS LIMITED (applied for strike-off)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											ASPIRE OIL SERVICES LIMITED	SCOTLAND			
5											AUTOMOBILE ASSOCIATION PERSONAL FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											BANK OF SCOTLAND (IRELAND) COMMERCIAL FINANCE LIMITED (in voluntary liquidation)	Ireland	€1.27 Ordinary-A shares	100.00000	
													€1.27 Ordinary-B shares	100.00000	
5											BANK OF SCOTLAND (STANLIFE) LONDON NOMINEES LIMITED	SCOTLAND			
5											BANK OF SCOTLAND CAPITAL FUNDING (JERSEY) LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
5											BANK OF SCOTLAND EDINBURGH NOMINEES LIMITED	SCOTLAND			
6											BANK OF SCOTLAND PLC #	SCOTLAND	£0.25 Ordinary Shares	0.00000	100.00000
													£0.25 Preference shares	0.00000	100.00000
6											BANK OF WALES LIMITED #	ENGLAND AND WALES	£0.25 ORD. STOCK UNITS shares	0.00000	100.00000
6											BOS (SHARED APPRECIATION MORTGAGES) NO. 1 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00200	100.00000
6											BOS (SHARED APPRECIATION MORTGAGES) NO. 2 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00200	100.00000
6											BOS (SHARED APPRECIATION MORTGAGES) NO. 3 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00200	100.00000
6											BOS (SHARED APPRECIATION MORTGAGES) NO. 4 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00200	100.00000
6											BOS (SHARED APPRECIATION MORTGAGES) NO. 5 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00200	100.00000
6											BOS (SHARED APPRECIATION MORTGAGES) NO. 6 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00200	100.00000
6											HALIFAX LIMITED #	ENGLAND AND WALES	£0.20 ORDINARY 20P shares	0.00000	100.00000
6											HBOS PLC #	SCOTLAND	£0.25 Non-voting deferred shares	0.00000	100.00000
													£0.25 ORDINARY shares	0.00000	100.00000
													£1.00 PREFERENCE shares	0.00000	100.00000
6											HBOS TREASURY SERVICES LIMITED #	ENGLAND AND WALES	£0.25 ORDINARY 25P shares	0.00000	100.00000

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
6											HBOS UK LIMITED #	SCOTLAND	£1.00 Ordinary shares	0.00200	100.00000
6											HORIZON CAPITAL 2000 LIMITED #	SCOTLAND	£1.00 Ordinary shares	0.00000	100.00000
6											LEGACY RENEWAL COMPANY LIMITED #	SCOTLAND	£1.00 ORDINARY shares	0.00067	100.00000
6											STANDARD PROPERTY INVESTMENT LIMITED	United Kingdom	£5.00 Ordinary shares	60.34483	
7											STANDARD PROPERTY INVESTMENT (1987) LIMITED #	SCOTLAND	£1.00 Ordinary-A shares	0.00000	100.00000
													£1.00 Ordinary-B shares	100.00000	
6											UBERIOR INVESTMENTS LIMITED #	SCOTLAND	£1.00 Ordinary shares	0.00005	100.00000
6											UBERIOR TRADING LIMITED #	SCOTLAND	£1.00 ORDINARY shares	1.00000	100.00000
5											BANK OF SCOTLAND HONGKONG NOMINEES LIMITED	Hong Kong			
5											BANK OF SCOTLAND LEASING LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000	
5											BANK OF SCOTLAND LONDON NOMINEES LIMITED	SCOTLAND			
5											BANK OF SCOTLAND NOMINEES (UNIT TRUSTS) LIMITED	SCOTLAND			
5											BANK OF SCOTLAND P.E.P. NOMINEES LIMITED	SCOTLAND			
5											BANK OF SCOTLAND STRUCTURED ASSET FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											BANK OF SCOTLAND LNG LEASING (NO 1) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											BARENTS LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											BOS AIRCRAFT HOLDINGS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											AIRCRAFT INVESTMENTS LIMITED (in liquidation)	Cayman Islands	US\$1.00 Ordinary shares	100.00000	
6											BOSSAF RAIL LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											CBRAIL LIMITED (in liquidation)	ENGLAND AND WALES	€1.00 Ordinary Euros shares	100.00000	
7											CBRAIL S.A.R.L.	Luxembourg	£1.00 Ordinary shares	100.00000	
6											CHARIOT FINANCE LIMITED	ENGLAND AND WALES	€25.00 Ordinary shares	100.00000	
6											HALIFAX LEASING (JUNE) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											HALIFAX LEASING (MARCH NO.2) LIMITED	ENGLAND AND WALES	£0.50 Ordinary shares	100.00000	
													£0.50 ORDINARY shares	100.00000	

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Company Name										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels														
1	2	3	4	5	6	7	8	9	10					
6	HALIFAX LEASING (SEPTEMBER) LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
7	WARWICK LEASING LIMITED									ENGLAND AND WALES	£1.00 Ordinary-A shares	100.00000		
6	KANTO LEASING LIMITED									ENGLAND AND WALES	£1.00 Ordinary-B shares £1.00 Ordinary shares	100.00000 100.00000		
6	KATRINE LEASING LIMITED									Jersey	£1.00 Par Value shares	100.00000		
7	PEONY LEASING LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
8	PEONY EASTERN LEASING LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
8	PEONY WESTERN LEASING LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6	NEVIS LEASING LIMITED									Jersey	£1.00 Ordinary shares	74.00000		
6	NORDIC LEASING LIMITED									ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
6	OCEAN LEASING (JULY) LIMITED									ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
6	OCEAN LEASING (NO 1) LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6	OCEAN LEASING (NO 2) LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6	OVAL LEASING LIMITED (applied for strike-off)									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6	PACIFIC LEASING LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6	SEABREEZE LEASING LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6	SEADANCE LEASING LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6	SEASPIRIT LEASING LIMITED									ENGLAND AND WALES	US\$1.00 Ordinary shares £1.00 Ordinary shares	100.00000 100.00000		
6	SEASPRAY LEASING LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6	SHIBDEN DALE LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6	TRANQUILLITY LEASING LIMITED									ENGLAND AND WALES	US\$1.00 Ordinary shares £1.00 Ordinary shares	100.00000 100.00000		
5	BANK OF SCOTLAND TRANSPORT FINANCE 1 LIMITED									ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											BANK OF WALES LIMITED #	ENGLAND AND WALES	£0.25 ORD. STOCK UNITS shares	100.00000	
5											BAVARIAN MORTGAGES NO.2 LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											BIRMINGHAM MIDSHIRES ASSET MANAGEMENT LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											BIRMINGHAM MIDSHIRES FINANCIAL SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											BIRMINGHAM MIDSHIRES LAND DEVELOPMENT LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											BIRMINGHAM MIDSHIRES PROPERTY SERVICES LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
													£1.00 Redeemable Ordinary 1 shares	100.00000	
5											BLAIR, OLIVER AND SCOTT LIMITED (applied for strike-off)	SCOTLAND	£1.00 ORDINARY shares	100.00000	
5											BOS (BOSTON) INC	United States	US\$1.00 Ordinary shares	100.00000	
5											BOS (IRELAND) FINANCIAL ENTERPRISES LIMITED (in voluntary liquidation)	Ireland	€1.27 Ordinary shares	100.00000	
5											BOS (IRELAND) NOMINEES LIMITED	Ireland	€1.27 Ordinary shares	100.00000	
5											BOS (IRELAND) PROPERTY SERVICES 2 LIMITED	Ireland	€1.00 Ordinary shares	100.00000	
6											ICC HOLDINGS #	Ireland	€1.27 Ordinary shares	0.90090	100.00000
5											BOS (PB) LLC	United States			
5											BOS (SHARED APPRECIATION MORTGAGES (SCOTLAND) NO. 2) LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000	
5											BOS (SHARED APPRECIATION MORTGAGES (SCOTLAND) NO. 3) LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000	
5											BOS (SHARED APPRECIATION MORTGAGES (SCOTLAND)) LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000	
5											BOS (SHARED APPRECIATION MORTGAGES) NO. 1 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	99.99800	100.00000
5											BOS (SHARED APPRECIATION MORTGAGES) NO. 2 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	99.99800	100.00000
5											BOS (SHARED APPRECIATION MORTGAGES) NO. 3 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	99.99800	100.00000
5											BOS (SHARED APPRECIATION MORTGAGES) NO. 4 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	99.99800	100.00000
5											BOS (SHARED APPRECIATION MORTGAGES) NO. 5 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	99.99800	100.00000
5											BOS (SHARED APPRECIATION MORTGAGES) NO. 6 PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	99.99800	100.00000
5											BOS (SOUTHPORT) HOLDING LLC	United States			
6											SOUTHPORT GREEN ACQUISITION LLC	United States			

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Company Name											Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels															
1	2	3	4	5	6	7	8	9	10						
5										BOS MISTRAL LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
6										MOTABILITY OPERATIONS GROUP PLC #	ENGLAND AND WALES	£1.00 Ordinary shares	20.00000	40.00000	
5										BRITANNIA PERSONAL LENDING LIMITED	ENGLAND AND WALES	£1.00 Preference shares £1.00 'A' ORDINARY shares	20.00000 100.00000	40.00000	
5										BRITISH LINEN LEASING LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000		
6										BANK OF SCOTLAND EQUIPMENT FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
7										CF ASSET FINANCE LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
7										SALELEASE PURCHASE LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000		
6										BRITISH LINEN LEASING (LONDON) LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000		
6										BRITISH LINEN SHIPPING LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000		
6										CAPITAL LEASING (EDINBURGH) LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000		
6										CAPITAL LEASING LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000		
6										THISTLE LEASING #	SCOTLAND				
5										BROOKLYN PROPERTIES LIMITED	Ireland	€1.27 Ordinary-A shares €1.27 Ordinary-B shares	100.00000 100.00000		
5										CAPITAL 1945 LIMITED #	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK INSURANCE SERVICES LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK LEASING 1 LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK LEASING 10 LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK LEASING 11 LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK LEASING 12 LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK LEASING 2 LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK LEASING 3 LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK LEASING 4 LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK LEASING 5 LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
6										THISTLE LEASING #	SCOTLAND				
5										CAPITAL BANK LEASING 6 LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5										CAPITAL BANK LEASING 7 LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		

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	1	2	3	4	5	6	7	8	9	10					
5											SCOTLAND	£1.00 ORDINARY shares	100.00000		
5											ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
6											ENGLAND AND WALES				
5											ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5											ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5											ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
5											ENGLAND AND WALES				
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 'C' ORDINARY shares	0.00800		
5											ENGLAND AND WALES	£1.00 'N' ORDINARY shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	20.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5											ENGLAND AND WALES	£1.00 Ordinary Shares of £1.00	100.00000		
5											ENGLAND AND WALES	£1.00 'B' Ordinary Shares of £1.00	100.00000		

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											HALIFAX LOANS LIMITED	ENGLAND AND WALES	£1.00 'C' Ordinary Shares of £1.00 £1.00 Ordinary shares	100.00000 100.00000	
6											HALIFAX MORTGAGE SERVICES (HOLDINGS) LIMITED	ENGLAND AND WALES	£1.00 Ordinary Shares of £1.00	100.00000	
7											HALIFAX MORTGAGE SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary Shares of £1.00	100.00000	
6											HL GROUP (HOLDINGS) LIMITED	ENGLAND AND WALES	£1.00 Ordinary Shares of £1.00	100.00000	
5											HALIFAX PREMISES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											HALIFAX VEHICLE LEASING (1998) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											LEX VEHICLE LEASING (HOLDINGS) LIMITED	ENGLAND AND WALES	£1.00 Ordinary-A shares £1.00 Ordinary-B shares £1.00 Redeemable Preference shares	100.00000 100.00000 100.00000	
7											LEX VEHICLE FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											LEX VEHICLE LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											LEX VEHICLE PARTNERS (1) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											LEX VEHICLE PARTNERS (2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											LEX VEHICLE PARTNERS (3) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											LEX VEHICLE PARTNERS (4) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											LEX VEHICLE PARTNERS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											VEHICLE LEASING (1) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											VEHICLE LEASING (2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											VEHICLE LEASING (3) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											VEHICLE LEASING (4) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											WHITEFLEET LIMITED	ENGLAND AND WALES	£1.00 Ordinary-A shares	100.00000	
5											HBOS CANADA INC	Canada	CAD1.00 Ordinary shares	100.00000	
6											BOSIC INC	Canada	CAD1.00 Ordinary shares	100.00000	

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Company Name										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels														
1	2	3	4	5	6	7	8	9	10					
6										UBERIOR CANADA LP LTD	Canada	CAD1.00 Ordinary shares	100.00000	
7										VALAD CANADIAN PARTNERS LP	Canada			
5										HBOS COVERED BONDS LLP	ENGLAND AND WALES			
5										HBOS DIRECTORS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6										THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00001	100.00000
5										HBOS SOCIAL HOUSING COVERED BONDS LLP	ENGLAND AND WALES			
5										HBOS TREASURY SERVICES LIMITED #	ENGLAND AND WALES	£0.25 ORDINARY 25P shares	100.00000	
5										HILLVIEW (WATFORD) LIMITED	England	£1.00 Ordinary shares	50.00000	
5										HOME SHOPPING PERSONAL FINANCE LIMITED	ENGLAND AND WALES	£1.00 'A' ORDINARY shares	100.00000	
												£1.00 'B' ORDINARY shares	100.00000	
5										HORIZON CAPITAL 2000 LIMITED #	SCOTLAND	£1.00 Ordinary shares	100.00000	
6										HORIZON HOTEL INVESTMENTS LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6										HORIZON PROPERTY INVESTMENTS LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000	
6										HORIZON RESIDENTIAL DEVELOPMENTS LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6										HORIZON RESOURCES LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6										STEWART MILNE (GLASGOW) LIMITED	SCOTLAND	£1.00 Ordinary-A shares	100.00000	
6										STEWART MILNE (WEST) LIMITED	SCOTLAND	£1.00 Ordinary-A shares	100.00000	
6										WEST CRAIGS LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
5										HORIZON CAPITAL LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
5										IBOS FINANCE LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000	
5										ICC EQUITY PARTNERS LIMITED	Ireland	€1.27 Ordinary shares	100.00000	
5										ICC ESOP TRUSTEE LIMITED	Ireland	€1.20 Ordinary shares	100.00000	
5										ICC HOLDINGS #	Ireland	€1.27 Ordinary shares	99.09910	100.00000
6										BOS (IRELAND) WEALTH MANAGEMENT LIMITED (IN VOLUNTARY LIQUIDATION)	Ireland	€1.27 Ordinary shares	100.00000	
6										ICC ENTERPRISE PARTNERS LIMITED	Ireland	€1.27 Ordinary shares	100.00000	
6										ICC SOFTWARE PARTNERS LIMITED	Ireland	€1.27 Ordinary shares	100.00000	
6										KRIPTON PROPERTIES LIMITED	Ireland	€1.27 Ordinary shares	100.00000	
6										OMNISTONE LIMITED #	Ireland	€1.26974 Ordinary-A shares	0.00000	100.00000
												€1.26974 Ordinary-B shares	0.00000	100.00000
												€1.26974 Ordinary-C shares	2.00000	100.00000
5										IF COVERED BONDS LIMITED LIABILITY PARTNERSHIP	ENGLAND AND WALES			
5										IN STORE CREDIT LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											INTELLIGENT FINANCE FINANCIAL SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											INTELLIGENT FINANCE SOFTWARE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											J & J COLLECTIONS LIMITED (applied for strike-off)	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000	
5											LEGACY RENEWAL COMPANY LIMITED #	SCOTLAND	£1.00 ORDINARY shares	99.99933	100.00000
5											LLOYDS BANK (FOUNTAINBRIDGE 1) LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
5											LLOYDS BANK (FOUNTAINBRIDGE 2) LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
5											LLOYDS BANKING GROUP INSURANCE PCC LIMITED (in liquidation) #	Guernsey	£1.00 Ordinary shares	77.16049	99.99999
5											LLOYDS SECRETARIES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LONDON UBERIOR (L.A.S.GROUP) NOMINEES LIMITED	SCOTLAND			
5											MEADOWFIELD INVESTMENTS LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6											CASTLEMILL INVESTMENTS LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											FORTROSE INVESTMENTS LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											MORAY INVESTMENTS LIMITED	ENGLAND AND WALES	£0.005 Ordinary shares	100.00000	
5											MEMBERSHIP SERVICES FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											MORSTON ASSETS LIMITED (in administration)	ENGLAND AND WALES			
5											MURRAY INTERNATIONAL HOLDINGS LIMITED	SCOTLAND			
5											NFU MUTUAL FINANCE LIMITED	ENGLAND AND WALES	£1.00 'A' ORDINARY OF ONE POUND shares £1.00 C shares	100.00000 100.00000	
5											NORTHERN EDGE LIMITED	ENGLAND AND WALES			
5											NORTHERN MORTGAGE CORPORATION LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											NWS TRUST LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000	
5											OMNISTONE LIMITED #	Ireland	€1.26974 Ordinary-A shares €1.26974 Ordinary-B shares €1.26974 Ordinary-C shares	100.00000 100.00000 98.00000	100.00000
5											QUION 6 BV	Netherlands	€100.00 Ordinary shares	100.00000	
5											SCOTLAND INTERNATIONAL FINANCE NO. 2 B.V.	Netherlands	€1.00 Ordinary shares	100.00000	
5											SCOTMAR COMMERCIAL EQUIPMENT FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary-A shares	100.00000	
5											SEAFORTH MARITIME (HIGHLANDER) LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000	
6											IBOS SECURITIES #	SCOTLAND			

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											SEAFORTH MARITIME (JARL) LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000	
6											NWS 2 #	SCOTLAND			
5											STANDARD PROPERTY INVESTMENT (1987) LIMITED #	SCOTLAND	£1.00 Ordinary-A shares	100.00000	
													£1.00 Ordinary-B shares	0.00000	100.00000
5											SUSSEX COUNTY HOMES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											THE BRITISH LINEN COMPANY LIMITED	SCOTLAND	£1.00 Ordinary shares	99.98000	
5											THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY #	ENGLAND AND WALES	£1.00 ORDINARY shares	99.99999	100.00000
5											THE SCOTTISH AGRICULTURAL SECURITIES CORPORATION P.L.C.	SCOTLAND	£1.00 Ordinary shares	33.33360	
5											TOWER HILL PROPERTY INVESTMENTS (10) LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	90.00000	
5											TOWER HILL PROPERTY INVESTMENTS (7) LIMITED	ENGLAND AND WALES	£1.00 ORDINARY shares	90.00000	
5											UBERIOR ENA LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6											BOS (USA) AL INC.	United States	US\$0.01 Ordinary shares	100.00000	
6											BOS (USA) FUND INVESTMENTS INC.	United States	US\$0.01 Common Stock shares	100.00000	
7											GFP HOLDINGS LLC	United States			
8											GLEACHER MEZZANINE LLC	United States			
7											THREAD REAL ESTATE CARY TOWNE PARK LLC	United States			
8											CARY TOWNE PARKE HOLDINGS LLC	United States			
9											CARY TOWNE PARKE LLC	United States			
7											THREAD REAL ESTATE GOLFVIEW LLC	United States			
8											GOLFVIEW APARTMENT HOLDINGS LLC	United States			
9											GOLFVIEW APARTMENTS LLC	United States			
6											BOS (USA) INC	United States	US\$0.01 Ordinary shares	100.00000	
5											UBERIOR INVESTMENTS LIMITED #	SCOTLAND	£1.00 Ordinary shares	99.99995	100.00000
6											AGORA SHOPPING CENTRES LIMITED (in administration)	ENGLAND AND WALES			
6											ALDERLEY CAPITAL LIMITED (in administration)	Isle of Man			
6											BANK OF SCOTLAND INSURANCE SERVICES LIMITED #	SCOTLAND	£1.00 ORDINARY shares	99.99800	100.00000
6											BOS EDINBURGH NO 1 LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
7											UBERIOR ISAF CIP 2007 L.P.	ENGLAND AND WALES			
6											BUSINESS GROWTH FUND PLC	United Kingdom			
6											EUROPA PROPERTY COMPANY (NORTHERN) LIMITED	ENGLAND AND WALES			
6											KENMORE CAPITAL 2 LIMITED (in liquidation)	SCOTLAND			

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Company Name											Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels															
1	2	3	4	5	6	7	8	9	10						
6											KENMORE CAPITAL 3 LIMITED (in administrative receivership)	ENGLAND AND WALES			
6											KENMORE CAPITAL LIMITED (in liquidation)	SCOTLAND			
6											PRESTONFIELD INVESTMENTS LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
7											A G GERMANY LIMITED	ENGLAND AND WALES			
7											FHR EUROPEAN VENTURES LLP	ENGLAND AND WALES			
7											HIBERNIA WORLDWIDE HOTELS BV	Netherlands			
7											INJECTION DIRECTE IMMOBILIER SAS	France			
7											PRESTBURY 1 LIMITED PARTNERSHIP	ENGLAND AND WALES			
7											PRESTONFIELD P1 LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
8											SECURE INCOME REIT PLC	ENGLAND AND WALES			
7											PRESTONFIELD P2 LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
7											PRESTONFIELD P3 LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
7											STANTON CAPITAL HOLDINGS LIMITED (in liquidation)	ENGLAND AND WALES			
7											UBERIOR (MOORFIELD) LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6											RYDON GROUP LIMITED	ENGLAND AND WALES			
6											TANTALLON INVESTMENTS, INC	United States	US\$0.01 Ordinary shares	100.00000	
7											TANTALLON LLC	United States			
8											TANTALLON ACQUISITION LLC	United States			
8											TANTALLON AUSTIN HOTEL LLC	United States			
8											TANTALLON AUSTIN LLC	United States			
8											TANTALLON ORLANDO LLC	United States			
6											UBERIOR EQUITY LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
7											DCK GROUP LIMITED	United Kingdom			
7											DE VERE GROUP LIMITED	ENGLAND AND WALES			
7											MRBL LIMITED	ENGLAND AND WALES			
6											UBERIOR FUND INVESTMENTS LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
7											UBERIOR CO-INVESTMENTS LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6											UBERIOR INFRASTRUCTURE INVESTMENTS LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000	
7											EDUCATION 4 AYRSHIRE (HOLDINGS) LIMITED	SCOTLAND			
7											FBLP LIMITED	ENGLAND AND WALES			
7											JUSTICE SUPPORT SERVICES (NORFOLK AND SUFFOLK) HOLDINGS LIMITED	ENGLAND AND WALES			

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
7											UBERIOR INFRASTRUCTURE INVESTMENTS (NO 2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											UBERIOR VENTURES LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
7											CATESBY STUDENT LIVING LIMITED (in liquidation)	England			
7											CONTINENTAL SHELF 225 LIMITED	ENGLAND AND WALES			
7											CONTINENTAL SHELF 291 LIMITED	ENGLAND AND WALES			
7											G R MEDIA HOLDINGS LIMITED				
7											LOTHIAN FIFTY (150) LIMITED	ENGLAND AND WALES			
7											OCTAGON (RICHMOND) LIMITED	ENGLAND AND WALES			
7											PRESTBURY HOTEL HOLDINGS LIMITED	ENGLAND AND WALES			
7											PRESTBURY WENTWORTH HOLDINGS LIMITED	ENGLAND AND WALES			
7											PSX HOLDINGS LIMITED (in liquidation)	ENGLAND AND WALES			
7											SAPPHIRE RETAIL FUND LIMITED (in liquidation)	ENGLAND AND WALES			
7											UBERIOR EUROPE LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
8											BERGAMOT VENTURES LIMITED	ENGLAND AND WALES			
8											D.U.K.E REAL ESTATE LIMITED	SCOTLAND			
8											EUROPEAN PROPERTY FUND (HOLDINGS) LIMITED SARL	Luxembourg			
7											UBERIOR VENTURES AUSTRALIA PTY LIMITED	Australia	AUD1.00 Ordinary shares	100.00000	
8											ADF NO.1 PTY LTD	Australia	AUD1.00 Ordinary shares	100.00000	
9											AUSTRALAND APARTMENTS No.6 PTY LTD	Australia	AUD1.00 Ordinary shares	50.00000	
8											AVJBOS NOMINEES PROPRIETARY LIMITED	Australia	AUD1.00 Ordinary shares	50.00000	
9											AVJBOS EASTWOOD DEVELOPMENTS PTY LIMITED	Australia	AUD1.00 Ordinary shares	100.00000	
9											AVJBOS EASTWOOD FINANCE PTY LIMITED	Australia	AUD1.00 Ordinary shares	100.00000	
8											FERN BAY SEASIDE VILLAGE LIMITED	Australia			
7											ZOG BROWNFIELD VENTURES LIMITED (in administration)	ENGLAND AND WALES			
5											UBERIOR NOMINEES LIMITED	SCOTLAND			

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
6											BANK OF SCOTLAND INSURANCE SERVICES LIMITED #	SCOTLAND	£1.00 ORDINARY shares	0.00200	100.00000
5											UBERIOR TRADING LIMITED #	SCOTLAND	£1.00 ORDINARY shares	99.00000	100.00000
6											CITY & GENERAL SECURITIES LIMITED	England			
5											UBERIOR TRUSTEES LIMITED	SCOTLAND			
5											VOCALINK HOLDINGS LIMITED #	ENGLAND AND WALES	£1.00 Deferred shares	8.88890	27.11109
													£1.00 Ordinary shares	14.41823	33.47291
5											WESTERN TRUST HOLDINGS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											WESTERN TRUST & SAVINGS HOLDINGS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											BAVARIAN MORTGAGES NO. 5 LIMITED #	ENGLAND AND WALES	£1.00 Ordinary shares	0.00200	100.00000
7											BIRMINGHAM MIDSHIRES MORTGAGE SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
8											BAVARIAN MORTGAGES NO. 5 LIMITED #	ENGLAND AND WALES	£1.00 Ordinary shares	99.99800	100.00000
8											BIRMINGHAM MIDSHIRES MORTGAGE SERVICES NO.1 LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
8											MORTGAGE SERVICES FUNDING LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											FIRST ALTERNATIVE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GENERAL INSURANCE SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											HALIFAX GROUP LIMITED	ENGLAND AND WALES	£0.20 Ordinary shares	100.00000	
4											HALIFAX LIMITED #	ENGLAND AND WALES	£0.20 ORDINARY 20P shares	100.00000	
4											HALIFAX SHARE DEALING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											BANK OF SCOTLAND BRANCH NOMINEES LIMITED	SCOTLAND	£1.00 ORDINARY shares	100.00000	
5											BANK OF SCOTLAND CENTRAL NOMINEES LIMITED	SCOTLAND			
6											CAPITAL 1945 LIMITED #	ENGLAND AND WALES	£1.00 ORDINARY shares	0.00000	100.00000
5											HALIFAX NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											HSDL NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											IWEB (UK) LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											SHARE DEALING NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											TSB BANKING GROUP plc #	ENGLAND AND WALES	£0.01 Ordinary shares	0.00000	44.44444
4											HBOS CAPITAL FUNDING (JERSEY) LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
4											HBOS FINAL SALARY TRUST LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
5											HALIFAX PENSION NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											WAYMARK ASSET INVESTMENTS LIMITED #	ENGLAND AND WALES	£2,000.00 CLASS A shares	0.00000	100.00000
													£2,000.00 CLASS B shares	100.00000	
4											HBOS MANAGEMENT (JERSEY) LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
4											HBOS UK LIMITED #	SCOTLAND	£1.00 Ordinary shares	99.99800	100.00000
4											SCOTTISH WIDOWS GROUP LIMITED #	SCOTLAND	£0.01 Class A Floating Rate Convertible Redeemable Preference Shares	100.00000	
													£0.01 Class A Ordinary Shares	0.00000	100.00000
													£0.00 Class B Ordinary Shares	100.00000	
													£0.01 Preference shares	0.00000	100.00000
3											HIGH STREET MARKETING SERVICES S.A. (in liquidation) #	Argentina	ARA0.01 Arg\$0.0001 (Argentinian Dollars) shares	99.90000	100.00000
3											HILL SAMUEL BANK LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											HILL SAMUEL INVESTMENTS LIMITED (in liquidation) #	ENGLAND AND WALES	£1.00 Ordinary shares	36.61077	100.00000
3											HILL SAMUEL LEASING CO. LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS (FDC) COMPANY #	ENGLAND AND WALES	£1.00 Ordinary shares	99.00000	100.00000
3											HOUSING GROWTH PARTNERSHIP LIMITED	ENGLAND AND WALES	£1.00 Ordinary-A shares	100.00000	
3											HOUSING GROWTH PARTNERSHIP MANAGER LIMITED	United Kingdom	£1.00 Ordinary shares	100.00000	
3											IAI INTERNATIONAL LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LB COMHOLD LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LB HEALTHCARE TRUSTEE LIMITED	ENGLAND AND WALES	£1.00 Ord shares	100.00000	
3											LB QUEST LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LB REGISTRARS (ISA) NOMINEES LIMITED (applied for strike off)	ENGLAND AND WALES	£1.00 Ordinary (£0.05 paid as at 12/06/1973) shares	100.00000	
3											LB REGISTRARS NOMINEES LIMITED (applied for strike off)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
3											LB REGISTRARS SAVINGS NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LB SHARE SCHEMES TRUSTEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LBI FINANZ ANSTALT	Liechtenstein	CHF1.00 Ordinary shares	100.00000	
3											LLOYDS (GENERAL PARTNER) LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
4											LLOYDS CAPITAL 2 L.P.	Jersey			
3											LLOYDS (GRESHAM) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
													£1.00 Special Rights Redeemable Pref shares	100.00000	
3											LLOYDS (GRESHAM) NO. 1 LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS AMERICA SECURITIES CORPORATION	United States	US\$ No Par Value shares	100.00000	
4											LLOYDS SECURITIES INC	United States	US\$0.01 Common shares	100.00000	
3											LLOYDS BANK (BSA) #	ENGLAND AND WALES	£1.00 Ordinary shares	50.00000	100.00000
3											LLOYDS BANK (BRANCHES) NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS BANK (COLONIAL & FOREIGN) NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS BANK (I.D.) NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											CHELTENHAM & GLOUCESTER plc #	ENGLAND AND WALES	£1.00 Ordinary shares	0.00000	100.00000
3											LLOYDS BANK (PEP NOMINEES) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS BANK (STOCK EXCHANGE BRANCH) NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS BANK ASSET FINANCE LIMITED	ENGLAND AND WALES	£0.20 Ordinary shares	100.00000	
4											ACL AUTOLEASE HOLDINGS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											A.C.L. LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											AN VEHICLE FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											HVF LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LEX AUTOLEASE (CH) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LEX AUTOLEASE (VC) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											LEX AUTOLEASE CARSELECT LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LEX AUTOLEASE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LEX VEHICLE FINANCE 2 LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LEX VEHICLE FINANCE 3 LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											BLACK HORSE FINANCE HOLDINGS LIMITED	ENGLAND AND WALES	£1.00 A Ordinary shares	100.00000	
5											CARLEASE LIMITED	ENGLAND AND WALES	£1.00 B Ordinary shares £1.00 Ordinary shares	100.00000 100.00000	
5											LLOYDS UDT ASSET LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LLOYDS UDT ASSET RENTALS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LLOYDS UDT BUSINESS DEVELOPMENT LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LLOYDS UDT BUSINESS EQUIPMENT LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LLOYDS UDT HIRING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LLOYDS UDT LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LLOYDS UDT LIMITED	ENGLAND AND WALES	£0.25 Ordinary shares	100.00000	
6											LLOYDS TSB MONTRACON LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 A Ordinary shares	100.00000	
6											LLOYDS UDT RENTALS LIMITED (in liquidation)	SCOTLAND	£1.00 Ordinary shares	100.00000	
5											UDT AUTOLEASE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											UDT BUDGET LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											UDT LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											UDT SALES FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											UNITED DOMINIONS LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											UNITED DOMINIONS TRUST LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											PROTON FINANCE LIMITED #	ENGLAND AND WALES	£1.00 B Ordinary shares	0.01000	100.00000

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
4											BLACK HORSE FINANCE MANAGEMENT LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											BLACK HORSE EXECUTIVE MORTGAGES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											BLACK HORSE FINANCE LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											CAR OWNERSHIP FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											CEDAR HOLDINGS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											CHARTERED TRUST (NOMINEES) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											CHARTERED TRUST LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											CHARTERED TRUST MARINE LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											ENTERPRISE CAR FINANCE LIMITED	ENGLAND AND WALES	£1.00 B Ordinary shares	100.00000	
5											HIGHWAY CONTRACT HIRE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											HIGHWAY VEHICLE LEASING LIMITED (in liquidation)	ENGLAND AND WALES	£0.10 Ordinary shares	100.00000	
5											HIGHWAY VEHICLE MANAGEMENT LIMITED	ENGLAND AND WALES	£0.10 Preference shares £1.00 Ordinary shares	100.00000 100.00000	
5											LB MOTORENT LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LEX AUTOLEASE (FMS) LIMITED	ENGLAND AND WALES	£0.10 Ordinary shares	100.00000	
5											LEX AUTOLEASE (SHREWSBURY) LIMITED	ENGLAND AND WALES	£1.00 33.3% Convertible Participating Preferred Ord shares £1.00 6.1% Cumulative Preference shares	100.00000 100.00000	
5											LEX AUTOLEASE (VH) LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares £1.00 Ordinary shares	100.00000 100.00000	
5											LEX AUTOLEASE (VL) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LLOYDS UDT (MARLOW) LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											NW MOTOR FINANCE LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											PERSONAL MOTORING PLAN LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											R I G P FINANCE LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Deferred shares	100.00000	
												£1.00 Ordinary shares	100.00000		
												£1.00 Participating Preference shares	100.00000		
5											SG MOTOR FINANCE LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Special Deferred shares	100.00000	
												£1.00 Ordinary shares	100.00000		
5											WCS LIMITED	Isle of Man	£1.00 Ordinary shares	100.00000	
4											BLACK HORSE GROUP LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											A G FINANCE LIMITED	ENGLAND AND WALES	£0.01 Preference shares	0.00000	100.00000
												£1.00 B Ordinary shares	100.00000		
5											BLACK HORSE (TRF) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											BLACK HORSE LIMITED #	ENGLAND AND WALES	£0.25 Ordinary shares	100.00000	
5											HEIDI FINANCE HOLDINGS (UK) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											HYUNDAI CAR FINANCE LIMITED #	ENGLAND AND WALES	£1.00 A Ordinary shares	100.00000	
												£1.00 B Ordinary shares	0.00000	100.00000	
5											HYUNDAI CAR FINANCE LIMITED #	ENGLAND AND WALES	£1.00 A Ordinary shares	0.00000	100.00000
5											INCHCAPE FINANCIAL SERVICES LIMITED	ENGLAND AND WALES	£1.00 B Ordinary shares	100.00000	
												£1.00 'A' ORDINARY OF ONE POUND shares	100.00000		
5											INTERNATIONAL MOTORS FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary-A shares	100.00000	
5											LONDON TAXI FINANCE LIMITED	ENGLAND AND WALES	£1.00 A Ordinary shares	100.00000	
												£1.00 B Ordinary shares	100.00000		
5											LOTUS FINANCE LIMITED	ENGLAND AND WALES	£1.00 A Ordinary shares	100.00000	
5											PROTON FINANCE LIMITED #	ENGLAND AND WALES	£1.00 B Ordinary shares	99.99000	100.00000
5											SHOGUN FINANCE LIMITED	ENGLAND AND WALES	£1.00 B Ordinary shares	100.00000	
5											SUZUKI FINANCIAL SERVICES LIMITED	ENGLAND AND WALES	£1.00 A Ordinary shares	100.00000	
4											BLACK HORSE LIMITED #	ENGLAND AND WALES	£0.25 Ordinary shares	0.00000	100.00000

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
3 LLOYDS BANK COMMERCIAL FINANCE LIMITED											ENGLAND AND WALES	£0.01 Ordinary shares	100.00000		
4 ALEX LAWRIE FACTORS LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 ALEX. LAWRIE RECEIVABLES FINANCING LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 AZEDCREST LIMITED (in liquidation)											ENGLAND AND WALES	£0.25 Ordinary shares	100.00000		
4 EUROLEAD SERVICES HOLDINGS LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5 CASHFRIDAY LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 EVANSVILLE LIMITED (in liquidation)											ENGLAND AND WALES	£0.25 Ordinary shares	100.00000		
4 GLYTHORNE LIMITED (in liquidation)											ENGLAND AND WALES	£0.25 Ordinary shares	100.00000		
4 KINGSTAR LEASING LIMITED (in liquidation)											ENGLAND AND WALES	£0.25 Ordinary shares	100.00000		
4 LBCF LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 LLOYDS BANK COMMERCIAL FINANCE SCOTLAND LIMITED											SCOTLAND	£1.00 Ordinary shares	100.00000		
4 SNOWGLEN SECURITIES LIMITED (in liquidation)											ENGLAND AND WALES	£0.25 Ordinary shares	100.00000		
3 LLOYDS BANK CORPORATE PROPERTY INVESTMENTS LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 BOLLINWATER ESTATES LLP											ENGLAND AND WALES				
3 LLOYDS BANK COVERED BONDS LLP											ENGLAND AND WALES				
3 LLOYDS BANK FINANCIAL SERVICES (HOLDINGS) LIMITED #											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 CLOAK LANE FINANCE (CAYMAN) LIMITED (in liquidation) #											Cayman Islands	£100.00 Preference shares £1.00 Ordinary shares	0.00000 100.00000	100.00000	
4 CLOAK LANE INVESTMENTS LIMITED											Jersey	£0.01 Preference shares £1.00 Ordinary shares	0.00000 100.00000	100.00000	
5 CLOAK LANE FINANCE (CAYMAN) LIMITED (in liquidation) #											Cayman Islands	£1.00 Ordinary shares	0.00000	100.00000	
5 CLOAK LANE FUNDING LIMITED											Jersey	£0.01 Preference shares £65.85 Ordinary shares £65.85 Preference shares	100.00000 100.00000 100.00000		
4 CORBIERE ASSET INVESTMENTS LTD											United Kingdom	£2,000.00 Ordinary-A shares £2,000.00 Ordinary-B shares	100.00000 100.00000		

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
4											FARYNER'S HOUSE FUNDING LIMITED (in liquidation)	Cayman Islands	£0.01 Ordinary shares £0.01 Redeemable preference - A shares £0.01 Redeemable preference - B shares	100.00000 100.00000 100.00000	
5											FARYNER'S HOUSE INVESTMENTS LIMITED (in liquidation)	Cayman Islands	£1.00 Ordinary-A shares	100.00000	
4											GATWICKSTRAAT (NO.1) B.V. (in liquidation)	Netherlands	€250.00 A Cum Preference shares €250.00 Ordinary shares €250.00 Ordinary-B shares	100.00000 100.00000 100.00000	
4											KINGSBARN'S INVESTMENTS LIMITED (in liquidation)	ENGLAND AND WALES	US\$1.00 Ordinary shares	100.00000	
4											MITRE STREET FINANCE LIMITED (IN LIQUIDATION)	Jersey	£ Ordinary shares	100.00000	
4											MITRE STREET FUNDING LIMITED	Jersey	JPY1.00 Ordinary shares	100.00000	
4											MITRE STREET INVESTMENTS LIMITED (IN LIQUIDATION)	Jersey	£ Ordinary shares	100.00000	
4											PIPS ASSET INVESTMENTS LIMITED #	ENGLAND AND WALES	£1,000.00 Ordinary-A shares	100.00000	
4											RIG FUNDING (CAYMAN) LIMITED (in liquidation)	Cayman Islands	£1,000.00 Ordinary-B shares	0.00000	100.00000
4											WARWICK LANE FINANCE LIMITED (in liquidation)	Virgin Islands, British	US\$1.00 Ordinary shares	100.00000	
5											WARWICK LANE INVESTMENTS BV (in liquidation)	Netherlands	€2.00 Ordinary shares €1.00 Ordinary shares €1.00 Ordinary-C shares	100.00000 100.00000 100.00000	
4											WAYMARK ASSET INVESTMENTS LIMITED #	ENGLAND AND WALES	£2,000.00 CLASS A shares	100.00000	
3											LLOYDS BANK GENERAL LEASING (NO.9) LIMITED	ENGLAND AND WALES	£2,000.00 CLASS B shares £1.00 Ordinary shares	0.00000 100.00000	100.00000
3											LLOYDS BANK GF (HOLDINGS) LIMITED	ENGLAND AND WALES	£1.00 Non Voting shares	100.00000	
4											BOUNDARY BUSINESS CENTRE LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											COATE HOMES LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											HILL SAMUEL FINANCE (NO.22) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS BANK HILL SAMUEL HOLDING COMPANY LIMITED	ENGLAND AND WALES	£0.25 Ordinary shares	100.00000	
3											LLOYDS BANK LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											BIRCHCROWN FINANCE LIMITED	ENGLAND AND WALES	£0.25 6% Preference shares £0.25 Ordinary Non Voting shares	100.00000 100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
4											C.T.S.B. LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											CONQUEST SECURITIES LIMITED	ENGLAND AND WALES	£0.25 6% Preference shares	100.00000	
4											EQUIPMENT LEASING (NO. 3) LIMITED	ENGLAND AND WALES	£0.25 Ordinary Non Voting shares	100.00000	
4											EQUIPMENT LEASING (NO. 6) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GENERAL LEASING (NO. 10) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GENERAL LEASING (NO. 12) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GENERAL LEASING (NO. 15) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GENERAL LEASING (NO. 19) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GENERAL LEASING (NO. 2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GENERAL LEASING (NO. 21) LIMITED (applied for strike-off)	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GENERAL LEASING (NO. 4) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											HILL SAMUEL FINANCE LIMITED	ENGLAND AND WALES	£0.25 6% Preference shares	100.00000	
4											HILL SAMUEL LEASING (NO 2) LIMITED	ENGLAND AND WALES	£0.25 Ordinary Limited Voting shares	100.00000	
4											LB LEASING L.P	United States	£1.00 Ordinary shares	100.00000	
4											LBI LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LEASING (NO. 2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS (NIMROD) LEASING INDUSTRIES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS (NIMROD) MACHINERY FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS (NIMROD) SPECIALIST FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS ASSET LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK CORPORATE ASSET FINANCE (HP) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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Company Name										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels														
1	2	3	4	5	6	7	8	9	10					
4										LLOYDS BANK CORPORATE ASSET FINANCE (NO. 3) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK CORPORATE ASSET FINANCE (NO. 4) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK CORPORATE ASSET FINANCE (NO.1) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK CORPORATE ASSET FINANCE (NO.2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK EQUIPMENT LEASING (NO. 1) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK EQUIPMENT LEASING (NO. 10) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK EQUIPMENT LEASING (NO. 11) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK EQUIPMENT LEASING (NO. 2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK EQUIPMENT LEASING (NO. 5) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5										THE CLEARWATER PARTNERSHIP LLP #	United States			
5										THE EMERSON PARTNERSHIP LLP #	United States			
5										THE FREIGHT LEASING PARTNERSHIP LLP #	United States			
5										THE GRAND LEASING PARTNERSHIP LLP #	United States			
4										LLOYDS BANK EQUIPMENT LEASING (NO. 7) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK EQUIPMENT LEASING (NO. 9) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK GENERAL LEASING (NO. 1) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK GENERAL LEASING (NO. 11) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK GENERAL LEASING (NO. 17) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK GENERAL LEASING (NO. 18) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK GENERAL LEASING (NO. 20) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK GENERAL LEASING (NO. 3) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK GENERAL LEASING (NO. 5) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK LEASING (NO. 3) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4										LLOYDS BANK LEASING (NO. 4) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
4											LLOYDS BANK LEASING (NO. 6) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK LEASING (NO. 7) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK LEASING (NO. 8) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 10) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 12) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 13) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 15) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 16) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 17) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 18) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 3) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING (NO. 8) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK MARITIME LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS BANK PROPERTY COMPANY LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS COMMERCIAL LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											THE HUAL CAROLITA LIMITED PARTNERSHIP				
4											LLOYDS FINANCIAL LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS GENERAL LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS INDUSTRIAL LEASING LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LLOYDS INVESTMENT BONDS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											SILENTDALE LIMITED	ENGLAND AND WALES	£0.25 6% Preference shares	100.00000	
													£0.25 Ordinary Non Voting shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
4 OMNIUM LEASING COMPANY											ENGLAND AND WALES				
4 SAVBAN LEASING LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 WHITESTAR SECURITIES LIMITED											ENGLAND AND WALES	£0.25 B Ordinary shares	100.00000		
												£0.25 Ordinary Limited Voting shares	100.00000		
4 WOOD STREET LEASING LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 LLOYDS BANK MTCH LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 MOTABILITY OPERATIONS GROUP PLC #											ENGLAND AND WALES	£1.00 Ordinary shares	20.00000	40.00000	
3 LLOYDS BANK OFFSHORE PENSION TRUST LIMITED #											Jersey	£1.00 Preference shares	20.00000	40.00000	
3 LLOYDS BANK PENSION ABCS (NO. 1) LLP											ENGLAND AND WALES	£1.00 Ordinary shares	91.00000	100.00000	
3 LLOYDS BANK PENSION ABCS (NO. 2) LLP											ENGLAND AND WALES				
3 LLOYDS BANK PENSION TRUST (NO. 1) LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 LLOYDS BANK PENSIONS PROPERTY (GUERNSEY) LIMITED #											Guernsey	£1.00 Ordinary-A shares	100.00000		
												£1.00 Ordinary-B shares	0.00000	100.00000	
5 LLOYDS BANK S.F. NOMINEES LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 LTGP LIMITED PARTNERSHIP INCORPORATED											Guernsey				
5 BARBIROLI SQUARE LIMITED PARTNERSHIP #											ENGLAND AND WALES				
4 PIPS ASSET INVESTMENTS LIMITED #											ENGLAND AND WALES	£1,000.00 Ordinary-A shares	0.00000	100.00000	
												£1,000.00 Ordinary-B shares	100.00000		
3 LLOYDS BANK PENSION TRUST (NO. 2) LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 LLOYDS BANK PENSIONS PROPERTY (GUERNSEY) LIMITED #											Guernsey	£1.00 Ordinary-A shares	0.00000	100.00000	
												£1.00 Ordinary-B shares	100.00000		
3 LLOYDS BANK PRIVATE BANKING LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 LLOYDS BANK FINANCIAL ADVISERS LIMITED											ENGLAND AND WALES	£1.00 A Ordinary shares	100.00000		
												£1.00 B Ordinary shares	100.00000		

= Company is multi-owned within group

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
3											LLOYDS BANK PROPERTIES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GRESHAM NOMINEE 1 LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											GRESHAM NOMINEE 2 LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS BANK SUBSIDIARIES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											CARDNET MERCHANT SERVICES LIMITED #	ENGLAND AND WALES	£1.00 Preference E shares £1.00 B Ordinary shares	100.00000 2.15054	100.00000
4											CASTLE BAYNARD FUNDING LIMITED	ENGLAND AND WALES	£1.00 Deferred shares £1.00 Ord shares	0.00000 100.00000	100.00000
5											DUNSTAN INVESTMENTS (UK) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											HILL SAMUEL INVESTMENTS LIMITED (in liquidation) #	ENGLAND AND WALES	£1.00 Ordinary shares	25.00000	100.00000
4											DENHAM FUNDING LIMITED	ENGLAND AND WALES	£1.00 Irredeemable Preference shares	100.00000	
4											GOLDBOND LIMITED (in liquidation) #	Hong Kong	£1.00 Ordinary shares	100.00000	
5											CENTRAL CROWN INVESTMENTS LIMITED (in liquidation) #	Hong Kong	£1.00 Ordinary shares US\$1.00 Ordinary shares	100.00000 50.00000	100.00000
5											OCEAN BEST INVESTMENTS LIMITED (in liquidation) #	Hong Kong	HKD1.00 Ordinary shares £1.00 Ordinary shares	50.00000 50.00000	100.00000
5											PACIFIC PERFECT INVESTMENTS LIMITED (in liquidation) #	Hong Kong	HKD1.00 Ordinary shares £1.00 Ordinary shares	50.00000 100.00000	100.00000
5											SHELDWICH LIMITED (in liquidation)	Hong Kong	HKD1.00 Ordinary shares £1.00 Ordinary shares	50.00000 100.00000	100.00000
5											WICKHAM INVESTMENTS LIMITED (in liquidation) #	Hong Kong	HKD1.00 Ordinary shares £1.00 Ordinary shares	100.00000 100.00000	
4											GOUDA LLC	United States	£1.00 Ordinary shares	100.00000	
4											HILL SAMUEL (USA); INC.	United States	US\$10.00 Common shares	100.00000	
5											LLOYDS TSB RAIL CAPITAL INC.	United States	US\$100.00 Common shares	100.00000	
4											HILL SAMUEL INTERNATIONAL HOLDINGS LIMITED (in liquidation)	ENGLAND AND WALES	£1.00 A Ordinary shares	100.00000	
4											LANGBOURN HOLDINGS LIMITED #	Guernsey	£1.00 Ordinary shares	100.00000	
5											HILL SAMUEL INVESTMENTS LIMITED (in liquidation) #	ENGLAND AND WALES	£1.00 Ordinary shares	25.64575	100.00000

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Tier Levels
1 2 3 4 5 6 7 8 9 10
Country of Incorporation
Class of Share
% of class of shares held by the parent company
% of class of shares held by the group (if different from the parent company)
Notes

5	LLOYDS LIMITED CAPITAL LLC	United States	US\$100.00 Common shares	100.00000	100.00000		
4	LIME STREET (FUNDING) LIMITED	ENGLAND AND WALES	£1.00 Ord £1 shares	100.00000	12.74348	100.00000	
4	HILL SAMUEL INVESTMENTS LIMITED (in liquidation) #	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000			
4	LLOYDS BANK (GIBRALTAR) LIMITED	Gibraltar	£1.00 Ordinary shares	100.00000			
4	LLOYDS BANKING GROUP INSURANCE PCC LIMITED	Guernsey	£1.00 Ordinary shares	22.83950	99.99999		
4	LLOYDS HOLDINGS (JERSEY) LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
5	BLACK HORSE OFFSHORE LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
5	LLOYDS BANK INTERNATIONAL LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
6	LLOYDS OFFSHORE PRIVATE CLIENTS LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
6	NOMINEES (JERSEY) LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
6	LLOYDS CORPORATE SERVICES (JERSEY) LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
5	LLOYDS BANK OFFSHORE PENSION TRUST LIMITED	Jersey	£1.00 Ordinary shares	9.00000	100.00000		
6	LLOYDS NOMINEES (GUERNSEY) LIMITED #	Guernsey	£1.00 Ordinary shares	2.00000	100.00000		
5	LLOYDS INVESTMENT FUND MANAGERS LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
6	LLOYDS NOMINEES (GUERNSEY) LIMITED #	Guernsey	£1.00 Ordinary shares	98.00000	100.00000		
5	LLOYDS TRUST COMPANY (CHANNEL ISLANDS) LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
6	LLOYDS MANAGEMENT (CHANNEL ISLANDS) LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
6	LLOYDS MANAGEMENT (GUERNSEY) LIMITED	Guernsey	£1.00 Ordinary shares	100.00000			
6	LLOYDS SERVICES (CHANNEL ISLANDS) LIMITED	Jersey	£1.00 Ordinary shares	100.00000			
6	LLOYDS SERVICES (GUERNSEY) LIMITED	Guernsey	£1.00 Ordinary shares	100.00000			
6	LLOYDS TRUST COMPANY (CHANNEL ISLANDS) (NO.2) LIMITED	Jersey	£0.60 Ordinary shares	100.00000			
4	LLOYDS OFFSHORE GLOBAL SERVICES PRIVATE LIMITED #	India	INR10.00 Equity shares	99.99881	100.00000		
4	LLOYDS TSB MERCHANT BANK LIMITED	Singapore	SGD1.00 Ordinary Sg\$ 1	100.00000			
5	HILL SAMUEL NOMINEES ASIA PRIVATE LIMITED	Singapore	SGD1.00 Preferred Ord Sg\$1 (Singapore Dollars) shares	100.00000			
4	LLOYDS TSB PACIFIC LIMITED #	Singapore	SGD1.00 Ordinary shares	100.00000			
5	LLOYDS (BVI) NOMINEES LIMITED	Hong Kong	HKD1.00 Ordinary Of Hk\$ 1 shares	99.99999	100.00000		
6	CENTRAL CROWN INVESTMENTS LIMITED (in liquidation) #	Hong Kong	£1.00 Ordinary shares	100.00000			
6	GOLDBOND LIMITED (in liquidation) #	Hong Kong	HKD1.00 Ordinary shares	50.00000	100.00000		

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Company Name											Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels															
1	2	3	4	5	6	7	8	9	10						
6										OCEAN BEST INVESTMENTS LIMITED (in liquidation) #	Hong Kong	US\$1.00 Ordinary shares £1.00 Ordinary shares	50.00000 50.00000	100.00000 100.00000	
6										PACIFIC PERFECT INVESTMENTS LIMITED (in liquidation) #	Hong Kong	HKD1.00 Ordinary shares £1.00 Ordinary shares	50.00000 0.00000	100.00000 100.00000	
6										WICKHAM INVESTMENTS LIMITED (in liquidation) #	Hong Kong	HKD1.00 Ordinary shares £1.00 Ordinary shares	50.00000 0.00000	100.00000 100.00000	
5										LLOYDS FAR EAST (BVI) LIMITED	Virgin Islands, British	HKD1.00 Ordinary shares	0.00000	100.00000	
4										LLOYDS TSB REPRESENTAÇÕES LTDA #	Brazil	USD1.00 Ordinary shares	100.00000		
5										LLOYDS TSB FOMENTO COMERCIAL LTDA #	Brazil	BRL1.00 Ordinary rials of \$1 shares	99.99997	100.00000	
6										LLOYDS TSB REPRESENTAÇÕES LTDA #	Brazil	BRL1.00 Ordinary rials of \$1 shares	100.00000		
3										LLOYDS BANK TRUST COMPANY (INTERNATIONAL) LIMITED	ENGLAND AND WALES	BRL1.00 Ordinary rials of \$1 shares £1.00 Ordinary shares	0.00003 100.00000	100.00000	
3										LLOYDS BANK TRUSTEE SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3										LLOYDS BANK TRUSTEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3										LLOYDS COMMERCIAL PROPERTIES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4										LLOYDS COMMERCIAL PROPERTY INVESTMENTS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4										TARGET CORPORATE SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3										LLOYDS DEVELOPMENT CAPITAL (HOLDINGS) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4										A-GAS (ORB) LIMITED	ENGLAND AND WALES				
4										AIRLINE SERVICES AND COMPONENTS GROUP LIMITED	ENGLAND AND WALES				
4										ALUPACK HOLDINGS LIMITED	ENGLAND AND WALES				
4										ANGUS INTERNATIONAL SAFETY GROUP LIMITED	ENGLAND AND WALES				
4										ANTLER LIMITED	ENGLAND AND WALES				
4										BIFOLD GROUP LIMITED	ENGLAND AND WALES				
4										BLUE RUBICON (HOLDINGS) LIMITED	ENGLAND AND WALES				
4										BOOM SUPERVISORY LIMITED	ENGLAND AND WALES				

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
4											CASPIAN MEDIA HOLDINGS LIMITED	ENGLAND AND WALES			
4											CEL PROCUREMENT GROUP LIMITED	ENGLAND AND WALES			
4											CHERRY TOPCO LIMITED	ENGLAND AND WALES			
4											CLIFFORD THAMES (TOPCO) LIMITED	United Kingdom			
4											COBACO HOLDINGS LIMITED	ENGLAND AND WALES			
4											DALE ERSKINE POWER SOLUTIONS LIMITED	ENGLAND AND WALES			
4											EDM BUSINESS SERVICES HOLDINGS LIMITED	ENGLAND AND WALES			
4											EMPRISE GROUP HOLDINGS LIMITED	ENGLAND AND WALES			
4											ENTERTAINMENT MAGPIE HOLDINGS LIMITED	ENGLAND AND WALES			
4											EQUIOM HOLDINGS LIMITED	Isle of Man			
4											FOREST HOLIDAYS GROUP LIMITED	ENGLAND AND WALES			
4											ICB BRANDS HOLDINGS LIMITED	ENGLAND AND WALES			
4											ICON POLYMER GROUP LIMITED	ENGLAND AND WALES			
4											INDEPENDENT GROUP (UK) LIMITED	ENGLAND AND WALES			
4											INGLEBY (1884) LIMITED	ENGLAND AND WALES			
4											JOULES INVESTMENT HOLDINGS LIMITED	ENGLAND AND WALES			
4											JUNO NEWCO LIMITED	ENGLAND AND WALES			
4											KEE SAFETY GROUP LIMITED	ENGLAND AND WALES			
4											KEOGHS TOPCO LIMITED	ENGLAND AND WALES			
4											KIMBERLY HOLDINGS LIMITED	ENGLAND AND WALES			
4											LCP BABY INVESTORS LP	Cayman Islands			
4											LDC (ASIA) LIMITED	Hong Kong	HKD1.00 Ordinary shares	100.00000	
4											LDC (GENERAL PARTNER) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LDC (MANAGERS) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											LDC PARALLEL IV LP	United Kingdom			
4											LDC (NOMINEES) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											ADLER & ALLAN GROUP LIMITED	United Kingdom			
4											LDC GP LLP	SCOTLAND			
5											LDC I LP	SCOTLAND			
6											ONE TWO FOUR MEDIA HOLDINGS LIMITED	ENGLAND AND WALES			
5											LDC II LP	SCOTLAND			
5											LDC III LP	SCOTLAND			
6											ACESO HEALTHCARE LIMITED	ENGLAND AND WALES			
6											AGHOCO 1208 LIMITED	ENGLAND AND WALES			
6											ATCORE TECHNOLOGY GROUP LIMITED	ENGLAND AND WALES			
6											BLUESTONE CONSOLIDATED HOLDINGS LIMITED	ENGLAND AND WALES			
6											CAPITAL ECONOMICS RESEARCH LIMITED	United Kingdom			
6											CASE TOPCO LIMITED	ENGLAND AND WALES			
6											CONNECT MANAGED HOLDINGS LIMITED	ENGLAND AND WALES			
6											ELEY GROUP LIMITED	United Kingdom			
6											PRISM MEDICAL HEALTHCARE LIMITED	ENGLAND AND WALES			
6											WATERFALL CATERING GROUP LIMITED	ENGLAND AND WALES			
5											LDC IV LP	SCOTLAND			
6											BROOMCO (4277) LIMITED	United Kingdom			
6											SSP TOPCO LIMITED	United Kingdom			
5											LDC PARALLEL I LP	SCOTLAND			
5											LDC PARALLEL II LP	SCOTLAND			
5											LDC PARALLEL III LP	SCOTLAND			
4											LDC PARALLEL (NOMINEES) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LDC VENTURES CARRY LTD	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LDC VENTURES TRUSTEES LTD	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LDC (UK) LTD	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											LDC PE LIMITED	ENGLAND AND WALES	£0.10 Ordinary shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											LDC PRIVATE EQUITY LTD	ENGLAND AND WALES	£0.10 Ordinary shares	100.00000	
5											LLOYDS DEVELOPMENT CAPITAL LTD	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
4											LKR HOLDINGS LIMITED	ENGLAND AND WALES			
4											LLOYDS TSB DEVELOPMENT CAPITAL (EUROPE) B.V.	Netherlands	€1.00 Ordinary shares	100.00000	
4											MARVEL NEWCO LIMITED	ENGLAND AND WALES			
4											MDNX GROUP HOLDINGS LIMITED	ENGLAND AND WALES			
4											NEW WORLD TRADING COMPANY (UK) HOLDINGS LIMITED	ENGLAND AND WALES			
4											NODE 4 HOLDINGS LIMITED	ENGLAND AND WALES			
4											ONAPP (TOPCO) II LIMITED	ENGLAND AND WALES			
4											ONAPP (TOPCO) LIMITED	ENGLAND AND WALES			
4											ORIGINAL ADDITIONS TOPCO LIMITED	ENGLAND AND WALES			
4											ORION MEDIA HOLDINGS LIMITED	ENGLAND AND WALES			
4											OSPREY AVIATION SERVICES (UK) LTD	United Kingdom			
4											PANTHER PARTNERS LIMITED	ENGLAND AND WALES			
4											PERTEMPS NETWORK GROUP LIMITED	ENGLAND AND WALES			
4											PIMCO (HOLDINGS) LIMITED	ENGLAND AND WALES			
4											PROPERTY SOFTWARE HOLDINGS LIMITED	ENGLAND AND WALES			
4											QUANTEL HOLDINGS (2010) LIMITED	ENGLAND AND WALES	£0.10 Investor preference shares	95.00000	
													£0.01 Ordinary shares	54.83045	
													£0.10 Preference shares	54.82984	
													£0.01 Preferred ordinary shares	86.45000	
4											RAMCO ACQUISITION LIMITED	SCOTLAND			
4											SFH 123 LIMITED	ENGLAND AND WALES			
4											SPECIALIST PEOPLE SERVICES GROUP LIMITED	ENGLAND AND WALES			

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
4											STRATUS (HOLDINGS) LIMITED	ENGLAND AND WALES			
4											TCFG HOLDINGS LIMITED	ENGLAND AND WALES			
4											TD TRAVEL HOLDINGS LIMITED	ENGLAND AND WALES			
4											TEST EQUIPMENT ASSET MANAGEMENT LIMITED	ENGLAND AND WALES			
4											THE POWER INDUSTRIAL GROUP LIMITED	ENGLAND AND WALES			
4											THE TRAINING GRP HOLDINGS LIMITED	ENGLAND AND WALES			
4											TPN GROUP HOLDINGS LIMITED	ENGLAND AND WALES			
4											TROPICAL MARINE CENTRE (2012) LIMITED	ENGLAND AND WALES			
4											ULYSSES ENTERPRISES LIMITED	ENGLAND AND WALES			
4											UNITED HOUSE GROUP HOLDINGS LIMITED	ENGLAND AND WALES			
4											UNITED LIVING GROUP LIMITED	United Kingdom			
4											WASP MANAGEMENT SOFTWARE LIMITED	ENGLAND AND WALES			
4											WILLOUGHBY (873) LIMITED	ENGLAND AND WALES			
4											WRG WORLDWIDE LIMITED	ENGLAND AND WALES			
3											LLOYDS ENGINE CAPITAL (NO.1) U.S LLC	United States			
3											LLOYDS FINANCIAL SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS GROUP HOLDINGS (JERSEY) LIMITED	Jersey	£1.00 A Ordinary shares	99.40000	
													£1.00 B Ordinary shares	100.00000	
													£1.00 C Ordinary shares	100.00000	
3											LLOYDS PREMISES INVESTMENTS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS PROPERTY INVESTMENT COMPANY NO. 4 LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS TRADE & PROJECT FINANCE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
3											LLOYDS TRUST COMPANY (GIBRALTAR) LIMITED	Gibraltar	£1.00 Ordinary shares	100.00000	
3											LLOYDS TSB FOMENTO COMERCIAL LTDA #	Brazil	BRL1.00 Ordinary rials of \$1 shares	0.00000	100.00000
3											LLOYDS TSB SECURED FINANCE LLP				
3											LLOYDS YOUR TOMORROW TRUSTEE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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	1	2	3	4	5	6	7	8	9	10					
3 LONDONCARD S.A. COMERCIAL INMOBILIARIA Y FINANCIERA (in liquidation) #											Argentina	£ Class A Arg\$0.0001 shares	100.00000		
4 HIGH STREET MARKETING SERVICES S.A. (in liquidation) #											Argentina	£ Class B Arg\$0.0001 shares ARA0.01 Arg\$0.0001 (Argentinian Dollars) shares	99.72526 0.10000	100.00000 100.00000	
3 MOOR LANE HOLDINGS LIMITED											Jersey	£ NPV Ordinary shares	100.00000		
3 PERRY NOMINEES LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 PORTLAND FUNDING LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 CHESHIRE EUROPE LIMITED											Jersey	£1.00 non-cum red pref shares US\$1.00 Ordinary shares US\$0.01 Redeemable shares	0.00000 100.00000 100.00000	100.00000	
4 COLEMAN STAFFORDSHIRE FUNDING LIMITED (in liquidation)											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5 COLEMAN STAFFORDSHIRE INVESTMENTS LIMITED (in liquidation)											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 EASTCHEAP FUNDING LIMITED (in liquidation)											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 HORSHAM INVESTMENTS LIMITED											Jersey	£1.00 Ordinary shares	100.00000		
4 LOVAT FUNDING (HOLDINGS) LIMITED											ENGLAND AND WALES	£0.01 Ordinary shares	100.00000		
5 LOVAT HOLDINGS (BVI) LIMITED (in liquidation)											Virgin Islands, British	£1.00 Ordinary shares	100.00000		
4 VINTRY HOLDINGS (UK) LIMITED (in liquidation)											ENGLAND AND WALES	£0.01 Ordinary shares	100.00000		
3 R.F. SPENCER AND COMPANY LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 RANELAGH NOMINEES LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 SCOTTISH WIDOWS BANK plc #											SCOTLAND	£1.00 Ordinary shares	100.00000		
3 SCOTTISH WIDOWS GROUP LIMITED #											SCOTLAND	£0.01 Class A Floating Rate Convertible Redeemable Preference Shares £0.01 Class A Ordinary Shares £0.00 Class B Ordinary Shares £0.01 Preference shares	0.00000 100.00000 0.00000 0.00000	100.00000 100.00000	
4 LLOYDS BANK FINANCIAL SERVICES LIMITED (in liquidation)											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
4 LLOYDS BANK GENERAL INSURANCE HOLDINGS LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5 HALIFAX GENERAL INSURANCE SERVICES LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
5 LLOYDS BANK GENERAL INSURANCE LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
5											LLOYDS BANK INSURANCE SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											LLOYDS BANK INSURANCE SERVICES (DIRECT) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
5											ST ANDREW'S GROUP PLC #	ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000	
6											HALIFAX BROKERAGE IRELAND LIMITED (in liquidation)	Ireland	£1.00 Ordinary shares	100.00000	
6											HALIFAX NON-TRADING ONE LIMITED (in liquidation)	Ireland	€1.00 Ordinary shares	100.00000	
6											HALIFAX NON-TRADING THREE LIMITED (in liquidation)	Ireland	£1.00 Ordinary shares €1.00 Ordinary shares	100.00000 100.00000	
5											ST ANDREW'S INSURANCE PLC #	ENGLAND AND WALES	£1.00 Ordinary shares £1.00 ORDINARY shares	100.00000 100.00000	
4											SCOTTISH WIDOWS FINANCIAL SERVICES HOLDINGS #	SCOTLAND	£0.01 Ordinary shares	100.00000	
5											HBOS FINANCIAL SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											CLERICAL MEDICAL FINANCE PLC #	ENGLAND AND WALES	£1.00 Ordinary shares	99.99956	100.00000
6											CMI INSURANCE (LUXEMBOURG) S.A. #	Luxembourg	€ Ordinary shares	0.00001	100.00000
6											HALIFAX FINANCIAL SERVICES (HOLDINGS) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											CLERICAL MEDICAL INVESTMENT FUND MANAGERS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											HALIFAX EQUITABLE LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											HALIFAX FINANCIAL BROKERS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											HALIFAX FINANCIAL SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											HALIFAX INVESTMENT SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											HBOS INVESTMENT FUND MANAGERS LIMITED	ENGLAND AND WALES	£1.00 'A' ORDINARY shares	100.00000	
6											HECM CUSTOMER SERVICES LIMITED (in liquidation) #	ENGLAND AND WALES	£1.00 ORDINARY shares	99.99999	100.00000
5											HBOS INTERNATIONAL FINANCIAL SERVICES HOLDINGS LIMITED #	ENGLAND AND WALES	£1.00 Ordinary shares	99.99800	100.00000
6											CLERICAL MEDICAL FINANCIAL SERVICES LIMITED #	ENGLAND AND WALES	£1.00 Ordinary shares	99.99998	100.00000

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
6											CLERICAL MEDICAL INTERNATIONAL HOLDINGS B.V.	Netherlands	€1,000.00 Ordinary shares	100.00000	
7											CMI ASSET MANAGEMENT (LUXEMBOURG) S.A. #	Luxembourg	€ Ordinary shares	99.99936	100.00000
7											CMI FINANCIAL MANAGEMENT SERVICES LIMITED	Isle of Man	£1.00 Ordinary shares	100.00000	
8											CMI ASSET MANAGEMENT (LUXEMBOURG) S.A. #	Luxembourg	€ Ordinary shares	0.00064	100.00000
7											CMI FUND MANAGERS (IOM) LIMITED	Isle of Man	£1.00 Ordinary shares	100.00000	
8											THE CMI HIGH INCOME FUND PLC	Isle of Man	£1.00 Management Shares	100.00000	
8											THE CMI STERLING ROLL-UP FUND PLC	Isle of Man	£1.00 Management Shares	100.00000	
7											CMI INSURANCE (LUXEMBOURG) S.A. #	Luxembourg	€ Ordinary shares	99.99999	100.00000
7											CMI INSURANCE COMPANY LIMITED	Isle of Man	£0.10 Ordinary shares	100.00000	
5											SCOTTISH WIDOWS FUND MANAGEMENT LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
5											SCOTTISH WIDOWS PLC #	SCOTLAND	£1.00 Ordinary shares	100.00000	
6											BARBIROLI SQUARE LIMITED PARTNERSHIP #	ENGLAND AND WALES			
6											CLERICAL MEDICAL INVESTMENT GROUP LIMITED	ENGLAND AND WALES	£1.00 Ordinary Shares of £1.00	100.00000	
7											CLERICAL MEDICAL (DARTFORD NUMBER 2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											CLERICAL MEDICAL (DARTFORD NUMBER 3) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											CLERICAL MEDICAL (WATERLOOVILLE ONE) LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
7											CLERICAL MEDICAL (WATERLOOVILLE TWO) LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
7											CLERICAL MEDICAL FORESTRY LIMITED #	ENGLAND AND WALES	£1.00 Ordinary shares	99.99999	100.00000
7											CLERICAL MEDICAL MANAGED FUNDS LIMITED #	ENGLAND AND WALES	£1.00 ORDINARY shares	99.99980	100.00000
8											DELANCEY ROLLS UK LIMITED #	ENGLAND AND WALES			
7											CLERICAL MEDICAL NON STERLING PROPERTY COMPANY SARL	Luxembourg	€100.00 Ordinary shares	100.00000	
8											CELSIUS EUROPEAN LUX 2 SARL				
9											SARL COLISEUM				
10											SCI ARGENTEUIL PPI				
10											SCI EQUINOXE				
10											SCI SYNERGIE				
9											SARL FONCIERE DE RIVES				
10											SC GANDRE				

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
10															
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9															
7											ENGLAND AND WALES	£1.00 ORDINARY shares	99.99995	100.00000	
7											Isle of Man	£1.00 Ordinary shares £0.10 Preference shares	100.00000 100.00000		
7											ENGLAND AND WALES				
7											ENGLAND AND WALES				
7											ENGLAND AND WALES	£100.00 ORDINARY shares	80.00000		
7											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
8											ENGLAND AND WALES				
8											ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
7											OYSTERCATCHER RESIDENTIAL LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
8											OYSTERCATCHER NOMINEES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											ROLLS DEVELOPMENT UK LIMITED	ENGLAND AND WALES			
7											YORK & BECKET NOMINEES LIMITED	ENGLAND AND WALES			
7											YORK & BECKET NOMINEES NO.3 LIMITED	ENGLAND AND WALES			
7											YORK & BECKET NOMINEES NO.4 LIMITED	ENGLAND AND WALES			
6											DALKEITH CORPORATION	United States	US\$ Ordinary Us \$1 shares	100.00000	
7											LOTHIAN ROAD LLC	United States	US\$ Ordinary Us \$1 shares	100.00000	
7											MORRISON STREET LLC	United States	US\$1.00 Ordinary shares	100.00000	
7											MURRAYFIELD LLC	United States	US\$ Ordinary Us \$1 shares	100.00000	
7											WAVERLEY - BOCA LLC	United States	US\$1.00 Ordinary shares	100.00000	
7											WAVERLEY - FUND II INVESTOR LLC	United States	US\$1.00 Ordinary shares	100.00000	
7											WAVERLEY - FUND III INVESTOR LLC	United States	US\$1.00 Ordinary shares	100.00000	
7											WAVERLEY - WILSHIRE RODEO LLC	United States	US\$1.00 Ordinary shares	100.00000	
6											FONTVIEW LIMITED	ENGLAND AND WALES	£1.00 Ord shares	100.00000	
6											INDUSTRIAL REAL ESTATE (GENERAL PARTNER) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7											INDUSTRIAL REAL ESTATE (NOMINEE) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											NEWFONT LIMITED	ENGLAND AND WALES	£1.00 Ord shares	100.00000	
6											PENSIONS MANAGEMENT (S.W.F.) LIMITED	SCOTLAND			
6											SCOTTISH WIDOWS (PORT HAMILTON) LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6											SCOTTISH WIDOWS ACTIVE MANAGEMENT FUND #	ENGLAND AND WALES			
6											SCOTTISH WIDOWS ADMINISTRATION SERVICES LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
6											SCOTTISH WIDOWS ANNUITIES LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6											SCOTTISH WIDOWS INDUSTRIAL PROPERTIES EUROPE B.V.	Netherlands	€ Ordinary Euro €1 shares	100.00000	
7											FRANCE INDUSTRIAL PREMISES HOLDING COMPANY	France	€ Ordinary Euro €1 shares	100.00000	
8											SAINT MICHEL INVESTMENT PROPERTY #	France	€100.00 Ordinary shares	1.00000	100.00000
8											SAINT WITZ 2 INVESTMENT PROPERTY #	France	€ Ordinary Euro €1 shares	1.00000	100.00000

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Company Name										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
Tier Levels														
1	2	3	4	5	6	7	8	9	10					
7										SAINT MICHEL HOLDING COMPANY NO1	France	€1.00 Ordinary shares	100.00000	
8										SAINT MICHEL INVESTMENT PROPERTY #	France	€100.00 Ordinary shares	99.00000	100.00000
7										SAINT WITZ 2 HOLDING COMPANY NO1	France	€ Ordinary Euro €1 shares	100.00000	
8										SAINT WITZ 2 INVESTMENT PROPERTY #	France	€ Ordinary Euro €1 shares	99.00000	100.00000
6										SCOTTISH WIDOWS PENSION TRUSTEES LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6										SCOTTISH WIDOWS PROPERTY MANAGEMENT LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6										SCOTTISH WIDOWS SERVICES LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6										SCOTTISH WIDOWS TRUSTEES LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6										SCOTTISH WIDOWS UNIT FUNDS LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
7										SCOTTISH WIDOWS ACTIVE MANAGEMENT FUND #	ENGLAND AND WALES			
7										SWAMF (GP) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
8										SWAMF NOMINEE (1) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
8										SWAMF NOMINEE (2) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7										SWUF NOMINEE 1 LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
7										SWUF NOMINEE 2 LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
7										SWUF NOMINEE 3 LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
7										SWUF NOMINEE 4 LIMITED	Jersey	£1.00 Ordinary shares	100.00000	
6										SCOTTISH WIDOWS UNIT TRUST MANAGERS LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	
7										BARBIROLI SQUARE LIMITED PARTNERSHIP #	ENGLAND AND WALES			
6										SCOTTISH WIDOWS' FUND AND LIFE ASSURANCE SOCIETY	SCOTLAND			
6										STARFORT LIMITED	ENGLAND AND WALES	£1.00 Ord shares	100.00000	
6										SW NO.1 LIMITED	SCOTLAND	£1.00 Ordinary shares	100.00000	
6										THE GREAT WIGMORE PARTNERSHIP	ENGLAND AND WALES			
6										THE GREAT WIGMORE PARTNERSHIP (G.P.) LIMITED	ENGLAND AND WALES			
7										GREAT WIGMORE PROPERTY LIMITED	England	£1.00 Ordinary shares	100.00000	
3										SERVICES LB (NO. 2) LIMITED	ENGLAND AND WALES	£1.00 10% Non Cumulative Pref shares	100.00000	
3										SERVICES LB (NO. 3) LIMITED	ENGLAND AND WALES	£1.00 Ordinary shares	100.00000	

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Company Name	Tier Levels										Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
	1	2	3	4	5	6	7	8	9	10					
3 SERVICES LB (NO. 4) LIMITED											ENGLAND AND WALES	£1.00 10% Non Cumulative Pref shares	100.00000		
												£1.00 Ordinary shares	100.00000		
3 TALBOT NOMINEES LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 THE AGRICULTURAL MORTGAGE CORPORATION PLC #											ENGLAND AND WALES	£1.00 Ordinary shares	99.99999	100.00000	
4 AMC BANK LIMITED (in liquidation)											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 THREE COPTHALL AVENUE LIMITED #											ENGLAND AND WALES	£1.00 Ordinary shares	99.00000	100.00000	
3 TRAVELLERS CHEQUE ASSOCIATES LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	36.00000		
3 TSB BANKING GROUP plc #											ENGLAND AND WALES	£0.01 Ordinary shares	44.44444		
4 TSB BANK PLC											SCOTLAND	£0.01 Ordinary shares	100.00000		
5 TSB SCOTLAND (INVESTMENT) NOMINEES LIMITED											SCOTLAND	£1.00 Ordinary shares	100.00000		
5 TSB SCOTLAND NOMINEES LIMITED											SCOTLAND	£1.00 Ordinary shares	100.00000		
3 TSB INTERMEDIATE COMPANY 1 LIMITED (in liquidation)											ENGLAND AND WALES				
3 TSB INTERMEDIATE COMPANY 2 LIMITED (in liquidation)											ENGLAND AND WALES	£1.00 ORDINARY shares	100.00000		
3 UPSAALA LIMITED											Ireland	€1.27 Ordinary shares	100.00000		
3 VOCALINK HOLDINGS LIMITED #											ENGLAND AND WALES	£1.00 Deferred shares	18.22219	27.11109	
												£1.00 Ordinary shares	19.05468	33.47291	
3 WARD NOMINEES (ABINGDON) LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 WARD NOMINEES (BIRMINGHAM) LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 WARD NOMINEES (BRISTOL) LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 WARD NOMINEES LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		
3 WEST NOMINEES LIMITED											ENGLAND AND WALES	£1.00 Ordinary shares	100.00000		

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