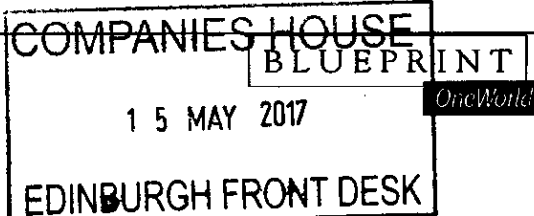


CS01 10 0023/640
Confirmation statement

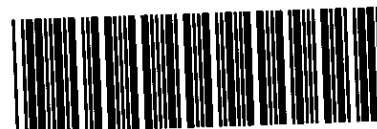


Go online to file this information
www.gov.uk/companieshouse

A fee may be payable with this form
Please see 'How to pay' on the back

- ✓ What this form is for
You may use this form to confirm
that the company has filed up to
date. You must file a confirmation
statement at least once every year.

- ✗ What this form is NOT for
You cannot use this form to
report changes to the company
registered office address, or
alternative inspection address
(SAIL) information.



SCT 15/05/2017 #48
COMPANIES HOUSE

Before you start

You can check your company details for free on our online service:
www.beta.companieshouse.gov.uk

Change to your company information

If you need to make any changes to:

- Part 1 Principal business activities or standard industrial classification (SIC)
- Part 2 Statement of capital
- Part 3 Trading status of shares and exemption from keeping a register of people with significant control (PSC)
- Part 4 Shareholder information
- Part 5 Information about people with significant control (PSC)

Use the additional parts of this form to do this.

Other changes

If you need to make any
changes to:

- registered office address
- single alternative inspection address (SAIL) and company records
- officer appointments

You must do this separately
before or at the same time as this
confirmation statement.

1 Company details

Company number S C 2 1 8 8 1 3

Company name in full HBOS PLC

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

2 Confirmation date

Please give the confirmation statement date. You must deliver this form within
14 days of this date. Please check your company records for the date of your
confirmation period.

Confirmation date 03/05/2017

● Check when your confirmation
statement is due
To check your confirmation
statement date:
www.beta.companieshouse.gov.uk

You can make a statement at
any time during the confirmation
period. This will change your next
confirmation date.

3 Confirmation statement

I confirm that all information required to be delivered by the company pursuant
to section 853A(1)(a) of the Companies Act 2006 in relation to the confirmation
period ending on the confirmation date above either has been delivered or is
being delivered with this statement.

Signature

Signature

X *Lysanne N Black* X

This form may be signed by:

Director, Secretary, Person authorised, Charity commission receiver and
manager, CIE manager, Judicial factor

ASSISTANT SECRETARY

● 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.

● Person authorised

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

CS01

Confirmation statement

**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

LLOYDS BANKING GROUP PLC

GROUP SECRETARIAT

Address

25 GRESHAM STREET

Post town

LONDON

County/Region

Postcode

E C 2 V 7 H N

Country

DX

Telephone

**Checklist**

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have checked the company information that we hold.
- ☐ You have shown any relevant changes made to your information on the additional parts to this form or filed the appropriate form before or at the same time as this confirmation statement.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee if appropriate.

**How to pay**

You must include a £40 fee with the first Confirmation Statement you file each year. Further Confirmation Statements made in the same year don't require a fee.

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

**Important information**

All information on this form will appear on the public record, apart from information relating to usual residential addresses and day of birth.

**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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

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

Part 1

Standard industrial classification (SIC) code change

Only use this part to tell us of any changes to your standard industrial classification codes during this confirmation period.

✓ This part must be sent
at the same time as your
confirmation statement.

✗ Do not send this part if none of
your SIC codes have changed.

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

Standard industrial classification (SIC)
To check your current SIC code(s):
www.beta.companieshouse.gov.uk

A1

New standard industrial classification code¹

Please show any new SIC codes.

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 the
company's business activity below:

Principal activity
description

¹ Standard industrial classification
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.gov.uk/companieshouse

A2

Removal of standard industrial classification

Please show any SIC codes which no longer apply.

Classification code 1					
Classification code 2					
Classification code 3					
Classification code 4					

Part 2

Statement of capital change

Complete this part in full if there has been any change to your share capital or prescribed particulars since the last statement of capital was delivered.

✓ This part must be sent at the same time as your confirmation statement.

✗ Not required for companies without share capital.

For further information, please refer to our guidance at www.gov.uk/companieshouse

You must complete both sections B1 and B2.

B1

Share capital

Complete the table(s) below to show the issued share capital.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Continuation pages
Use a statement of capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GB-GBP	Non-voting deferred	1	£0.25	
GB-GBP	ORDINARY	15,053,262,841	£3,763,315,710.25	
GB-GBP	PREFERENCE	100	£100.00	
Totals		15,053,262,942	£3,763,315,810.50	£0.00

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ♦	Total aggregate amount unpaid ♦
15,053,262,942	£3,763,315,810.50	£0.00

♦ Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

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Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to each class of share shown in the 'share capital' tables in Section B1.

Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Please use a prescribed particulars continuation page if necessary.

Class of share	As listed in Section B1
----------------	-------------------------

Prescribed particulars	See attached schedule
------------------------	-----------------------

Class of share	
----------------	--

Prescribed particulars	
------------------------	--

Class of share	
----------------	--

Prescribed particulars	
------------------------	--

Non-voting deferred

(a) particulars of any voting rights, including rights that only arise in certain circumstances.

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*).

(b) particulars of any rights as respects dividends, to participate in a distribution.

Holders shall be entitled (in priority to any payment of dividend on the ordinary shares) to a fixed rate non-cumulative preferential dividend at a rate of 6 per cent. per annum to be paid, if and insofar as there are profits of the company available for such payment, in equal instalments on 1 March, 1 June, 1 September and 1 December, or if such day is not a business day, the first available business day thereafter. No preference dividend shall be payable on such date if the directors have determined that prudent capital ratios would not be maintained if payment of the dividend were made.

(c) particulars of any rights, as respects capital, to participate in a distribution (including on winding-up).

On a return of assets on a winding up, the assets of the company available for distribution among the members shall be applied first in repaying the holder of the preference shares and any other preference shares *from time to time issued by the company ranking equally therewith in the amounts paid up (or credited as paid up) on such preference shares plus any accrued but unpaid dividends thereon (or as otherwise provided in the terms of such preference shares)*.

(d) whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to the redemption of these shares.

The shares shall be redeemable at the option of the company at such time and date as the directors may determine.

Preference

(a) 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).

(b) Holders shall be entitled (in priority to any payment of dividend on the ordinary shares) to a fixed rate non-cumulative preferential dividend at a rate of 6 per cent per annum to be paid, if and insofar as there are profits of the company available for such payment, in equal instalments on 1 March, 1 June, 1 September and 1 December, or if such day is not a business day, the first available business day thereafter, *such a day being one where the banks of London are open for business*. No preference dividend shall be payable on such date if the directors have determined that prudent capital ratios would not be maintained if payment of the dividend were made.

(c) On return of assets on winding up, the assets of the company available for distribution among the members shall be applied: first, by repaying any holder of any preference shares expressed to rank equally with or senior to the obligations of the company pursuant to its guarantee of the obligations of HBOS Capital Funding No.3 LP and/or HBOS Capital Funding No.4 LP in the amounts paid up (or credited as paid up) on such share plus any accrued but unpaid dividends thereon (or as otherwise provided in the terms of such preference shares); and second, in repaying the holder of the preference shares and any other preference shares from time to time issued by the company ranking equally therewith in the amounts paid up (or credited as paid up) on such share plus any accrued but unpaid dividends thereon (or as otherwise provided in the terms of such shares).

(d) *The preference shares shall be redeemable at the option of the company at such time and date as the directors may determine.*

Ordinary

- (a) Each share carries the right to one vote on a poll.
- (b) All dividends shall be declared and paid according to the amounts paid up on the shares subject to the rights of any other class of shares.
- (c) On a winding-up, the assets of the company left after paying its liabilities will be distributed to the *ordinary shareholders in proportion to the amounts paid up on the shares*. No other rights except as provided by law.
- (d) The shares are not redeemable.

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Confirmation statement

G1

Relevant legal entity (RLE) particulars

How to fill in this table

- Enter the particulars relating to this RLE currently entered in the PSC register in column 1
- Use column 2 to indicate information that was previously entered in the register (if applicable)
- Give the date of any change from previous to current information
- If you need to show more than one change to any of the particulars use a continuation page
- If you need to enter more than 1 date on which an RLE became (or ceased to be) registrable, use a continuation page

RLE details

	1) Current	2) Previous	Date of change
Corporate or firm name	LLOYDS BANK plc		/ /
Building name/ number	25		/ /
Street	GRESHAM STREET		
Post town	LONDON		
Postcode	E C 2 V 7 H N		
Country	United Kingdom		

Legal form and governing law

Please give details of the legal form of the RLE and the law by which it is governed. If applicable, please also give details of the register of companies in which it is entered (including the country/state) and its registration number in that register.

	1) Current	2) Previous	Date of change
Legal form of the corporate body or firm	Public Limited Company		/ /
Governing law	United Kingdom (ENGLAND AND WALES)		/ /
If applicable, register in which the RLE is entered	Companies House		/ /
Country/State	ENGLAND AND WALES		/ /
Registration number	00002065		/ /

Date that this RLE became registrable (This cannot be before 06/04/2016)	Date (if applicable) that this RLE ceased to be registrable
d 0 d 6 m 0 m 4 y 2 y 0 y 1 y 6	d d m m y y y y

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Confirmation statement

G2

RLE nature of control

How to fill in this table

- Put a tick against the current nature of control relating to this RLE entered in the PSC register in column 1.
- Use column 2 to indicate any nature of control that was previously entered in the register.
- Show any changes in chronological order (starting with the most recent) and give the date of change from previous to current information.
- If you need to show more than 1 change, please use a continuation page.

1) Current (as at the confirmation statement date)	2) Previous	Date of change
Nature of control Ownership of shares 1 The RLE holds, directly or indirectly, the following percentage of shares in the company (tick only one): <input type="checkbox"/> 1a) more than 25% but not more than 50% <input type="checkbox"/> 1b) more than 50% but less than 75% <input checked="" type="checkbox"/> 1c) 75% or more	Nature of control Ownership of shares <input type="checkbox"/> 1a <input type="checkbox"/> 1b <input type="checkbox"/> 1c	/ /
Ownership of voting rights 2 The RLE holds, directly or indirectly, the following percentage of voting rights in the company (tick only one): <input type="checkbox"/> 2a) more than 25% but not more than 50% <input type="checkbox"/> 2b) more than 50% but less than 75% <input checked="" type="checkbox"/> 2c) 75% or more	Ownership of voting rights <input type="checkbox"/> 2a <input type="checkbox"/> 2b <input type="checkbox"/> 2c	/ /
Ownership of right to appoint/remove directors <input checked="" type="checkbox"/> The RLE holds, directly or indirectly, the right to appoint or remove a majority of the board of directors of the company	Ownership of right to appoint/remove directors <input type="checkbox"/> 3	/ /

Only complete this section if none of the above apply

1) Current	2) Previous	Date of change
<input type="checkbox"/> The RLE has the right to exercise, or actually exercises, significant influence or control over the company	<input type="checkbox"/> The RLE has the right to exercise, or actually exercises, significant influence or control over the company	/ /