Companies House

CS01 (ef)

Confirmation Statement

Company Name: **HBOS PLC**
Company Number: **SC218813**

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Company Name: **HBOS PLC**

Company Number: **SC218813**

Confirmation Statement date: **03/05/2018**

Statement of Capital (Share Capital)

Class of Shares:	**NON-VOTING DEFERRED**	Number allotted	**1**
		Aggregate nominal value:	**0.25**
Currency:	**GBP**		

Prescribed particulars

(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 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 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.

Class of Shares:	**ORDINARY**	Number allotted	**15053262841**
Currency:	**GBP**	Aggregate nominal value:	**3763315710.25**

Prescribed particulars

(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 THE PROPORTION TO THE AMOUNTS PAID ON THE SHARES. NO OTHER RIGHTS EXCEPT AS PROVIDED BY LAW. (D) THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	**PREFERENCE**	Number allotted	**100**
Currency:	**GBP**	Aggregate nominal value:	**100**

Prescribed particulars

(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 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 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.

Statement of Capital (Totals)

Currency:	**GBP**	Total number of shares:	**15053262942**
		Total aggregate nominal value:	**3763315810.5**
		Total aggregate amount unpaid:	**0**

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor