

SH02

BLUEPRINT

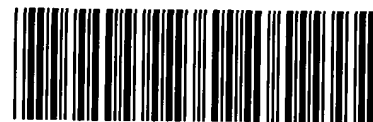
OneWorld

Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares

What this form is for
You may use this form to give
notice of consolidation,
sub-division, redemption of
shares or re-conversion of stock
into shares.

What this form is NOT for
You cannot use this form to
give notice of a conversion of shares
into stock.

TUESDAY



A61P4T4B

A24

07/03/2017

#166

COMPANIES HOUSE

1 Company details

Company number 0 0 0 0 2 0 6 5

Company name in full LLOYDS BANK plc

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

All fields are mandatory unless
specified or indicated by *

2 Date of resolution

Date of resolution ^d2 ^d4 ^m0 ^m2 ^y2 ^y0 ^y1 ^y7

3 Consolidation

Please show the amendments to each class of share.

| Class of shares (E.g. Ordinary/Preference etc.) | Previous share structure | | New share structure | |
|--|--------------------------|-----------------------------|-------------------------|-----------------------------|
| | Number of issued shares | Nominal value of each share | Number of issued shares | Nominal value of each share |
| | | | | |
| | | | | |
| | | | | |

4 Sub-division

Please show the amendments to each class of share.

| Class of shares (E.g. Ordinary/Preference etc.) | Previous share structure | | New share structure | |
|--|--------------------------|-----------------------------|-------------------------|-----------------------------|
| | Number of issued shares | Nominal value of each share | Number of issued shares | Nominal value of each share |
| | | | | |
| | | | | |
| | | | | |

5 Redemption

Please show the class number and nominal value of shares that have been
redeemed. Only redeemable shares can be redeemed.

| Class of shares (E.g. Ordinary/Preference etc.) | Number of issued shares | Nominal value of each share |
|--|-------------------------|-----------------------------|
| floating rate non-cumulative redeemable Series III preference | 600,000 | £0.25 |
| | | |
| | | |

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6 Re-conversion

Please show the class number and nominal value of shares following re-conversion from stock.

New share structure

| Value of stock | Class of shares (E.g. Ordinary/Preference etc.) | Number of issued shares | Nominal value of each share |
|----------------|--|-------------------------|-----------------------------|
| | | | |
| | | | |
| | | | |

7 Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's issued capital following the changes made in this form.

Please use a Statement of Capital continuation page if necessary.

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

| Currency | Class of shares | Number of shares | Aggregate nominal value (£, €, \$, etc) | Total aggregate amount unpaid, if any (£, €, \$, etc) |
|---|-------------------------------|------------------|---|--|
| Complete a separate table for each currency | E.g. Ordinary/Preference etc. | | Number of shares issued multiplied by nominal value | Including both the nominal value and any share premium |

Currency table A

| | | | | |
|---------------|---|---------------|-------------------|-------|
| GB-GBP | 6% non-cumulative redeemable preference | 100 | 100.00 | |
| GB-GBP | Ordinary | 1,574,285,751 | 1,574,285,751.00 | |
| Totals | | 1,574,285,851 | £1,574,285,851.00 | £0.00 |

Currency table B

| | | | | |
|---------------|--|--|--|--|
| | | | | |
| | | | | |
| | | | | |
| Totals | | | | |

Currency table C

| | | | | |
|---------------|--|--|--|--|
| | | | | |
| | | | | |
| | | | | |
| Totals | | | | |

| Totals (including continuation pages) | Total number of shares | Total aggregate nominal value ① | Total aggregate amount unpaid ① |
|---------------------------------------|------------------------|---------------------------------|---------------------------------|
| | 1,574,285,851 | £1,574,285,851.00 | £0.00 |

① Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

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8 Statement of capital (prescribed particulars of rights attached to shares) 1

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 7.

Class of share £1.00 6% non-cumulative redeemable preference

Prescribed particulars 1 See attached schedule

Class of share £1.00 Ordinary

Prescribed particulars 1 See attached schedule

Class of share


Prescribed particulars 1

1 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 Statement of capital continuation page if necessary.

9 Signature

I am signing this form on behalf of the company.

Signature

Signature X  X

This form may be signed by:
 Director 2, Secretary, Person authorised 3, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager.

ASSISTANT SECRETARY

2 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.
3 Person authorised
 Under either section 270 or 274 of the Companies Act 2006.

SH02 - continuation page
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8 Statement of capital (prescribed particulars of rights attached to shares) ¹

| | | |
|------------------------|---|---|
| Class of share | £1.00 6% non-cumulative redeemable preference | <p>¹ Prescribed particulars of rights attached to shares The particulars are:</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p> |
| Prescribed particulars | <p>(a) No voting rights attach to the shares; (b) the holder of series II preference share 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 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 in 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 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 share, the series II preference shares and any other preference shares from time to time issued by the company ranking equally therewith in the amounts paid up plus any accrued but unpaid dividend thereon (or credited as paid up) on such share (or as otherwise provided in terms of such shares); and (d) the series II preference shares shall be redeemable at the option of the company at such time and date as the directors may determine.</p> | |

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8 Statement of capital (prescribed particulars of rights attached to shares) ①

| | | |
|------------------------|--|---|
| Class of share | £1.00 Ordinary | |
| Prescribed particulars | <p>(a) Each share carries the right to one vote on a poll. (b) Subject to any rights which may be attached to any other class of shares, the profits of the company available for dividend and resolved to be distributed shall be distributed by way of dividend among the holders of the ordinary shares. (c) On a return of assets on a winding up, the balance of such assets, subject to any other class of shares, shall be applied in repaying to the holders of the ordinary shares the amounts paid up on such ordinary shares and subject thereto shall belong to and be distributed among such holders rateably according to the number of such ordinary shares held by them respectively. (d) The shares are not redeemable.</p> | <p>① Prescribed particulars of rights attached to shares The particulars are:</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p> |

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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:

- The company name and number match the information held on the public Register.
- You have entered the date of resolution in Section 2.
- Where applicable, you have completed Section 3, 4, 5 or 6.
- You have completed the statement of capital.
- You have signed the form.



Important information

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



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