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CHFP029

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of company† distinguish
between
ordinary
preference, etc.§ complete
(a) or (b) as
appropriate

COMPANIES FORM No 88(2)

Return of allotments of Shares

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

To the Registrar of Companies (address overleaf)
(see note 1)

88(2)

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)

Company Number

2065

1. Name of company

* LLOYDS TSB BANK plc

2. This section must be completed for all allotments

Description of Shares †	ord shares of £		
A Number allotted	70,000,000		
B Nominal value of each	£ 1.00		
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 30.73		

Date(s) on which shares were allotted

(a) [on 13 August 1999] \$, or

(b) [from to] \$

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)

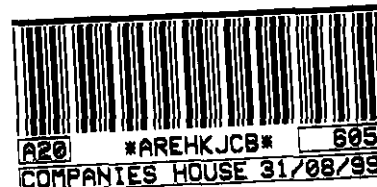
D Extent to which each share is to be treated as paid up. Please use percentage	100.00%		
E Consideration for which the shares were allotted	SEE ATTACHED		

NOTES

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presentor's name address and
reference (if any):MR. A.J. MICHIE, 71 LOMBARD
STREET, LONDON, EC3P 3BS

For official use



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**Please complete
legibly, preferably
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bold block lettering**

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‡ Insert
Director,
Secretary,
Administrator
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

W. H. Hahner

DEPUTY SECRETARY

Date 13 August 94

Companies registered in Scotland
should deliver this form to:-

The Registrar of Companies
Companies House
37 Castle House
Edinburgh
EH1 2EB

SCHEDULE ATTACHED TO FORM 88(2) DATED 13.8.99.

2 ordinary shares of £1 each in Amberdate Limited

99,997 ordinary shares of £1 each in Dover Investments Limited

120 "A" ordinary shares of £1 each and 49,760 "C" ordinary shares of £1 each in First
Debenture Finance Plc

325,500,000 ordinary shares of £1 each in Hill Samuel Bank Limited

500,100 ordinary shares of £1 each in Hill Samuel Insurance & Shipping Holdings Limited

1,000,000 ordinary shares of £1 each in IAI International Limited

1,600,000 ordinary shares of £1 each in Lloyds TSB Bank Insurance Brokers Limited

750,830,484 ordinary shares of 5p each in Lloyds TSB Financial Services Holdings plc

91 ordinary shares of £1 each in Lloyds TSB Offshore Pension Trust Limited

99 ordinary shares of £1 each in Three Copthall Avenue Limited

3,000,100 non voting shares of £1 each and 1,419,610 ordinary shares of £1 each in Trustee
Savings Banks (Holdings) Limited

1,262,499,999 ordinary shares of £1 each in TSB Bank plc

59,999,999 ordinary shares of £1 each in TSB Commercial Holdings plc

400 shares of NLG 100 each in TSB Finance BV

994 "A" ordinary shares of £1 each, 1,000 "B" ordinary shares of £1 each and 8,000 "C"
ordinary shares of £1 each in TSB Group Holdings (Jersey) Limited

2 ordinary shares of £1 each in TSB Group Nominees Limited

100 ordinary shares of £1 each in Lloyds TSB Group Pension Trust (No.2) Limited

399,999,999 ordinary shares of 25p each in TSB Hill Samuel Bank Holding Company plc

2 ordinary shares of £1 each in Lloyds TSB Group Trustee Services Limited

A handwritten signature in black ink, appearing to read 'M. G. Walker', is located in the bottom right corner of the document.