

BLUEPRINT

OneWorld

000839/30

363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

2065

Company Name in full

LLOYDS TSB BANK plc

Date of this return

The information in this return is made up
to

Day Month Year

0 9 0 5 2 0 0 9

Date of next return

If you wish to make your next return to a
date earlier than the anniversary of this
return please show the date here.

Companies House will then send a form at
the appropriate time.

Day Month Year

Registered Office

Show here the address at the date of
this return.

25 GRESHAM STREET

Any change of
registered office must
be notified on form
287.

Post town

LONDON

County / Region

UK Postcode

EC2V 7HN

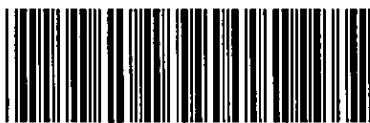
Principal business activities

Show trade classification code number(s)
for the principal activity or activities.

If the code number cannot be determined,
give a brief description of principal activity.

BANKING AND FINANCIAL SERVICES

TUESDAY



A31 19/05/2009 252
COMPANIES HOUSE

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX ED235 Edinburgh 1
or LP-4 Edinburgh 2

10/08

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County / Region

UK Postcode

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

N/A

Post town

County / Region

UK Postcode

Company type

Public limited company

X

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

* Voluntary details.

(Please photocopy this area to provide details of joint secretaries).

Name

* Style / Title

Forename(s) HAROLD FRANCIS

Surname

BAINES

X

Address ††

THE MOUND

Post town

EDINBURGH

County / Region

UK Postcode

EH1 1YZ

Country

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Dr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1	3	1	0	1	9	4	2
---	---	---	---	---	---	---	---

Forename(s)

WOLFGANG CHRISTIAN GEORG

Surname

BERNDT

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality Austrian

Business occupation

DIRECTOR

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

SIR

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

0	9	1	1	1	9	4	2
---	---	---	---	---	---	---	---

Forename(s)

MAURICE VICTOR

Surname

BLANK

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality BRITISH

Business occupation

DIRECTOR

BLUEPRINT

OneWorld

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

2 3 0 3 1 9 4 2

Forename(s)

EWAN

Surname

BROWN

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

48 QUEEN STREET

Post town

EDINBURGH

County / Region

MIDLOTHIAN

UK Postcode

EH2 3NR

Country

Nationality

British

Business occupation

DIRECTOR

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

1 4 0 8 1 9 5 1

Forename(s)

JOHN ERIC

Surname

DANIELS

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☒

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode

EC2V 7HN

Country

Nationality

AMERICAN/BRITISH

Business occupation

DIRECTOR

BLUEPRINT

OneWorld

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

MR

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1 2 0 5 1 9 5 3

Forename(s)

PHILIP NEVILL

Surname

GREEN

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☒

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality BRITISH

Business occupation

COMPANY CHIEF EXECUTIVE

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Sir

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1 4 1 2 1 9 4 8

Forename(s)

JULIAN MICHAEL

Surname

HORN-SMITH

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☒

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality British

Business occupation

DIRECTOR

BLUEPRINT

OneWorld

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1 6 0 6 1 9 5 2

Forename(s)

ARCHIBALD GERARD

Surname

KANE

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

FLAT 25, OLD SUN WHARF, NO.40 NARROW STREET, LIMEHOUSE

Post town

LONDON

County / Region

UK Postcode E14 8DG

Country

Nationality British

Business occupation

DIRECTOR

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Day Month Year

Date of birth

2 0 1 0 1 9 4 7

Forename(s)

LORD (ALEXANDER PARK)

Surname

LEITCH

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☒

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality BRITISH

Business occupation

DIRECTOR

BLUEPRINT

OneWorld

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

SIR

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth

Day		Month		Year	
0	5	1	2	1	9

Forename(s)

DAVID GEOFFREY

Surname

MANNING

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality BRITISH

Business occupation

DIRECTOR

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

MS

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Date of birth

Day		Month		Year	
1	3	0	9	1	9

Forename(s)

CAROLYN JULIA

Surname

MCCALL

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

NUMBER 1, SCOTT PLACE

Post town

MANCHESTER

County / Region

UK Postcode M3 3GG

Country

Nationality BRITISH

Business occupation

DIRECTOR

BLUEPRINT

OneWorld

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

MR

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1 3 0 6 1 9 4 5

Forename(s)

THOMAS TIMOTHY

Surname

RYAN

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality AMERICAN

Business occupation

DIRECTOR

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

MR.

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

2 0 1 1 1 9 5 0

Forename(s)

MARTIN ANTHONY

Surname

SCICLUNA

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality BRITISH

Business occupation

DIRECTOR

BLUEPRINT

OneWorld

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

MR

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1 5 0 5 1 9 5 0

Forename(s)

GEORGE TRUETT

Surname

TATE

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode

EC2V 7HN

Country

Nationality

AMERICAN

Business occupation

DIRECTOR

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

MR

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

1 7 0 7 1 9 6 2

Forename(s)

TIMOTHY JAMES WILLIAM

Surname

TOOKEY

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

25 GRESHAM STREET

Post town

LONDON

County / Region

UK Postcode

EC2V 7HN

Country

Nationality

BRITISH

Business occupation

DIRECTOR

BLUEPRINT

OneWorld

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

MR

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

0 2 0 4 1 9 4 5

Forename(s) ANTHONY

Surname WATSON

X

Address ††

25 GRESHAM STREET

Post town LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality BRITISH

Business occupation DIRECTOR

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Mrs

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

1 7 0 8 1 9 6 2

Forename(s) HELEN ALISON

Surname WEIR

X

Address ††

25 GRESHAM STREET

Post town LONDON

County / Region

UK Postcode EC2V 7HN

Country

Nationality British

Business occupation DIRECTOR

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

BLUEPRINT

OneWorld

Issue share capital

Enter details of all the shares in issue at the date of this return.

	Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
See attached schedule			
Totals			

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

☐**List of past and present shareholders**

(use attached schedule where appropriate)

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

Please tick the appropriate box below:

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**

on paper in another format

☒☐A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**☐☐

A list containing shareholder changes is enclosed

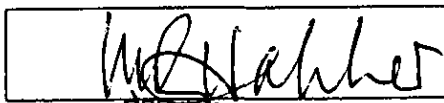
☐☐→ For private or non-traded public companies, please complete **Schedule A**→ For traded public companies, please complete **Schedule B**

There were no shareholder changes in this period

☐**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed



Date

15 May 2009

† Please delete as appropriate.

† (director / secretary)

When you have signed the return send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

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

This return includes continuation sheets.
(enter number)

LLOYDS TSB BANK plc, 25 GRESHAM

STREET, LONDON, EC2V 7HN

Tel

BLUEPRINT

On Work

DX number DX exchange

Issue share capital
Schedule to form 363a

CHFP010

Company Number | 2065

Company Name in full | LLOYDS TSB BANK plc

Currency | Euro

Issue share capital

Enter details of all the shares in issue at the date of this return.

Enter details of all the shares in issue at the date of this return.	Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
7.875% Non-cumulative Callable Preference		500,000	€125,000.00
Totals		500,000	125,000.00

Issue share capital Schedule to form 363a

CHFP010

Company Number | 2065

Company Name in full | LLOYDS TSB BANK plc

Currency | Pounds Sterling

Issue share capitalEnter details of all the shares in issue
at the date of this return.

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
6% non-cumulative redeemable preference	100	£100.00
floating rate non-cumulative redeemable Series III preference	600,000	£150,000.00
Ordinary	1,541,680,932	£1,541,680,932.00
Totals	1,542,281,032	1,541,831,032.00

Issue share capital Schedule to form 363a

CHFP010

Company Number 2065

Company Name in full LLOYDS TSB BANK plc

Currency US Dollar

Issue share capital

Enter details of all the shares in issue
at the date of this return.

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
7.875% Non-cumulative Callable Preference	1,250,000	US\$312,500.00
floating rate non-cumulative redeemable Series III preference	1,000,000	US\$250,000.00
Totals	2,250,000	562,500.00

Schedule A
for private or non-traded public companies
List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010

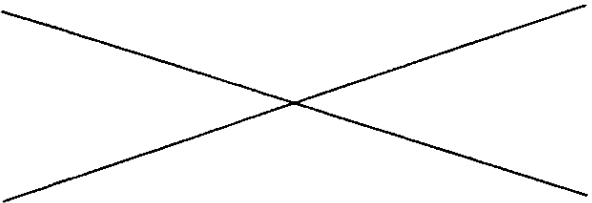
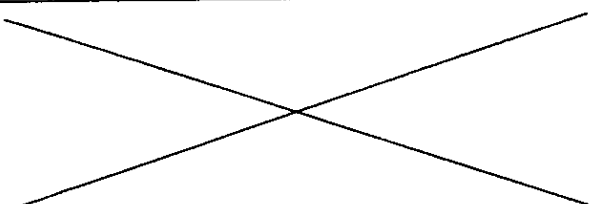
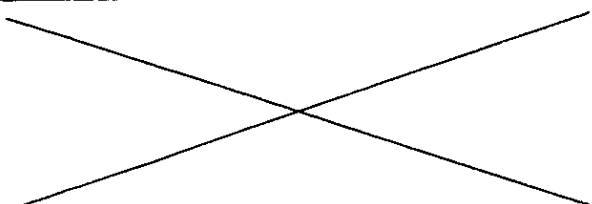
Company Number | 2065

Company Name in full | LLOYDS TSB BANK plc

This must only be completed by private and public limited companies that have not traded on a regulated market

- > Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- > You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- > List the company shareholders in alphabetical order to provide an index
- > List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Shares or amount of stock transferred (if appropriate) Date of registration of transfer
Name LLOYDS BANKING GROUP plc 	£0.25 7.875% Non-cumulative Callable Preference Shares Held 500,000		
Name 			
Name 			

Schedule A for private or non-traded public companies List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010

Company Number

2065

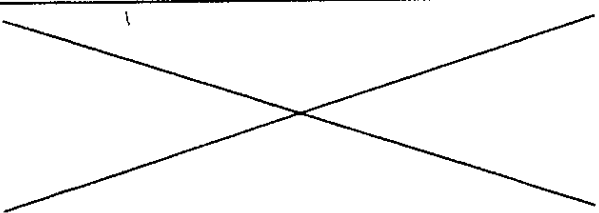
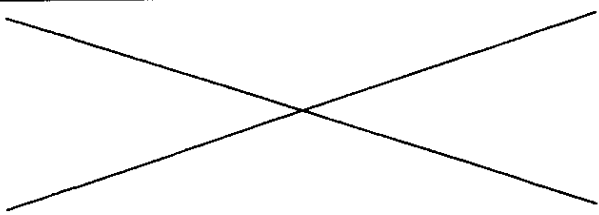
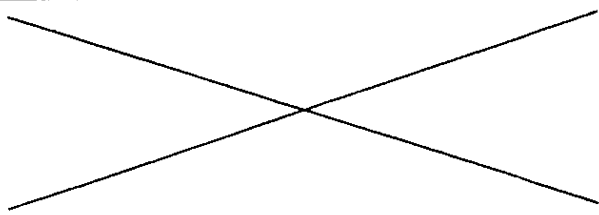
Company Name in full

LLOYDS TSB BANK plc

This must only be completed by private and public limited companies that have not traded on a regulated market

- Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order to provide an index
- List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name LLOYDS BANKING GROUP plc 	£1.00 6% non-cumulative redeemable preference Shares Held 100			
Name 				
Name 				

Schedule A for private or non-traded public companies List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010

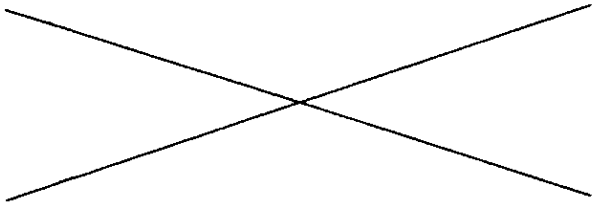
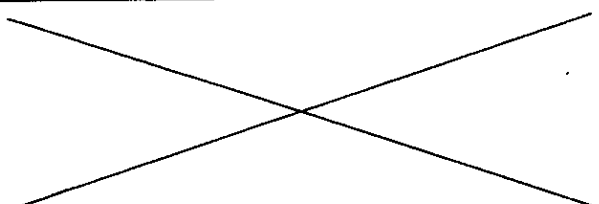
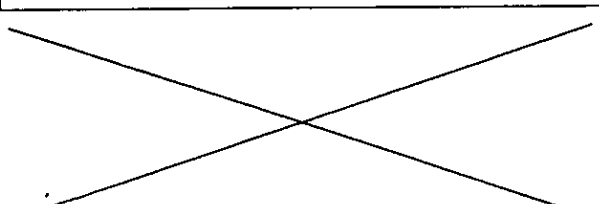
Company Number | 2065

Company Name in full | LLOYDS TSB BANK plc

This must only be completed by private and public limited companies that have not traded on a regulated market

- Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order to provide an index
- List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name LLOYDS BANKING GROUP plc 	£0.25 floating rate non-cumulative redeemable Series III preference Shares Held 600,000			
Name 				
Name 				

Schedule A
for private or non-traded public companies
List of past and present shareholders
(Please use a continuation sheet if required)

CHFP010

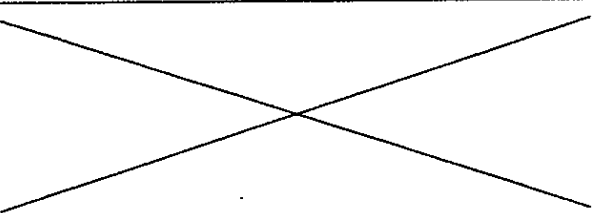
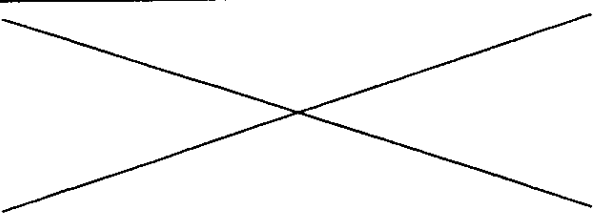
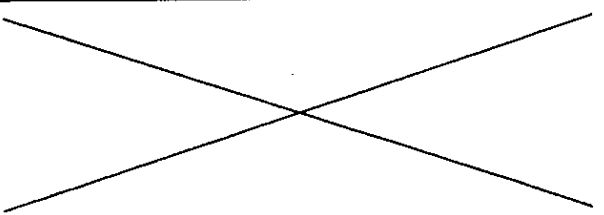
Company Number | 2065

Company Name in full | LLOYDS TSB BANK plc

This must only be completed by private and public limited companies that have not traded on a regulated market

- Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order to provide an index
- List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name TSB GROUP NOMINEES LIMITED 	£1.00 Ordinary Shares Held 1			
Name TSB DIRECT LIMITED 	£1.00 Ordinary Shares Held 1			
Name LLOYDS BANKING GROUP plc 	£1.00 Ordinary Shares Held 1,541,680,930			

Schedule A
for private or non-traded public companies
List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010

Company Number

2065

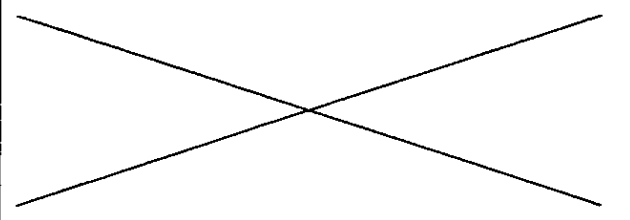
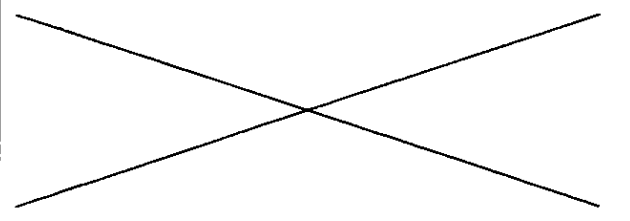
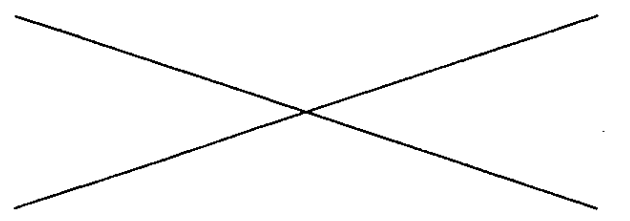
Company Name in full

LLOYDS TSB BANK plc

This must only be completed by private
 and public limited companies that have
 not traded on a regulated market

- Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order to provide an index
- List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	Date of registration of transfer
Name LLOYDS BANKING GROUP plc 	US\$0.25 7.875% Non-cumulative Callable Preference Shares Held 1,250,000		
Name 			
Name 			

Schedule A for private or non-traded public companies List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010

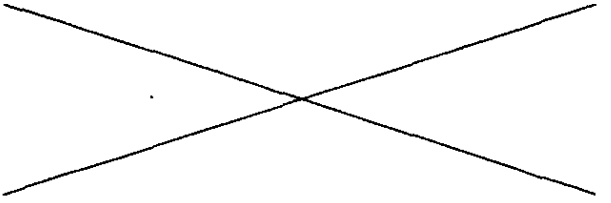
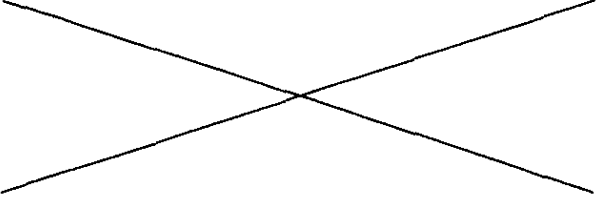
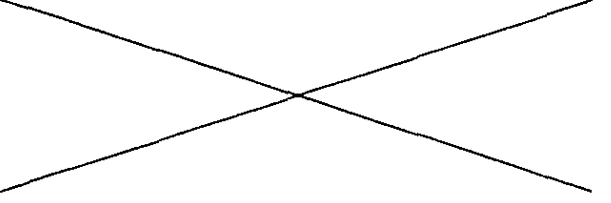
Company Number | 2065

Company Name in full | LLOYDS TSB BANK plc

This must only be completed by private and public limited companies that have not traded on a regulated market

- > Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- > You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- > List the company shareholders in alphabetical order to provide an index
- > List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate) Class and number of shares or amount of stock transferred	Date of registration of transfer
Name LLOYDS BANKING GROUP plc 	US\$0.25 floating rate non-cumulative redeemable Series III preference Shares Held 1,000,000		
Name 			
Name 			

Companies Act 1985 - Schedule 5

LLOYDS TSB BANK 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 TSB BANK plc	England	Class A preferred shares	20.000					
2	AGILENT TECHNOLOGIES (CAYCO) LIMITED	Cayman Islands	£1.00 Ordinary shares	100.000					
2	AMBERDATE LIMITED	England	£1.00 Preference shares	100.000					
3	HILL SAMUEL LIFE ASSURANCE LIMITED	England	£1.00 1% Non Cum Deferred £1 shares	100.000					
			£1.00 10% Non Cum Participating & Pref £1 Shs shares	100.000					
			£1.00 5% Non Cum Redeemable Part & Pref £1 Shs shares	100.000					
			£1.00 7% Non Cum Redeemable Pref £1 shares	100.000					
			£0.10 Ordinary shares	100.000					
			£1.00 Ordinary shares	100.000					
3	RETAIL REVIVAL (BURGESS HILL) INVESTMENTS LIMITED	England	£1.00 Ordinary shares	100.000					
3	RETAIL REVIVAL (STRATFORD) INVESTMENTS LIMITED	England	£1.00 Ordinary shares	100.000					
3	RETAIL REVIVAL (TROWBRIDGE) INVESTMENTS LIMITED	England	£1.00 Ordinary shares	100.000					
3	TARGET INVESTMENT HOLDINGS LIMITED	England	£1.00 1% Non Cum Deferred £1 shares	100.000					
			£1.00 10% Non Cum Participating & Pref £1 Shs shares	100.000					
			£0.10 Ordinary shares	100.000					
			£1.00 Ordinary shares	100.000					
			£1.00 Ordinary shares	100.000					
			£ Ordinary shares	100.000					
			£1.00 Ordinary shares	100.000					
			£1.00 Ordinary shares	100.000					
			£1.00 Ordinary shares	100.000					
2	CARDNET MERCHANT SERVICES LIMITED	England	£1.00 B Ordinary shares	97.849					100.000
2	CASHPOINT LIMITED	England	£1.00 Deferred shares	0.000					100.000
2	CHELTHENHAM & GLOUCESTER plc	England	£1.00 Ordinary shares	100.000					100.000
			£1.00 B preference shares	0.000					100.000
			£1.00 Ordinary shares	100.000					100.000
			£1.00 Preference shares	0.000					100.000
3	C & G FINANCIAL SERVICES LIMITED	England	£1.00 Ordinary shares	100.000					
3	C & G HOMES LIMITED	England	£1.00 Ordinary shares	100.000					
3	C&G ESTATE AGENTS LIMITED	England	£1.00 Ordinary shares	100.000					

= Company is multi-owned within group

= Company is multi-owned within group

31/12/2008

Company Name
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
3	3									C&G PROPERTY HOLDINGS LIMITED	England	£1.00 Ordinary shares	100.000	
3	3									CENTRAL MORTGAGE FINANCE LIMITED	England	£1.00 Ordinary shares	100.000	
3	3									LLOYDS TSB MORTGAGES LIMITED	England	£1.00 Ordinary shares	100.000	
2	2									COX & CO. #	England	£1.00 Ordinary shares	100.000	
2	2									COX'S & KING'S FINANCIAL SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
2	2									CREATE SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
2	2									ETABLISSEMENT PRO FIDE	England	£1.00 Ordinary shares	100.000	
2	2									EXCLUSIVE FINANCE NO. 1 LIMITED	Liechtenstein	£ St shares	100.000	
											England	£1.00 A Ordinary shares	100.000	
2	2									GF TWO LIMITED	England	£1.00 Ordinary shares	100.000	
3	3									GF ONE LIMITED	England	£1.00 'B' Ordinary shares	100.000	
2	2									GORING NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000	
2	2									HIGH STREET MARKETING SERVICES S.A.	England	£1.00 Ordinary shares	100.000	
											Argentina	ARA0.01 Arg\$0.0001 (Argentinian Dollars) shares	100.000	
2	2									HILL SAMUEL BANK LIMITED	England	£1.00 Ordinary shares	100.000	
2	2									HILL SAMUEL FINANCE (No 10) LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1.00 Ordinary shares	100.000	
2	2									HILL SAMUEL FINANCE (No 12) LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1.00 Ordinary shares	100.000	
2	2									HILL SAMUEL FINANCE (No 21) LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1.00 Ordinary shares	100.000	
2	2									HILL SAMUEL FINANCE (No 3) LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1.00 Ordinary shares	100.000	
2	2									HILL SAMUEL INSURANCE & SHIPPING HOLDINGS LIMITED	England	£1.00 Ordinary shares	100.000	
3	3									L. HAMMOND & CO. (HOLDINGS) LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£0.25 Ordinary shares	100.000	
2	2									HILL SAMUEL INTERNATIONAL LIMITED	England	£1.00 Ordinary shares	100.000	
3	3									HILL SAMUEL OVERSEAS HOLDINGS LIMITED	England	£1.00 Ordinary shares	100.000	
2	2									HILL SAMUEL INVESTMENTS LIMITED #	England	£1.00 Ordinary shares	100.000	
3	3									CONCLAVE INVESTMENTS LIMITED	Cayman Islands	£1.00 Ordinary shares	100.000	
2	2									HILL SAMUEL LEASING CO. LIMITED	England	£1.00 Ordinary shares	100.000	
3	3									LLOYDS TSB FILM DISTRIBUTION COMPANY	England	£1.00 Ordinary shares	100.000	
2	2									IAI INTERNATIONAL LIMITED	England	£1.00 Ordinary shares	100.000	
2	2									KINDFORD LIMITED	England	£1.00 A Preference shares	100.000	
2	2									LARMORAN PARTICIPATIONS INC.	Panama	£1.00 Ordinary shares	100.000	
												US\$100.00 Bearer Of Us \$100 shares	100.000	
2	2									LBI FINANZ ANSTALT	Liechtenstein			Liechtenstein foundation
2	2									LLOYDESA OPERADOR DE BANCA-SEGUROS VINCULADO (GRUPO LLOYDS TSB) SOCIEDAD ANONIMA UNIPERSONAL	Spain	€60.10 Ordinary shares	100.000	
2	2									LLOYDS AMERICA SECURITIES CORPORATION	United States	US\$ No Par Value shares	100.000	
2	2									LLOYDS BANK (BELGIUM) S.A. (IN LIQUIDATION)	Belgium	€24.7894 Ordinary shares	100.000	
2	2									LLOYDS BANK (BLSA) #	England	£1.00 Ordinary shares	100.000	

= Company is multi-owned within group

31/12/2008

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
2	LLOYDS BANK (BRANCHES) NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000					
2	LLOYDS BANK (COLONIAL & FOREIGN) NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000					
2	LLOYDS BANK (I.D.) NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000					
2	LLOYDS BANK (PEP NOMINEES) LIMITED	England	£1.00 Ordinary shares	100.000					
2	LLOYDS BANK (PICCADILLY) NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000					
2	LLOYDS BANK (STOCK EXCHANGE BRANCH) NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000					
2	LLOYDS BANK FACTORS LIMITED	England	£1.00 Ordinary shares	100.000					
2	LLOYDS BANK FINANCIAL SERVICES (HOLDINGS) LIMITED	England	£1.00 Ordinary shares	100.000					
3	CHESHIRE FUNDING MANAGEMENT LLC	United States	£100.00 Preference shares	0.000					100.000
			£1.00 Class A Common Interests shares	100.000					
			£1.00 Class B Common Interests shares	100.000					
4	CHESHIRE FUNDING LLC	United States	£1.00 Common Interests shares	100.000					
5	CHESHIRE HOLDINGS (AMERICA) LLC #	United States	£1.00 Common Interests shares	63.636					100.000
3	CHESHIRE HOLDINGS (AMERICA) LLC #	United States	£1.00 Common Interests shares	100.000					
3	CLOAK LANE FINANCE (CAYMAN) LIMITED	Cayman Islands	£1.00 Ordinary shares	100.000					
3	CLOAK LANE INVESTMENTS (CAYMAN) LIMITED	Cayman Islands	£0.01 Preference shares	0.000					100.000
3	FARNYER'S HOUSE FUNDING LIMITED	Cayman Islands	£1.00 Ordinary shares	100.000					
			£0.01 Irredeemable preference - A shares	100.000					
4	FARNYER'S HOUSE INVESTMENTS LIMITED	Cayman Islands	£0.01 Ordinary shares	100.000					
3	KINGSBARN INVESTMENTS LIMITED	England	£1.00 Ordinary-A shares	100.000					
3	LLOYDS TSB FINANCE INVESTMENTS (BVI) LIMITED	Virgin Islands, British	US\$1.00 Ordinary shares	100.000					
4	LLOYDS TSB FINANCE INVESTMENTS (CAYMAN) LIMITED	Cayman Islands	£1.00 Ordinary shares	100.000					
3	LLOYDS TSB GATWICKSTRAAT (NO.1) B.V.	Netherlands	£1.00 Ordinary shares	100.000					
			€250.00 B ordinary shares	100.000					
			€250.00 Ordinary shares	100.000					
3	MITRE STREET FINANCE LIMITED	Jersey	€250.00 Preference shares	100.000					
			£ Ordinary shares	100.000					
3	MITRE STREET INVESTMENTS LIMITED	Jersey	£ Preference shares	0.000					100.000
			£ Ordinary shares	100.000					
4	LLOYDS TSB YEN TRADING LIMITED	Jersey	£ Preference shares	0.000					100.000
3	WARWICK LANE FINANCE LIMITED	Virgin Islands, British	JPY1.00 Ordinary shares	100.000					
			JPY1.00 Preference shares	100.000					
4	WARWICK LANE INVESTMENTS BV	Netherlands	€2.00 Ordinary shares	100.000					
			€1.00 Ordinary-B shares	100.000					
2	LLOYDS BANK GROUP LIMITED	England	€1.00 Ordinary-C shares	100.000					
2	LLOYDS BANK INTERNATIONAL LIMITED	England	£1.00 Ordinary shares	100.000					
			£1.00 Ordinary shares	100.000					

= Company is multi-owned within group

= Company is multi-owned within group

31/12/2008

Company Name
Tier Levels

1 2 3 4 5 6 7 8 9 10

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
2	LLOYDS BANK LIMITED	England	£1.00 Ordinary shares	100.000		
2	LLOYDS BANK SUBSIDIARIES LIMITED	England	£1.00 Ordinary shares	100.000		
			£1.00 Preference A (non-linked) shares	100.000		
3	CASTLE BAYNARD FUNDING LIMITED	England	£1.00 Preference D shares	100.000		
4	DUNSTAN INVESTMENTS (UK) LIMITED	England	£1.00 Preference E shares	100.000		
3	COLEMAN STAFFORDSHIRE OFFSHORE FUNDING NO.1 LIMITED	Cayman Islands	£1.00 Preference F shares	100.000		
			£1.00 Ord shares	100.000		
			£1.00 Ordinary shares	100.000		
			£1.00 Ordinary shares	100.000		
4	COLEMAN STAFFORDSHIRE OFFSHORE INVESTMENTS NO.1 LIMITED	Cayman Islands	£0.001 Preference A shares	100.000		
			£1.00 Ordinary shares	100.000		
3	DENHAM FUNDING LIMITED	England	£ Redeemable shares	100.000		
			£1.00 Irredeemable Preference shares	100.000		
3	GOLDBOND LIMITED	Hong Kong	£1.00 Ordinary shares	100.000		
4	CENTRAL CROWN INVESTMENTS LIMITED	Hong Kong	US\$1.00 Ordinary shares	100.000		
4	OCEAN BEST INVESTMENTS LIMITED	Hong Kong	£1.00 Ordinary shares	100.000		
4	PACIFIC PERFECT INVESTMENTS LIMITED	Hong Kong	HKD1.00 Ordinary shares	100.000		
4	SHELDWICH LIMITED	Hong Kong	HKD1.00 Ordinary shares	100.000		
4	WICKHAM INVESTMENTS LIMITED	Hong Kong	HKD1.00 Ordinary shares	100.000		
3	GOUDA LLC	United States	£1.00 Ordinary shares	100.000		
4	PLENARY INVESTMENTS LIMITED	Cayman Islands	£0.01 Ordinary shares	100.000		
3	HILL SAMUEL (USA), INC.	United States	£0.01 Ordinary-A shares	100.000		
			US\$10.00 Us\$10 Each (Us Dollars) shares	100.000		
4	LLOYDS TSB RAIL CAPITAL INC.	United States	US\$100.00 (Us Dollar) shares	100.000		
3	HILL SAMUEL INTERNATIONAL HOLDINGS LIMITED	England	£1.00 A Ordinary shares	100.000		
			£1.00 B Ordinary shares	100.000		
3	HORSHAM INVESTMENTS LIMITED	Cayman Islands	£1.00 Fixed rate cumulative preference shares	100.000		
3	LANGBOURN HOLDINGS LIMITED	Guernsey	£1.00 Ordinary shares	100.000		
4	LLOYDS LIMITED CAPITAL LLC	United States	£1.00 Ordinary shares	100.000		
3	LBI HOLDINGS (NETHERLANDS) B.V.	Netherlands	US\$100.00 Common shares	100.000		
			€22.69 Ordinary shares	100.000		

= Company is multi-owned within group

31/12/2008

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	£1.00 Special Deferred shares	100,000	
											England	£1.00 A Ordinary shares	100,000	
											England	£1.00 B Ordinary shares	100,000	
4											England	£1.00 Ordinary shares	100,000	
4											England	£1.00 Ordinary shares	100,000	
4											England	£1.00 Ordinary shares	100,000	
4											England	£1.00 Ordinary shares	100,000	
4											England	£1.00 Ordinary shares	100,000	
4											England	£1.00 Ordinary shares	100,000	
4											England	£1.00 Ordinary shares	100,000	
4											England	£1.00 Ordinary shares	100,000	
4											Isle of Man	£1.00 Ordinary shares	100,000	
4											England	£1.00 A Ordinary shares	100,000	
											England	£1.00 B Ordinary shares	100,000	
											England	£1.00 Ordinary shares	100,000	
3											England	£0.01 Preference shares	0,000	100,000
											England	£1.00 B Ordinary shares	100,000	
4											England	£1.00 A Ordinary shares	100,000	
4											England	£0.25 Ordinary shares	100,000	
5											England	£1.00 Ordinary shares	100,000	
4											England	£1.00 Ordinary shares	100,000	
5											England	£1.00 A Ordinary shares	100,000	
											England	£1.00 B Ordinary shares	0,000	100,000
4											England	£1.00 A Ordinary shares	0,000	100,000
											England	£1.00 B Ordinary shares	100,000	
4											England	£1.00 A Ordinary shares	100,000	
											England	£1.00 B Ordinary shares	100,000	
											England	£1.00 A Ordinary shares	100,000	
4											England	£1.00 B Ordinary shares	99,990	
4											England	£1.00 B Ordinary shares	100,000	
2											Bahamas	US\$10.00 Us\$10 Each (Us Dollars) shares	100,000	
3											Bahamas	US\$5.00 (Us Dollar) shares	100,000	
3											Bahamas	BSD600.00 Ordinary shares	100,000	
3											Bahamas	US\$5.00 (Us Dollar) shares	100,000	
3											Bahamas	US\$1.00 (Us Dollar) shares	100,000	
2											England	£1.00 Ordinary shares	100,000	
2											Gibraltar	£1.00 Ordinary shares	100,000	
2											Luxembourg	CHF100.00 Ordinary shares	100,000	
											England	CHF100.00 Preference shares	0,000	100,000
2											England	£0.01 Ordinary shares	100,000	

= Company is multi-owned within group

31/12/2008

Company Name		Country of Incorporation	Class of Share	% of class of shares held		Notes
Tier Levels				by the parent company	% of class of shares held by the group (if different from the parent company)	
3	M.K.M BUILDING SUPPLIES (HOLDINGS) LIMITED	England	£0.10 A ordinary shares	21,852		
3	MPACT LIMITED	England	£1.00 A ordinary shares	90,088		
3	NAH HOLDINGS LIMITED	England	£1.00 A ordinary shares	90,088		
3	OVAL (2140) LIMITED	England	£1.00 Preference shares	90,090		
3	PAYSTREAM HOLDINGS LIMITED	England	£0.20 A ordinary shares	84,566		
			£1.00 A ordinary shares	90,087		
			£1.00 J ordinary shares	100,000		
			£1.00 K preference shares	50,000		
3	PERSONAL TOUCH HOLDINGS LIMITED	England	£1.00 A ordinary shares	90,089		
			£1.00 Preference shares	100,000		
3	POLYSOURCE HOLDINGS GROUP LIMITED	England	£1.00 Preferred ordinary shares	87,654		
			£1.00 Preference shares	97,643		
3	PPC GROUP LIMITED	England	£0.20 A ordinary shares	100,000		
			£0.20 D ordinary shares	76,716		
3	PPP1 LIMITED		£0.01 Preferred ordinary shares	27,727		
			£0.01 A Preferred ordinary shares	1,040		
3	PRO-BEL HOLDINGS LIMITED	England	£1.00 Preference shares	79,319		
3	QUANTEL HOLDINGS LIMITED	England	£0.10 Preferred ordinary shares	90,000		
			£0.01 ordinary shares	54,830		
			£0.01 preferred ordinary shares	86,450		
			£0.10 Preference shares	54,830		
3	RAMESYS (HOLDINGS) LIMITED	England	£0.10 Investor preference shares	95,000		
			£0.001 Preferred ordinary shares	86,728		
3	RANIER LIMITED	England	£1.00 Preference shares	80,645		
			£1.00 Deferred shares	70,149		
3	ROBINA SUPPORT SERVICES LIMITED	England	£1.00 preference shares	29,193		
3	SHIRES HOLDINGS LIMITED	England	£0.01 B ordinary shares	85,917		
			£1.00 Preferred ordinary shares	100,000		
			£0.02 A ordinary shares	100,000		
			£0.02 B ordinary shares	70,512		
3	SPITFIRE HOLDINGS LIMITED	England	£1.00 A Preference shares	0,265		
3	START BUTTON LIMITED	England	£1.00 A ordinary shares	70,080		
			£1.00 ordinary-A shares	80,336		
3	ST. TROPEZ GROUP LIMITED	England	£1.00 preference shares	100,000		
			£0.01 A1 ordinary shares	90,087		
3	STIRLING GROUP LIMITED	England	£0.01 B1 ordinary shares	25,00		
			£0.01 Ordinary-A shares	90,000		
3	TEKDATA GROUP LIMITED	England	£0.01 preference shares	100,000		
			£1.00 Deferred Ordinary shares	100,000		
3	TEST EQUIPMENT ASSET MANAGEMENT LIMITED	England	£0.001 Preference shares	100,000		
			£0.50 A ordinary shares	82,379		
3	TPN GROUP HOLDINGS LIMITED	England	£0.50 C ordinary shares	99,099		
			£1.00 A ordinary shares	74,685		
			£0.10 C ordinary shares	100,000		

= Company is multi-owned within group

31/12/2008

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					
3										TRUSTMARQUE GROUP LIMITED	England	£1.00 A ordinary shares	90.089	
3										ULTIMATE PRODUCTS HOLDINGS LIMITED	England	£1.00 Ordinary-A shares	90.000	
3										VSG GROUP LIMITED	England	£1.00 Preferred ordinary shares	80.864	
3										VOLVOX GROUP LIMITED	England	£1.00 Ordinary-A shares	86.425	
												£1.00 C ordinary shares	11.110	
												£1.00 Preference shares	2.381	
2										LLOYDS TSB EXPORT FINANCE LIMITED	England	£1.00 Ordinary shares	100.000	
2										LLOYDS TSB FINANCIAL CONSULTANTS LIMITED	England	£1.00 Ordinary shares	100.000	
2										LLOYDS TSB GENERAL INSURANCE HOLDINGS LIMITED	England	£1.00 Ordinary shares	100.000	
3										AIC SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
3										AMBASSADOR INSURANCE COMPANY LIMITED	England	£1.00 Ordinary shares	100.000	
3										LLOYDS TSB GENERAL INSURANCE LIMITED	England	£1.00 Ordinary shares	100.000	
3										LLOYDS TSB INSURANCE SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
4										LLOYDS TSB INSURANCE SERVICES (DIRECT) LIMITED	England	£1.00 Preference shares	0.000	100.000
												£1.00 Ordinary shares	100.000	
3										TSB FINANCIAL SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
3										TSB GENERAL INSURANCE SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
3										TSB PROPERTIES (ANDOVER) LIMITED	England	£0.10 Ordinary shares	100.000	
2										LLOYDS TSB GENERAL LEASING (NO.14) LIMITED	England	£1.00 Ordinary shares	100.000	
2										LLOYDS TSB GENERAL LEASING (NO.9) LIMITED	England	£1.00 Ordinary shares	100.000	
2										LLOYDS TSB GROUP HOLDINGS (JERSEY) LIMITED	Jersey	£1.00 A Ordinary shares	99.400	100.000
												£1.00 B Ordinary shares	100.000	
2										LLOYDS TSB GROUP LIMITED	England	£1.00 C Ordinary shares	100.000	
2										LLOYDS TSB GROUP PENSION TRUST (NO.1) LIMITED	England	£1.00 Ordinary shares	100.000	
2										LLOYDS TSB GROUP PENSION TRUST (NO.2) LIMITED	England	£1.00 Ordinary shares	100.000	
2										LLOYDS TSB GROUP PENSIONS PROPERTY (GUERNSEY) LIMITED	Guernsey	£1.00 Ordinary-A shares	0.000	100.000
														A shares held by Lloyds TSB Group Pension Trust (No.1) Limited.
														B shares held by Lloyds TSB Group Pension Trust (No.2) Limited.
3										LLOYDS BANK S.F. NOMINEES LIMITED	England	£1.00 Ordinary-B shares	0.000	100.000
4										LLOYDS BANK WARDOUR STREET (JERSEY) LIMITED	Jersey	£1.00 Ordinary shares	100.000	
												£1.00 Ordinary shares	100.000	
4										VISION PARK MANAGEMENT LIMITED	England	£1.00 Ordinary shares	68.750	83.333
2										LLOYDS TSB GROUP TRUSTEE SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
2										LLOYDS TSB HEALTHCARE TRUSTEE LIMITED	England	£1.00 Ord shares	100.000	
2										LLOYDS TSB HOMELOANS LIMITED	England	£1.00 Ordinary shares	100.000	
2										LLOYDS TSB LEASING LIMITED	England	£1.00 Ordinary shares	100.000	
3										ACRUX MARITIME LIMITED PARTNERSHIP	United Kingdom	£1.00 Ordinary shares		

= Company is multi-owned within group

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				
3	ADARA MARITIME LIMITED PARTNERSHIP										United Kingdom			
3	ADVANCE DEEP SEA INSTALLER LIMITED PARTNERSHIP										Guernsey			
3	ALAM PERMAI MARITIME LIMITED PARTNERSHIP										United Kingdom			
3	ALAM PERSONA LIMITED PARTNERSHIP										United Kingdom			
3	ALAM PINTAR MARITIME LIMITED PARTNERSHIP										United Kingdom			
3	ALKALD LIMITED PARTNERSHIP										United Kingdom			
3	ALNATH MARITIME LIMITED PARTNERSHIP										United Kingdom			
3	ALT AIR MARITIME LIMITED PARTNERSHIP										United Kingdom			
3	AMAZONEBORG LIMITED PARTNERSHIP										United Kingdom			
3	AMSTELBORG LIMITED PARTNERSHIP										United Kingdom			
3	ANGLO SCOTTISH UTILITIES PARTNERSHIP 1										United Kingdom			
3	ANTARES MARITIME LIMITED PARTNERSHIP										United Kingdom			
3	ARNEBORG LIMITED PARTNERSHIP										United Kingdom			
3	ATHENA MARITIME LIMITED PARTNERSHIP										United Kingdom			
3	BALTICBORG LIMITED PARTNERSHIP										United Kingdom			
3	BEGONIA BULK LIMITED PARTNERSHIP										United Kingdom			
3	BIRCHCROWN FINANCE LIMITED										England	£0.25 6% Preference shares £0.25 Ordinary Non Voting shares	100.000 100.000	
3	BOTHNIABORG LIMITED PARTNERSHIP										United Kingdom			
3	BUCHAN MARITIME LIMITED PARTNERSHIP										United Kingdom			
3	C.T.S.B. LEASING LIMITED										England			
3	CHASE COURT (CI) LIMITED										Cayman Islands	£1.00 Ordinary shares £1.00 Ordinary shares	100.000 100.000	
3	CHEMICAL TANKER SHIPPING LIMITED PARTNERSHIP										United Kingdom			
3	CLIPPER SHIPPING LIMITED PARTNERSHIP										United Kingdom			
3	CONQUEST SECURITIES LIMITED										England	£0.25 6% Preference shares £0.25 Ordinary Non Voting shares	100.000 100.000	
3	CONTEST LIMITED PARTNERSHIP										Guernsey			
3	COSBRIGHT LIMITED PARTNERSHIP										United Kingdom			
3	COSFORCE LIMITED PARTNERSHIP										United Kingdom			
3	COSWIN LIMITED PARTNERSHIP										United Kingdom			
3	CUTTER SHIPPING LIMITED PARTNERSHIP										United Kingdom			
3	DOF (NO.1) VOF										Netherlands			
3	DOF (NO.2) VOF										Netherlands			
3	DOF (NO.3) VOF										Netherlands			
3	DURBAN MARITIME LIMITED PARTNERSHIP										Guernsey			
3	EIFFEL LIMITED PARTNERSHIP										United Kingdom			
3	FATMARINI MARITIME LIMITED PARTNERSHIP										Guernsey			
3	FOULA MARITIME LIMITED PARTNERSHIP										United Kingdom			
3	FRABANDARI MARITIME LIMITED PARTNERSHIP										Guernsey			
3	HARSANADI MARITIME LIMITED PARTNERSHIP										Guernsey			
3	HARTATI MARITIME LIMITED PARTNERSHIP										Guernsey			
3	HILL SAMUEL FINANCE LIMITED										England	£0.25 6% Preference shares	100.000	

= Company is multi-owned within group

31/12/2008

Company Name
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

3	HILL SAMUEL LEASING (NO.2) LIMITED	England	£0.25 Ordinary Limited Voting shares	100,000	
3	HUAL CAROLITA LIMITED PARTNERSHIP - TREASURE	United Kingdom	£1.00 Ordinary shares	100,000	
3	HUAL MARTITA LIMITED PARTNERSHIP	United Kingdom			
3	KANAALSTRAAT FUNDING C.V.	Netherlands			
3	KOTA GEMBIRA LIMITED PARTNERSHIP	United Kingdom			
3	KOTA GUNAWAN LIMITED PARTNERSHIP	United Kingdom			
3	KOTA HAKIM LIMITED PARTNERSHIP	United Kingdom			
3	KOTA HALUS LIMITED PARTNERSHIP	United Kingdom			
3	KOTA HAPAS LIMITED PARTNERSHIP	United Kingdom			
3	KOTA HARUM LIMITED PARTNERSHIP	United Kingdom			
3	KOTA JASA LIMITED PARTNERSHIP	United Kingdom			
3	KOTA JATI LIMITED PARTNERSHIP	United Kingdom			
3	KOTA JAYA LIMITED PARTNERSHIP	United Kingdom			
3	KOTA JUTA LIMITED PARTNERSHIP	United Kingdom			
3	LB1 LEASING LIMITED	United Kingdom			
3	LLOYDS (NIMROD) LEASING INDUSTRIES LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS (NIMROD) MACHINERY FINANCE LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS (NIMROD) SPECIALIST FINANCE LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS ASSET LEASING LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS BANK PROPERTY COMPANY LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS COMMERCIAL LEASING LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS FINANCIAL LEASING LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS GENERAL LEASING LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS INDUSTRIAL LEASING LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS INVESTMENT BONDS LIMITED	England	£1.00 Ordinary shares	100,000	
4	SILENTDALE LIMITED	England	£0.25 6% Preference shares	100,000	
			£0.25 Ordinary Non Voting shares	100,000	
			US\$1.00 Redeemable Non-voting shares	100,000	
3	LLOYDS INVESTMENT SECURITIES LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS INVESTMENT SECURITIES NO.5 LIMITED	England	£1.00 Ordinary shares	100,000	
4	ST MARY'S COURT INVESTMENTS	England	£1.00 Ordinary shares	100,000	
5	CAVE MINSTER LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS LEASING AIRCRAFT NO. 2 LIMITED (IN LIQUIDATION)	Bahamas	US\$1.00 (Us Dollar) shares	99,900	
3	LLOYDS LEASING DEVELOPMENTS LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS PLANT LEASING LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS PORTFOLIO LEASING LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS PROJECT LEASING LIMITED	England	£1.00 Ordinary shares	100,000	
3	LLOYDS PROPERTY INVESTMENT COMPANY LIMITED	England	£1.00 Ordinary shares	100,000	

= Company is multi-owned within group

31/12/2008

Company Name Tier Levels 1 2 3 4 5 6 7 8 9 10	Country of Incorporation	Class of Share	% of class of shares held		Notes
			by the parent company	% of class of shares held by the group (if different from the parent company)	
3 SOLSTAD (NO.1) VOF	Netherlands				
3 SOLSTAD (NO.2) VOF	Netherlands				
3 UNION BULK LIMITED PARTNERSHIP	United Kingdom				
3 WHITESTAR SECURITIES LIMITED	England	£0.25 B Ordinary shares	100.000		
		£0.25 Ordinary Limited Voting shares	100.000		
3 WOOD STREET LEASING LIMITED	England	£1.00 Ordinary shares	100.000		
3 WYNDCROFT LIMITED	Cayman Islands	£1.00 Ordinary shares	100.000		
2 LLOYDS TSB MTCH LIMITED	England	£1.00 Ordinary shares	100.000		
3 MOTABILITY OPERATIONS GROUP PLC	England	£1.00 Ordinary shares	20.000		
		£1.00 Preference shares	20.000		
2 LLOYDS TSB OFFSHORE (2) LIMITED	England	£1.00 Ordinary shares	100.000		
2 LLOYDS TSB OFFSHORE PENSION TRUST LIMITED	Jersey	£1.00 Ordinary shares	100.000		
2 LLOYDS TSB PRINT MANAGEMENT SERVICES LIMITED	England	£1.00 Ordinary shares	100.000		
2 LLOYDS TSB PRIVATE BANKING LIMITED	England	£1.00 Ordinary shares	100.000		
3 LLOYDS TSB INDEPENDENT FINANCIAL ADVISERS LIMITED	England	£1.00 A Ordinary shares	100.000		
		£1.00 B Ordinary shares	100.000		
2 LLOYDS TSB QUEST LIMITED	England	£1.00 Ordinary shares	100.000		
2 LLOYDS TSB REGISTRARS (ISA) NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000		
2 LLOYDS TSB REGISTRARS NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000		
2 LLOYDS TSB REGISTRARS SAVINGS NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000		
2 LLOYDS TSB SCOTLAND plc	Scotland	£1.00 Ordinary shares	100.000		100.000
		£1.00 Preference shares	0.000		
3 LLOYDS TSB COMMERCIAL FINANCE SCOTLAND LIMITED	Scotland	£1.00 Ordinary shares	100.000		
4 AZEDCREST LIMITED	England	£0.25 6% Preference shares	100.000		100.000
		£0.25 Ordinary Non Voting shares	0.000		
4 EVANSVILLE LIMITED	England	£0.25 6% Preference shares	100.000		100.000
		£0.25 Ordinary non-voting shares	0.000		
4 GLYTHORNE LIMITED	England	£0.25 6% Preference shares	100.000		100.000
		£0.25 Ordinary Non Voting shares	0.000		
4 KINGSTAR LEASING LIMITED	England	£0.25 6% Preference shares	100.000		100.000
		£0.25 Ordinary Non Voting shares	0.000		
4 SNOWGLEN SECURITIES LIMITED	England	£0.25 6% Preference shares	100.000		100.000
		£0.25 Ordinary non-voting shares	0.000		
3 TSB SCOTLAND (INVESTMENT) NOMINEES LIMITED	Scotland	£1.00 Ordinary shares	99.000		
3 TSB SCOTLAND NOMINEES LIMITED	Scotland	£1.00 Ordinary shares	99.000		
2 LLOYDS TSB SECURED FINANCE (LM) LIMITED	England	£1.00 Ordinary shares	99.000		
2 LLOYDS TSB SECURED FINANCE LLP	England	£1.00 Ordinary shares	20.000		
2 LLOYDS TSB SHARE SCHEMES TRUSTEES LIMITED	England	£1.00 Ordinary shares	100.000		
2 LLOYDS TSB STOCKBROKERS LIMITED	England	£1.00 Ordinary shares	100.000		
3 CHAMBERS & REMINGTON NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000		
3 LLOYDS BANK NOMINEES LIMITED	England	£1.00 Ordinary shares	100.000		

= Company is multi-owned within group

31/12/2008

Company Name

Tier Levels

1 2 3 4 5 6 7 8 9 10

Country of
Incorporation

Class of Share

Notes

% of class of
shares held
by the parent
company

% of class of
shares held by
the group (if
different from the
parent company)

5	H.S.L. FACILITIES LIMITED	England	£1.00 Ordinary shares	100.000	
5	HILL SAMUEL INVESTMENT SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
6	HILL SAMUEL PROFESSIONAL ADVISER SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
5	HSLA RESIDUAL ASSETS LIMITED	England	£1.00 Ordinary shares	100.000	
4	LLOYDS BANK UNIT TRUST MANAGERS LIMITED	England	£1.00 Ordinary shares	100.000	
4	SW (NO. 3) LIMITED	England	£1.00 Ordinary shares	100.000	
4	SW (NO.4) LIMITED (IN LIQUIDATION)	England	£1.00 Ordinary shares	100.000	
4	TSB INVESTMENT SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
4	TSB LIFE LIMITED (IN LIQUIDATION)	England	£1.00 Ordinary shares	100.000	
5	TSB PENSIONS LIMITED (IN LIQUIDATION)	England	£1.00 Ordinary shares	100.000	
3	SCOTTISH WIDOWS BANK plc	Scotland	£1.00 Ordinary shares	100.000	
3	SCOTTISH WIDOWS FINANCIAL SERVICES HOLDINGS	Scotland	£1.00 Ordinary shares	100.000	
4	SCOTTISH WIDOWS PLC	Scotland	£0.01 Ordinary shares	100.000	
5	DALKEITH CORPORATION LLC	Scotland	£1.00 Ordinary shares	100.000	
6	LOTHIAN ROAD LLC	United States	US\$ Ordinary Us \$1 shares	100.000	
6	MORRISON STREET LLC	United States	US\$ Ordinary Us \$1 shares	100.000	
7	KENDALL SQUARE LLC	United States	US\$1.00 Ordinary shares	100.000	
8	NEW BLACKFAN LLC	United States	US\$1.00 Ordinary shares	75.000	
9	CENTRE FOR LIFE SCIENCE LLC	United States	US\$ Ordinary Us \$1 shares	100.000	
6	MURRAYFIELD LLC	United States	US\$1.00 Ordinary shares	90.000	
6	WAVERLEY - FUND III INVESTOR LLC	United States	US\$ Ordinary Us \$1 shares	100.000	
6	WAVERLEY BOCA LLC	United States	US\$1.00 Ordinary shares	100.000	
6	WAVERLEY FUND II INVESTOR LLC	United States	US\$1.00 Ordinary shares	100.000	
6	WAVERLEY WILSHIRE RODEO LLC	United States	US\$1.00 Ordinary shares	100.000	
5	DALROAD 1 plc	England	£0.05 Ordinary shares	100.000	
5	FONTVIEW LIMITED	England	£1.00 Ord shares	100.000	
5	LLOYDS TSB FINANCIAL SERVICES HOLDINGS (IN LIQUIDATION)	England	£0.05 Ordinary shares	100.000	
5	NEWFONT LIMITED	England	£1.00 Ord shares	100.000	
5	PENSIONS MANAGEMENT (S.W.F.) LIMITED	Scotland	£1.00 Ordinary shares	100.000	Company limited by guarantee
6	PM NOMINEE 1 LIMITED	Jersey	£1.00 Ordinary shares	100.000	
6	PM NOMINEE 2 LIMITED	Jersey	£1.00 Ordinary shares	100.000	
6	PM NOMINEE 3 LIMITED	Jersey	£1.00 Ordinary shares	100.000	
6	PM NOMINEE 4 LIMITED	Jersey	£1.00 Ordinary shares	100.000	
6	PM NOMINEE 5 LIMITED	Jersey	£1.00 Ordinary shares	100.000	
6	PM NOMINEE 6 LIMITED	Jersey	£1.00 Ordinary shares	100.000	
6	PM NOMINEE 7 LIMITED	Jersey	£1.00 Ordinary shares	100.000	
6	PM NOMINEE 8 LIMITED	Jersey	£1.00 Ordinary shares	100.000	
5	SCOTTISH WIDOWS (PORT HAMILTON) LIMITED	Scotland	£1.00 Ordinary shares	100.000	
5	SCOTTISH WIDOWS ADMINISTRATION SERVICES LIMITED	England	£1.00 Ordinary shares	100.000	
6	LTSBPPF NOMINEE 1 LIMITED	Jersey	£1.00 Ordinary shares	100.000	
6	LTSBPPF NOMINEE 2 LIMITED	Jersey	£1.00 Ordinary shares	100.000	

= Company is multi-owned within group

31/12/2008

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											SALEN UK REAL ESTATE GP LLC	United States		Limited partnership
6											SALEN UK REAL ESTATE LP	United States		Limited partnership
5											SCOTTISH WIDOWS ANNUITIES LIMITED	Scotland	£1.00 Ordinary shares	
5											SCOTTISH WIDOWS HOLDINGS LIMITED (IN LIQUIDATION)	Scotland	£1.00 Ordinary shares	
5											SCOTTISH WIDOWS INDUSTRIAL PROPERTIES EUROPE B.V.	Netherlands	€ Ordinary Euro €1 shares	
6											EURL FRENCH INDUSTRIAL PREMISES HOLDING CO	France	€ Ordinary Euro €1 shares	
6											EURL LISSES HOLDING CO	France	€ Ordinary Euro €1 shares	
7											SCI LISSES INVESTMENT CO	France	€ Ordinary Euro €1 shares	
6											EURL LYON CHASSIEU HOLDING CO	France	€ Ordinary Euro €1 shares	
7											SCI LYON CHASSIEU INVESTMENT CO	France	€ Ordinary Euro €1 shares	
6											EURL MITRY II HOLDING CO	France	€ Ordinary Euro €1 shares	
7											SCI MITRY II INVESTMENT CO	France	€ Ordinary Euro €1 shares	
6											EURL ORLY HOLDING CO	France	€ Ordinary Euro €1 shares	
7											SCI ORLY INVESTMENT CO	France	€ Ordinary Euro €1 shares	
6											EURL ST THIBAUT HOLDING CO	France	€ Ordinary Euro €1 shares	
7											SCI ST THIBAUT INVESTMENT CO	France	€ Ordinary Euro €1 shares	
6											EURL ST WITZ HOLDING CO	France	€ Ordinary Euro €1 shares	
6											EURL SWNEWCO 11 HOLDING CO - ST MICHEL SUR ORGE	France	€ Ordinary Euro €1 shares	
7											SCI SWNEWCO 11 INVESTMENT CO - ST MICHEL SUR ORGE	France	€ Ordinary Euro €1 shares	
6											EURL SWNEWCO 12 HOLDING CO	France	€ Ordinary Euro €1 shares	
7											SCI NEWCO 12 INVESTMENT CO - CARRIERE PERPETUAL	France	€ Ordinary Euro €1 shares	
6											EURL SWNEWCO 13 HOLDING CO	France	€ Ordinary Euro 1 shares	
7											SCI NEWCO 13 INVESTMENT CO	France	€ Ordinary Euro 1 shares	
6											EURL SWNEWCO 14 HOLDING CO	France	€ Ordinary Euro 1 shares	
7											SCI NEWCO 14 INVESTMENT CO	France	€ Ordinary Euro 1 shares	
6											EURL SWNEWCO 15 HOLDING CO	France	€ Ordinary Euro 1 shares	
7											SCI NEWCO 15 INVESTMENT CO	France	€ Ordinary Euro 1 shares	
5											SCOTTISH WIDOWS INTERNATIONAL LIMITED	Jersey	£1.00 Ordinary shares	
5											SCOTTISH WIDOWS PROPERTY MANAGEMENT LIMITED	Scotland	£1.00 Ordinary shares	
5											SCOTTISH WIDOWS SERVICES LIMITED	Scotland	£1.00 Ordinary shares	
5											SCOTTISH WIDOWS TRUSTEES LIMITED	Scotland	£1.00 Deferred shares	
5											SCOTTISH WIDOWS UNIT FUNDS LIMITED	Scotland	£1.00 Ordinary shares	
6											SACKVILLE TCI PROPERTY (GP) LIMITED	England	£1.00 Ordinary shares	
7											SACKVILLE TCI PROPERTY NOMINEE (1) LIMITED	England	£1.00 Ordinary shares	

= Company is multi-owned within group

31/12/2008

Company Name
Tier Levels

1 2 3 4 5 6 7 8 9 10

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
7 SACKVILLE TCI PROPERTY NOMINEE (2) LIMITED		England	£1.00 Ordinary shares	100.000		
6 SWUF NOMINEE 1 LIMITED		Jersey	£1.00 Ordinary shares	100.000		
6 SWUF NOMINEE 2 LIMITED		Jersey	£1.00 Ordinary shares	100.000		
6 SWUF NOMINEE 3 LIMITED		Jersey	£1.00 Ordinary shares	100.000		
6 SWUF NOMINEE 4 LIMITED		Jersey	£1.00 Ordinary shares	100.000		
5 SCOTTISH WIDOWS UNIT TRUST MANAGERS LIMITED		England	£1.00 Ordinary shares	100.000		
5 SCOTTISH WIDOWS' FUND AND LIFE ASSURANCE SOCIETY		Scotland				Company limited by guarantee
5 STARFORT LIMITED		England	£1.00 Ord shares	100.000		
5 SW (NO 2) LIMITED (IN LIQUIDATION)		Scotland	£1.00 Ordinary shares	100.000		
5 SW NO. 1 LIMITED		Scotland	£1.00 Ordinary shares	100.000		
5 THE COVENT GARDEN MARKET GP LLC		United States	£1.00 Ordinary-A shares	100.000		
3 SCOTTISH WIDOWS FUND MANAGEMENT LIMITED		Scotland	£1.00 Ordinary shares	100.000		
3 SCOTTISH WIDOWS INVESTMENT PARTNERSHIP GROUP LIMITED		England	£1.00 Ordinary shares	100.000		
4 HILL SAMUEL PERSONAL PORTFOLIO MANAGERS LIMITED		England	£1.00 Ordinary shares	100.000		
4 HILL SAMUEL PRIVATE CLIENT MANAGEMENT LIMITED		England	£1.00 Ordinary shares	100.000		
4 LLOYDS TSB INVESTMENTS LIMITED		Scotland	£1.00 Ordinary shares	100.000		
4 SCOTTISH WIDOWS INVESTMENT PARTNERSHIP LIMITED		England	£1.00 Ordinary shares	100.000		
5 AIRPORT INDUSTRIAL GP LIMITED		England	£1.00 Ordinary shares	100.000		
6 AIRPORT INDUSTRIAL NOMINEES B LIMITED		England	£1.00 Ordinary shares	100.000		
6 AIRPORT INDUSTRIAL NOMINEES C LIMITED		England	£1.00 Ordinary shares	100.000		
6 AIRPORT INDUSTRIAL NOMINEES D LIMITED		England	£1.00 Ordinary shares	100.000		
6 AIRPORT INDUSTRIAL NOMINEES LIMITED		England	£1.00 Ordinary £1 shares	100.000		
6 GATWICK SITE NO 5 (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 GATWICK SITE NO 5B (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 GATWICK SITE NO 6 (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 GATWICK SITE NO 6B (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 GLASGOW SITE NO 1 (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 GLASGOW SITE NO 2 (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 HEATHROW SITE NO 3 (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 HEATHROW SITE NO 3B (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 HEATHROW SITE NO 4 (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 HEATHROW SITE NO 4B (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 HEATHROW SITE NO 5 (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 HEATHROW SITE NO 5B (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 HEATHROW SITE NO 6 (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 HEATHROW SITE NO 6B (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		
6 HEATHROW SITE NO 7 (CI) LIMITED		Jersey	£1.00 Ordinary shares	50.000		

= Company is multi-owned within group

31/12/2008

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
3	LITTLE LONDON LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1.00 Ordinary shares	100,000					
2	TSB BANK LIMITED	England	£1.00 Ordinary shares £1.00 Special Rights Redeemable Pref shares	100,000 100,000					
2	TSB BANK PROPERTIES LIMITED	England	£1.00 Ordinary shares	100,000					
3	GRESHAM NOMINEE 1 LIMITED	England	£1.00 Ordinary shares	100,000					
3	GRESHAM NOMINEE 2 LIMITED	England	£1.00 Ordinary shares	100,000					
2	TSB COMMERCIAL HOLDINGS LIMITED	England	£1.00 Ordinary shares	100,000					
3	ENDEAVOUR GROUP LIMITED	England	£1.00 Ordinary shares	100,000					
3	ENDEAVOUR MARINE SERVICES LIMITED	England	£1.00 Ordinary shares	100,000					
4	WM. BROWN ATKINSON & CO., LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1.00 Deferred shares	100,000					
3	UDT INVESTMENT HOLDINGS LIMITED	England	£1.00 Ordinary shares £1.00 10% Cumulative Preference shares	100,000 100,000					
4	UDT INTERNATIONAL LIMITED	England	£1.00 Ordinary shares	100,000					
2	TSB DIRECT HOLDINGS LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1.00 Ordinary shares	100,000					
3	BARROW, PLATT & COMPANY LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1.00 Ordinary shares	100,000					
3	BRITISH MEDICAL FINANCE LIMITED (IN LIQUIDATION)	England	£1.00 Ordinary shares	100,000					
3	CHOICE INSURANCE ADVISERS LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1.00 Ordinary shares	100,000					
3	CHOICE PERSONAL FINANCE LIMITED (IN LIQUIDATION)	England	£1.00 Ordinary shares	100,000					
3	UDT DIRECT LIMITED (IN LIQUIDATION)	England	£1.00 Ordinary shares	100,000					
3	UDT FINANCIAL LIMITED (IN LIQUIDATION)	England	£1.00 Ordinary shares	100,000					
2	TSB DIRECT LIMITED	England	£1.00 Ordinary shares	100,000					
3	LLOYDS BANK (BLSA) #	England	£1.00 Ordinary shares	100,000					
2	TSB ENGLAND & WALES LIMITED	England	£1.00 Ordinary shares	100,000					
2	TSB GROUP NOMINEES LIMITED	England	£1.00 Ordinary shares	100,000					
3	COX & CO. #	England	£1.00 Ordinary shares	100,000					
2	TSB HILL SAMUEL BANK HOLDING COMPANY LIMITED	England	£0.25 Ordinary shares	100,000					
3	UIC INSURANCE COMPANY LIMITED	England	£1.00 Ordinary shares	33,333					
2	TSB SERVICES (NO.2) LIMITED	England	£1.00 10% Non Cumulative Pref shares	100,000					
2	TSB SERVICES (NO.3) LIMITED	England	£1.00 Ordinary shares	100,000					
2	TSB SERVICES (NO.4) LIMITED	England	£1.00 Ordinary shares £1.00 10% Non Cumulative Pref shares	100,000 100,000					
2	UNITED DOMINIONS PROPERTY TRUST LIMITED	England	£1.00 Ordinary shares	100,000					
2			£1.00 Ordinary shares	100,000					

= Company is multi-owned within group

= Company is multi-owned within group

31/12/2006

