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In accordance with Section 854 of the Companies Act 2006

AR01
Annual Return

BLUEPRINT OneWorld

A fee is payable with this form
Please see 'How to pay' on the last page

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Please go to www companieshouse g

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L12 28/05/2010 162
COMPANIES HOUSE

✓ **What this form is for**
You may use this form to confirm that the company information is correct as at the date of this return You must file an Annual Return at least once every year

✗ **What this form is NOT for**
You cannot use this form to give notice of changes to the company officers, registered office address, company type or information relating to the company records

Part 1 Company details

The section must be completed by all companies

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

All fields are mandatory unless specified or indicated by *

A1 Company details

Company number: 2 0 6 5

Company name in full ❶: LLOYDS TSB BANK plc

❶ **Company name change**
If your company has recently changed its name, please provide the company name as at the date of this return

A2 Return date

Please give the annual return made up date The return date must not be a future date The annual return must be delivered within 28 days of the date given below

Date of this return ❷: d 0 d 9 m 0 m 5 y 2 y 0 y 1 y 0

❷ **Date of this return**
Your company's return date is usually the anniversary of incorporation or the anniversary of the last annual return filed at Companies House You may choose an earlier return date but it must not be a later date

A3 Principal business activity

Please show the trade classification code number(s) for the principal activity or activities ❸

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

If you cannot determine a code, please give a brief description of your business activity below

Principal activity description: BANKING AND FINANCIAL SERVICES

❸ **Principal business activity**
You must provide a trade classification code (SIC code) or a description of your company's main business in this section

A full list of the trade classification codes are available on our website www companieshouse gov uk

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A4 Company type ❶

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- [x] Public limited company
- [ ] Private company limited by shares
- [ ] Private company limited by guarantee
- [ ] Private company limited by shares exempt under section 60
- [ ] Private company limited by guarantee exempt under section 60
- [ ] Private unlimited company with share capital
- [ ] Private unlimited company without share capital

❶ **Company type**
If you are unsure of your company type, please check your latest certificate of incorporation or our website
www companieshouse gov uk

A5 Registered office address ❷

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N

❷ **Change of registered office**
This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form **AD01** and submit it together with this annual return

A6 Single alternative inspection location (SAIL) of the company records (if applicable) ❸

Building name/number	
Street	
Post town	
County/Region	
Postcode	

❸ **SAIL address**
This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form **AD02** and submit it together with this annual return

A7 Location of company records ❹

Please tick the appropriate box to indicate which records are kept at the SAIL address in **Section A6**

- [ ] Register of members
- [ ] Register of directors
- [ ] Directors' service contracts
- [ ] Directors' indemnities
- [ ] Register of secretaries
- [ ] Records of resolutions etc
- [ ] Contracts relating to purchase of own shares
- [ ] Documents relating to redemption or purchase of own share out of capital by private company
- [ ] Register of debenture holders
- [ ] Report to members of outcome of investigation by public company into interests in its shares
- [ ] Register of interests in shares disclosed to public company
- [ ] Instruments creating charges and register of charges England and Wales or Northern Ireland
- [ ] Instruments creating charges and register of charges Scotland

❹ **Location of company records**
If the company records are held at the registered office address, **do not** tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form **AD03** and submit it together with this annual return

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Part 2 Officers of the company

This section should include details of the company at the date to which this annual return is made up

- For a **secretary** who is an individual, go to **Section B1**
- For a **corporate secretary**, go to **Section C1**
- For a **director** who is an individual, go to **Section D1**
- For a **corporate director**, go to **Section E1**

Continuation pages
Please use a continuation page if you need to enter more officer details.

Secretary

B1 Secretary's details ❶

Please use this section to list all the secretaries of the company
For a corporate secretary, complete Section C1-C4

Title*	Mr
Full forename(s)	HAROLD FRANCIS
Surname	BAINES
Former name(s) ❷	

❶ Secretary appointments
You may not use this form to appoint a secretary To do this, please complete form **AP03** and submit it together with this annual return

Corporate details
Please use **Section C1-C4** to enter corporate secretary details.

Secretary details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH03**

❷ Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

B2 Secretary's service address ❸

Building name/number	THE MOUND
Street	
Post town	EDINBURGH
County/Region	
Postcode	E H 1 1 Y Z
Country	

❸ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Corporate secretary

C1 Corporate secretary's details ❶

Please use this section to list all the corporate secretaries of the company

Corporate body/firm name	
Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

❶ **Corporate secretary appointments**
You cannot use this form to appoint a corporate secretary To do this, please complete form **AP04** and submit it together with this annual return

Corporate secretary details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH04**

This information will appear on the public record

C2 Location of the registry of the corporate body or firm

Is the corporate secretary registered within the European Economic Area (EEA)?

→ **Yes** Complete **Section C3 only**
→ **No** Complete **Section C4 only**

C3 EEA companies ❷

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/ firm is registered ❸	
Registration number	

❷ **EEA**
A full list of countries of the EEA can be found in our guidance www companieshouse gov uk

❸ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

C4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered ❹	
If applicable, the registration number	

❹ **Non-EEA**
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	SIR
Full forename(s)	WINFRIED FRANZ WILHELM
Surname	BISCHOFF
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	BRITISH/GERMAN
Date of birth	d1 d0 m0 m5 y1 y9 y4 y1
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	UNITED KINGDOM

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	Mr
Full forename(s)	JOHN ERIC
Surname	DANIELS
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	AMERICAN/BRITISH
Date of birth	d1 d4 m0 m8 y1 y9 y5 y1
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

In accordance with Section 854 of the Companies Act 2006

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	Sir
Full forename(s)	JULIAN MICHAEL
Surname	HORN-SMITH
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d1 d4 m1 m2 y1 y9 y4 y8
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	EC2V 7HN
Country	

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	Mr
Full forename(s)	ARCHIBALD GERARD
Surname	KANE
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d1 d6 m0 m6 y1 y9 y5 y2
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	FLAT 25, OLD SUN WHARF
Street	NO 40 NARROW STREET
	LIMEHOUSE
Post town	LONDON
County/Region	
Postcode	E1 4 8DG
Country	

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	
Full forename(s)	LORD (ALEXANDER PARK)
Surname	LEITCH
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	d2 d0 m1 m0 y1 y9 y4 y7
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	MR
Full forename(s)	GLEN RICHARD
Surname	MORENO
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	American
Date of birth	d2 d4 m0 m7 y1 y9 y4 y3
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	UNITED KINGDOM

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	Mr
Full forename(s)	DAVID LAWTON
Surname	ROBERTS
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d1 d2 m0 m9 y1 y9 y6 y2
Business occupation (if any)	Director

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	UNITED KINGDOM

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	MR
Full forename(s)	THOMAS TIMOTHY
Surname	RYAN
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	AMERICAN
Date of birth	d1 d3 m0 m6 y1 y9 y4 y5
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	EC2V 7HN
Country	

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	MR
Full forename(s)	MARTIN ANTHONY
Surname	SCICLUNA
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	d2 d0 m1 m1 y1 y9 y5 y0
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	EC2V 7HN
Country	

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	MR
Full forename(s)	GEORGE TRUETT
Surname	TATE
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	AMERICAN
Date of birth	d1 d5 m0 m5 y1 y9 y5 y0
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	E C 2 V 7 H N
Country	

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

In accordance with Section 854 of the Companies Act 2006

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	MR
Full forename(s)	TIMOTHY JAMES WILLIAM
Surname	TOOKEY
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	d1 d7 m0 m7 y1 y9 y6 y2
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	EC2V 7HN
Country	

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	MR
Full forename(s)	ANTHONY
Surname	WATSON
Former name(s)❷	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	d0 d2 m0 m4 y1 y9 y4 y5
Business occupation (if any)	DIRECTOR

❶ Director appointments
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	EC2V 7HN
Country	

❸ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

In accordance with Section 854 of the Companies Act 2006

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Director

D1 Director's details ❶

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	Mrs
Full forename(s)	HELEN ALISON
Surname	WEIR
Former name(s) ❷	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d1 d7 m0 m8 y1 y9 y6 y2
Business occupation (if any)	DIRECTOR

❶ **Director appointments**
You cannot use this form to appoint a director To do this, please complete form **AP01** and submit it together with this annual return

Corporate details
Please use **Section E1-E4** to enter corporate director details

Director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH01**

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Director's service address ❸

Building name/number	25
Street	GRESHAM STREET
Post town	LONDON
County/Region	
Postcode	EC2V 7HN
Country	

❸ **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Corporate director

E1 Corporate director's details [1]

Please use this section to list all the corporate director's of the company

Corporate body/firm name	
Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

[1] **Corporate director appointments**
You cannot use this form to appoint a corporate director To do this, please complete form **AP02** and submit it together with this annual return

Corporate director details
All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form **CH02**

This information will appear on the public record

E2 Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?

- → **Yes** Complete **Section E3 only**
- → **No** Complete **Section E4 only**

E3 EEA companies [2]

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/ firm is registered [3]	
Registration number	

[2] **EEA**
A full list of countries of the EEA can be found in our guidance www companieshouse gov uk

[3] This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

E4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered [4]	
If applicable, the registration number	

[4] **Non-EEA**
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

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Annual Return

Part 3 Statement of capital ❶

Does your company have share capital?
→ Yes Complete the sections below and the following Part 4
→ No Go to Part 5 (Signature)

❶ This should reflect the company's capital status at the made up date of this annual return

F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling
If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E.g Ordinary/Preference etc)	Amount paid up on each share ❷	Amount (if any) unpaid on each share ❷	Number of shares ❸	Aggregate nominal value ❹
6% non-cumulative redeemable preference	1 00	0 00	100	£ 100 00
floating rate non-cumulative redeemable Series III preference	1,000 00	0 00	600,000	£ 150,000 00
Ordinary	7 86	0 00	1,570,913,682	£ 1,570,913,682 00
				£
		Totals	1,571,513,782	£ 1,571,063,782 00

F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies
Please complete a separate table for each currency

Currency: Euro

Class of shares (E g Ordinary/Preference etc.)	Amount paid up on each share ❷	Amount (if any) unpaid on each share ❷	Number of shares ❸	Aggregate nominal value ❹
7 875% Non-cumulative Callable Preference	1,000 00	0 00	500,000	€125,000 00
		Totals	500,000	€125,000 00

Currency: US Dollar

Class of shares (E.g Ordinary/Preference etc)	Amount paid up on each share ❷	Amount (if any) unpaid on each share ❷	Number of shares ❸	Aggregate nominal value ❹
7 875% Non-cumulative Callable Preference	1,000 00	0 00	1,250,000	US$312,500 00
floating rate non-cumulative redeemable Series III preference	1,000 00	0 00	1,000,000	US$250,000 00
		Totals	2,250,000	US$562,500 00

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

❺ Total aggregate nominal value
Please list total aggregate values in different currencies separately For example £100 + €100 + $10 etc

Total number of shares	1,574,263,782
Total aggregate nominal value ❺	€125,000.00 + £1,571,063,782 00 + US$562,500 00

❷ Including both the nominal value and any share premium.

❸ Total number of issued shares in this class

❹ Number of shares issued multiplied by nominal value of each share

Continuation Pages
Please use a Statement of Capital continuation page if necessary

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Annual Return

F4 Statement of capital (Voting rights)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1** and **F2**

Class of share	€0 25 7 875% Non-cumulative Callable Preference
Voting rights	Holders of €0 25 7 875% non-cumulative callable preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company Notwithstanding the above, if on the applicable dividend payment date immediatelypreceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full If entitled to vote, each preference shareholder is entitled to one vote for every €0 25 of nominal value of the preference shares of which he is a holder
Class of share	£1 00 6% non-cumulative redeemable preference
Voting rights	No voting rights attach to the shares
Class of share	£0 25 floating rate non-cumulative redeemable Series III preference
Voting rights	Holders of sterling preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full If entitled to vote, each preference shareholder is entitled to one vote for every GBP 0 25 of nominal value of the preference shares of which he is a holder
Class of share	£1 00 Ordinary
Voting rights	Each share carries the right to one vote on a poll

In accordance with Section 854 of the Companies Act 2006

AR01 - continuation page

Annual Return

F4 **Statement of capital** (Voting rights)

Class of share	US$0 25 7 875% Non-cumulative Callable Preference
Voting rights	Holders of US$0 25 7 875% non-cumulative callable preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full If entitled to vote, each preference shareholder is entitled to one vote for every US$0 25 of nominal value of the preference shares of which he is a holder

In accordance with Section 854 of the Companies Act 2006

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Annual Return

F4 **Statement of capital (Voting rights)**

Class of share	US$0 25 floating rate non-cumulative redeemable Series III preference
Voting rights	Holders of preference shares are only entitled to vote on resolutions (i) proposing to vary or abrogate the rights and restrictions attached to the preference shares and (ii) proposing to wind-up or relating to the winding-up of the company Notwithstanding the above, if on the applicable dividend payment date immediately preceding the date of notice of the general meeting of shareholders the dividend has not been paid in full, the holders will have the right to vote on all resolutions, and this right will continue until the company has resumed the payment of dividends in full If entitled to vote, each preference shareholder is entitled to one vote for every US$ 0 25 of nominal value of the preference shares of which he is a holder

Part 4 Shareholders

Does your company have share capital?
- → **Yes** Complete the sections below
- → **No** Go to **Part 5 (Signature)**

❶ This should reflect the shareholder details at the made up date of this annual return

G1 Traded public companies ❷

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

❷ **Traded company definition**
A traded company means a company any of whose shares are admitted to trading on a regulated market

G2 List of past and present shareholders

Private and 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 **Section G3**, or

☐ 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 **Section G4**

☐ A list of shareholder changes is enclosed
- → For private or non-traded public companies, please complete **Section G3**
- → For traded public companies, please complete **Section G4**

☐ There were no shareholder changes in this period
- → Go to **Part 5 (Signature)**

Please tick the appropriate box below to indicate the format of your shareholder details

☑ The list of shareholders is enclosed on paper

☐ The list of shareholders is enclosed in another format

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Annual Return

G3 Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on
- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders
Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
LLOYDS BANKING GROUP plc	€0 25 7 875% Non-cumulative Callable Preference	500,000		/ /
				/ /
				/ /
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Annual Return

G3 Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

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- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders
Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name **(Address not required)**	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
LLOYDS BANKING GROUP plc	£1 00 6% non-cumulative redeemable preference	100		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
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				/ /
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				/ /
				/ /

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Annual Return

G3 Private or non-traded public companies – list of past and present shareholders

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- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders
Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
LLOYDS BANKING GROUP plc	£0 25 floating rate non-cumulative redeemable Series III preference	600,000		/ /
				/ /
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G3 Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on
- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders
Please use a 'Private or non traded public companies – list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
TSB GROUP NOMINEES LIMITED	£1 00 Ordinary	1		/ /
TSB DIRECT LIMITED	£1 00 Ordinary	1		/ /
LLOYDS BANKING GROUP plc	£1 00 Ordinary	1,570,913,680		/ /
				/ /
				/ /
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				/ /
				/ /

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G3 Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on
- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders
Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
LLOYDS BANKING GROUP plc	US$0 25 7 875% Non-cumulative Callable Preference	1,250,000		/ /
				/ /
				/ /
				/ /
				/ /
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				/ /
				/ /
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G3 Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on
- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders
Please use a 'Private or non traded public companies – list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
LLOYDS BANKING GROUP plc	US$0 25 floating rate non-cumulative redeemable Series III preference	1,000,000		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
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G4 Traded public companies – list of past and present shareholders

This section should show the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return It should only be completed by public companies that have traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on
- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders
Please use a 'Traded public companies – list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's details	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /

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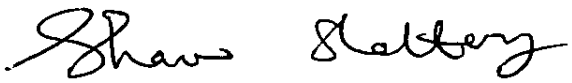
Part 5 Signature

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X  X

This form may be signed by
Director ❶, ~~Secretary~~ (as a Director), ~~Person authorised~~ ❷, ~~Charity commission receiver and~~ manager, CIC manager, Judicial factor

❶ **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

❷ **Person authorised**
Under either section 270 or 274 of the Companies Act 2006

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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 LLOYDS TSB BANK plc

Address MR H F BAINES

25 GRESHAM STREET

Post town LONDON

County/Region

Postcode E C 2 V 7 H N

Country

DX

Telephone

Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details.
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee

Important information

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

How to pay

A fee of £30 is payable to Companies House in respect of an Annual Return

Make cheques or postal orders payable to 'Companies House'

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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
DX 481 N R Belfast 1

Further information

For further information, please see the guidance notes on the website at www companieshouse gov uk
or email enquiries@companieshouse gov uk

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

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
LLOYDS TSB BANK plc					
AMBERDATE LIMITED	England	£1 00 Ordinary shares	100 000		
		£1 00 Preference shares	100 000		
HILL SAMUEL LIFE ASSURANCE LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	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		
RETAIL REVIVAL (BURGESS HILL) INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
RETAIL REVIVAL (STRATFORD) INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
RETAIL REVIVAL (TROWBRIDGE) INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
TSB MORTGAGES LIMITED	England	£1 00 Ordinary shares	100 000		
AQUILUS LIMITED	England	£1 00 Ordinary shares	100 000		
BAX' FINANCE B V	Netherlands	€ Ordinary shares	100 000		
BLACK HORSE PROPERTY SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
BOLTRO NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
C & G CHANNEL ISLANDS LIMITED	Guernsey	£1 00 Ordinary shares	100 000		
CARDNET MERCHANT SERVICES LIMITED	England	£1 00 B Ordinary shares	97 849	100 000	
		£1 00 Deferred shares	0 000	100 000	
CASHPOINT LIMITED	England	£1 00 Ordinary shares	100 000		
CHELTENHAM & GLOUCESTER plc	England	£1 00 B preference shares	0 000	100 000	
		£1 00 Ordinary shares	100 000		
		£1 00 Preference shares	0 000	100 000	
C & G FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
C & G HOMES LIMITED	England	£1 00 Ordinary shares	100 000		
C&G ESTATE AGENTS LIMITED	England	£1 00 Ordinary shares	100 000		
C&G PROPERTY HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 000		
CENTRAL MORTGAGE FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MORTGAGES LIMITED	England	£1 00 Ordinary shares	100 000		
COX & CO #	England	£1 00 Ordinary shares	75 000	100 000	
COX'S & KING'S FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
CREATE SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
ETABLISSEMENT PRO FIDE	Liechtenstein	£ Sf shares	100 000		
EXCLUSIVE FINANCE NO 1 LIMITED	England	£1 00 A Ordinary shares	100 000		
		£1 00 Ordinary shares	100 000		
GF TWO LIMITED	England	£1 00 'B' Ordinary shares	100 000		
GF ONE LIMITED	England	£1 00 Ordinary shares	100 000		
GORING NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
HIGH STREET MARKETING SERVICES S A	Argentina	ARA0 01 Arg$0 0001 (Argentinian Dollars) shares	99 900	100 000	
HILL SAMUEL BANK LIMITED	England	£1 00 Ordinary shares	100 000		

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
HILL SAMUEL INSURANCE & SHIPPING HOLDINGS LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL INTERNATIONAL LIMITED	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL OVERSEAS HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL INVESTMENTS LIMITED #	England	£1 00 Ordinary shares	36 611	100 000	
CONCLAVE INVESTMENTS LIMITED	Cayman Islands	£1 00 Ordinary-B shares	100 000		
		£1 00 Ordinary-C shares	100 000		
HILL SAMUEL LEASING CO LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB FILM DISTRIBUTION COMPANY	England	£1 00 A Preference shares	100 000		
		£1 00 Ordinary shares	99 000	100 000	
IAI INTERNATIONAL LIMITED	England	£1 00 Ordinary shares	100 000		
LARMORAN PARTICIPATIONS INC	Panama	US$100 00 Bearer Of Us $100 shares	100 000		
LBI FINANZ ANSTALT	Liechtenstein				
LLOYDESA OPERADOR DE BANCA-SEGUROS VINCULADO (GRUPO LLOYDS TSB) SOCIEDAD ANÓNIMA UNIPERSONAL	Spain	€60 10 Ordinary shares	100 000		
LLOYDS AMERICA SECURITIES CORPORATION	United States	US$ No Par Value shares	100 000		
LLOYDS BANK (BLSA) #	England	£1 00 Ordinary shares	50 000	100 000	
LLOYDS BANK (BRANCHES) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK (COLONIAL & FOREIGN) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK (I D) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK (PEP NOMINEES) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK (PICCADILLY) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK (STOCK EXCHANGE BRANCH) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK FACTORS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK FINANCIAL SERVICES (HOLDINGS) LIMITED	England	£1 00 Ordinary shares	100 000		
		£100 00 Preference shares	0 000	100 000	
CHESHIRE FUNDING MANAGEMENT LLC	United States	£1 00 Class A Common Interests shares	100 000		
		£1 00 Class B Common Interests shares	100 000		
CHESHIRE FUNDING LLC	United States	£1 00 Common Interests shares	100 000		
CHESHIRE HOLDINGS (AMERICA) LLC #	United States	£1 00 Common Interests shares	63 636	100 000	
CHESHIRE HOLDINGS (AMERICA) LLC #	United States	£1 00 Common Interests shares	36 364	100 000	
CLOAK LANE FINANCE (CAYMAN) LIMITED	Cayman Islands	£1 00 Ordinary shares	100 000		
		£0 01 Preference shares	0 000	100 000	
CLOAK LANE INVESTMENTS (CAYMAN) LIMITED	Cayman Islands	£1 00 Ordinary shares	100 000		
FARYNER'S HOUSE FUNDING LIMITED	Cayman Islands	£0 01 Irredeemable preference - A shares	100 000		
		£0 01 Ordinary shares	100 000		
FARYNER'S HOUSE INVESTMENTS LIMITED	Cayman Islands	£1 00 Ordinary-A shares	100 000		
KINGSBARNS INVESTMENTS LIMITED	England	US$1 00 Ordinary shares	100 000		
LLOYDS TSB FINANCE INVESTMENTS (BVI) LIMITED	Virgin Islands, British	£1 00 Ordinary shares	100 000		

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
LLOYDS TSB FINANCE INVESTMENTS (CAYMAN) LIMITED	Cayman Islands	£1 00 Ordinary shares	100 000		
LLOYDS TSB GATWICKSTRAAT (NO 1) B V	Netherlands	€250 00 B ordinary shares	100 000		
		€250 00 Ordinary shares	100 000		
		€250 00 Preference shares	100 000		
MITRE STREET FINANCE LIMITED	Jersey	£ Ordinary shares	100 000		
		£ Preference shares	0 000	100 000	
MITRE STREET INVESTMENTS LIMITED	Jersey	£ Ordinary shares	100 000		
		£ Preference shares	0 000	100 000	
LLOYDS TSB YEN TRADING LIMITED	Jersey	JPY1 00 Ordinary shares	100 000		
		JPY1 00 Preference shares	100 000		
RIG FUNDING (CAYMAN) LIMITED	Cayman Islands	US$1 00 Ordinary shares	100 000		
GANDER DRILLING LIMITED	Cayman Islands	US$0 01 Ordinary shares	100 000		
OBAN B LIMITED	Cayman Islands	US$0 01 Ordinary shares	100 000		
WARWICK LANE FINANCE LIMITED	Virgin Islands, British	£2 00 Ordinary shares	100 000		
WARWICK LANE INVESTMENTS BV	Netherlands	€1 00 Ordinary-B shares	100 000		
		€1 00 Ordinary-C shares	100 000		
LLOYDS BANK GROUP LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK INTERNATIONAL LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK SUBSIDIARIES LIMITED	England	£1 00 Ordinary shares	100 000		
		£1 00 Preference A (non-linked) shares	100 000		
		£1 00 Preference D shares	100 000		
		£1 00 Preference E shares	100 000		
		£1 00 Preference F shares	100 000		
CASTLE BAYNARD FUNDING LIMITED	England	£1 00 Ord shares	100 000		
DUNSTAN INVESTMENTS (UK) LIMITED	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL INVESTMENTS LIMITED #	England	£1 00 Ordinary shares	25 000	100 000	
COLEMAN STAFFORDSHIRE OFFSHORE FUNDING NO 1 LIMITED	Cayman Islands	£1 00 Ordinary shares	100 000		
		£0 001 Preference A shares	100 000		
COLEMAN STAFFORDSHIRE OFFSHORE INVESTMENTS NO 1 LIMITED	Cayman Islands	£1 00 Ordinary shares	100 000		
		£ Redeemable shares	100 000		
DENHAM FUNDING LIMITED	England	£1 00 Irredeemable Preference shares	100 000		
		£1 00 Ordinary shares	100 000		
GOLDBOND LIMITED	Hong Kong	£1 00 Ordinary shares	100 000		
		US$1 00 Ordinary shares	100 000		
CENTRAL CROWN INVESTMENTS LIMITED	Hong Kong	£1 00 Ordinary shares	100 000		
		HKD1 00 Ordinary shares	100 000		
OCEAN BEST INVESTMENTS LIMITED	Hong Kong	£1 00 Ordinary shares	100 000		
		HKD1 00 Ordinary shares	100 000		
PACIFIC PERFECT INVESTMENTS LIMITED	Hong Kong	£1 00 Ordinary shares	100 000		
		HKD1 00 Ordinary shares	100 000		
SHELDWICH LIMITED	Hong Kong	£1 00 Ordinary shares	100 000		

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
		HKD1 00 Ordinary shares	100 000		
WICKHAM INVESTMENTS LIMITED	Hong Kong	£1 00 Ordinary shares	100 000		
		HKD1 00 Ordinary shares	100 000		
GOUDA LLC	United States	£1 00 Ordinary shares	100 000		
PLENARY INVESTMENTS LIMITED	Cayman Islands	£0 01 Ordinary-A shares	100 000		
		£0 01 Ordinary-B shares	100 000		
HILL SAMUEL (USA), INC	United States	US$10 00 Us$10 Each (Us Dollars) shares	100 000		
LLOYDS TSB RAIL CAPITAL INC	United States	US$100 00 (Us Dollar) shares	100 000		
HILL SAMUEL INTERNATIONAL HOLDINGS LIMITED	England	£1 00 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	100 000		
HORSHAM INVESTMENTS LIMITED	Cayman Islands	£1 00 Fixed rate cumulative preference shares	100 000		
		£1 00 Ordinary shares	100 000		
LANGBOURN HOLDINGS LIMITED	Guernsey	£1 00 Ordinary shares	100 000		
HILL SAMUEL INVESTMENTS LIMITED #	England	£1 00 Ordinary shares	25 646	100 000	
LLOYDS LIMITED CAPITAL LLC	United States	US$100 00 Common shares	100 000		
LBI HOLDINGS (NETHERLANDS) B V	Netherlands	€22 69 Ordinary shares	100 000		
LIME STREET (FUNDING) LIMITED	England	£1 00 Ord £1 shares	100 000		
LLOYDS TSB BANK (GIBRALTAR) LIMITED	Gibraltar	£1 00 Ordinary shares	100 000		
LLOYDS TSB BANK INSURANCE COMPANY LIMITED	Guernsey	£1 00 Ordinary shares	100 000		
LLOYDS TSB GLOBAL SERVICES PRIVATE LIMITED	India	INR Ordinary shares	99 990	100 000	
LLOYDS TSB MALAYSIA LIMITED	Malaysia	£1 00 Ordinary shares	100 000		
LLOYDS TSB MERCHANT BANK LIMITED	Singapore	SGD1 00 Ordinary Sg$ 1 (Singapore Dollars) shares	100 000		
		SGD1 00 Preferred Ord Sg$1 (Singapore Dollars) shares	100 000		
HILL SAMUEL NOMINEES ASIA PRIVATE LIMITED	Singapore	SGD1 00 Ordinary shares	100 000		
LLOYDS TSB OFFSHORE HOLDINGS LIMITED	Jersey	£1 00 Ordinary shares	100 000		
BLACK HORSE OFFSHORE LIMITED	Jersey	£1 00 Ordinary shares	100 000		
LLOYDS TSB CAPTIVE HOLDINGS LIMITED	Jersey	£1 00 Ordinary shares	100 000		
LLOYDS TSB NO 1 (IOM) LIMITED	Isle of Man	£1 00 Ordinary shares	100 000		
LLOYDS TSB OFFSHORE CORPORATE SERVICES LIMITED	Jersey	£1 00 Ordinary shares	100 000		
LLOYDS TSB OFFSHORE FUND MANAGERS LIMITED	Jersey	£1 00 Ordinary shares	100 000		
LLOYDS TSB MONEYFUND LIMITED	Guernsey		100 000		
LLOYDS TSB OFFSHORE FUNDS LIMITED	Jersey		100 000		
LLOYDS TSB OFFSHORE GUILT FUND LIMITED	Jersey		100 000		
LLOYDSTRUST GUILT FUND LIMITED	Jersey		100 000		
LLOYDS TSB FUNDS LIMITED	Jersey	£1 00 Limited Liability Founders shares	99 900	100 000	
LLOYDS TSB NOMINEES (GUERNSEY) LIMITED	Guernsey	£1 00 Ordinary shares	98 000	100 000	
LLOYDS TSB OFFSHORE LIMITED	Jersey	£1 00 Ordinary shares	100 000		
LLOYDS TSB OFFSHORE PRIVATE CLIENTS LIMITED	Jersey	£1 00 Ordinary shares	100 000		

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
NOMINEES (JERSEY) LIMITED	Jersey	£1 00 Ordinary shares	100 000		
LLOYDS TSB OFFSHORE PAYING AGENTS (HK) LIMITED	Hong Kong	HKD1 00 Ordinary shares	100 000		
LLOYDS TSB OFFSHORE TRUST COMPANY LIMITED	Jersey	£1 00 Ordinary shares	100 000		
LLOYDS TSB (GIBRALTAR) MANAGEMENT LIMITED	Gibraltar	£1 00 Ordinary shares	99 000	100 000	
LLOYDS TSB (GIBRALTAR) SERVICES LIMITED	Gibraltar	£1 00 Ordinary shares	99 000	100 000	
LLOYDS TSB (GUERNSEY) MANAGEMENT LIMITED	Guernsey	£1 00 Ordinary shares	99 000	100 000	
LLOYDS TSB (GUERNSEY) SERVICES LIMITED	Guernsey	£1 00 Ordinary shares	99 000	100 000	
LLOYDS TSB (JERSEY) MANAGEMENT LIMITED	Jersey	£1 00 Ordinary shares	100 000		
SWIP SAUDI ASSET MANAGEMENT	Saudi Arabia	SAR10 00 Ordinary shares	50 000	51 000	
LLOYDS TSB (JERSEY) SERVICES LIMITED	Jersey	£1 00 Ordinary shares	100 000		
SWIP HOLDINGS LIMITED #	Jersey	£1 00 Ordinary shares	50 000	100 000	
LLOYDS TSB OFFSHORE TRUST COMPANY (BVI) LIMITED	Virgin Islands, British	US$1 00 (Us Dollar) shares	99 992	100 000	
LLOYDS TSB PACIFIC LIMITED	Hong Kong	HKD1 00 Ordinary Of Hk$ 1 shares	100 000		
LLOYDS (BVI) NOMINEES LIMITED	Virgin Islands, British	USD1 00 Ordinary shares	100 000		
LLOYDS FAR EAST (BVI) LIMITED	Hong Kong	USD1 00 Ordinary shares	100 000		
LLOYDS TSB REPRESENTAÇOES LTDA	Brazil	BRL1 00 Ordinary rials of $1 shares	100 000		
LLOYDS FOMENTO COMERCIAL LTDA	Brazil	BRL1 00 Ordinary rials of $1 shares	100 000		
LTSB REPRESENTACIONES (URUGUAY) SA	Uruguay	UYP1 00 Ordinary shares	100 000		
SOCIEDAD INVERSIONISTA ANGLO COLOMBIANO S A (IN LIQUIDATION)	Colombia	£0 10 Of Cop 10 (Columbian Pesetas) shares	94 345	99 989	
BRITISH BANK OF LATIN AMERICA LIMITED	Bahamas	US$10 00 Usd 10 00 shares	100 000		
TSB (USA) INC	United States	US$1 00 (Us Dollar) shares	100 000		
IAI HOLDINGS INC	United States	US$ $1000 Par Value Cum 9% Preferred Stock shares	100 000		
IAI VENTURES, INC	United States	US$10 00 Us$10 Each (Us Dollars) shares	100 000		
INVESTMENT ADVISERS, INC	United States	US$ $1000 Par Value Cum 9% Preferred Stock shares	100 000		
LLOYDS BANK TRUST COMPANY (INTERNATIONAL) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK TRUSTEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS COMMERCIAL PROPERTIES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS COMMERCIAL PROPERTY DEVELOPMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS COMMERCIAL PROPERTY INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS PROJECT CONSTRUCTION COMPANY LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
TARGET CORPORATE SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		

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
H S I S SERVICES LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
LLOYDS FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS INVESTMENT ESPANA, SOCIEDAD GESTORA DE INSTITUCIONES DE INVERSION COLECTIVA SA	Spain	€601 00 Ordinary shares	100 000		
LLOYDS PREMISES INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS PROPERTY INVESTMENT COMPANY NO 4 LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TRADE & PROJECT FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB (GENERAL PARTNER) LIMITED	Jersey	£1 00 Ordinary shares	100 000		
LLOYDS TSB ASSET FINANCE DIVISION LIMITED	England	£0 20 Ordinary shares	100 000		
ACL AUTOLEASE HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 000		
A C L LIMITED	England	£1 00 Ordinary shares	100 000		
AN VEHICLE FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
LEX AUTOLEASE LIMITED	England	£1 00 Ordinary shares	100 000		
FLEET SYNERGY INTERNATIONAL	Belgium	€1 00 Ordinary shares	50 000		
LLOYDS TSB AUTOLEASE (CH) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB AUTOLEASE (VC) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB CARSELECT LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE FINANCE HOLDINGS LIMITED	England	£1 00 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	100 000		
CARLEASE LIMITED	England	£1 00 Ordinary shares	100 000		
L & S FINANCE LIMITED	Scotland	£1 00 Ordinary shares	100 000		
LLOYDS UDT ASSET LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT ASSET RENTALS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT BUSINESS DEVELOPMENT LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT BUSINESS EQUIPMENT LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT HIRING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT LIMITED	England	£0 25 Ordinary shares	100 000		
BOWMAKER CREDIT LIMITED (IN LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MONTRACON LIMITED	England	£1 00 A Ordinary shares	100 000		
LLOYDS UDT ASSURANCE LIMITED (IN LIQUIDATION)	Scotland	£1 00 Ordinary shares	100 000		
LLOYDS UDT BUSINESS LEASING LIMITED (IN LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT CONTRACTS LIMITED (IN LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT RENTALS LIMITED (IN LIQUIDATION)	Scotland	£1 00 Ordinary shares	100 000		
M E V C FINANCE LIMITED	England	£1 00 Ordinary shares	75 000		
B C H LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
B C H RENTALS LIMITED	England	£1 00 Ordinary shares	100 000		
IFS CONTRACT HIRE LIMITED	England	£1 00 Ordinary shares	100 000		
RENTAL MANAGEMENT SERVICES LIMITED	England	£1 00 A Ordinary shares	100 000		
SCOTTISH BUSINESS FINANCE LIMITED	Scotland	£0 01 A Preference shares	100 000		

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
		£0 25 Ordinary shares	100 000		
UDT AUTOLEASE LIMITED	England	£1 00 Ordinary shares	100 000		
UDT BUDGET LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
UDT LIMITED	England	£1 00 Ordinary shares	100 000		
UDT SALES FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
UNITED DOMINIONS LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
UNITED DOMINIONS TRUST LIMITED	England	£1 00 Ordinary shares	100 000		
I M FINANCE LIMITED (IN LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
PRECISION LEASING LIMITED (IN LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
UDT FINANCE LIMITED (IN LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
VOCS FINANCE LIMITED	England	£1 00 B Ordinary shares	100 000		
BLACK HORSE FINANCE MANAGEMENT LIMITED	England	£1 00 Ordinary shares	100 000		
ACL AUTOLEASE LIMITED	England	£1 00 Ordinary shares	100 000		
AUTOCOVER LIMITED	England	£1 00 Ordinary shares	100 000		
AUTOLEASE DIRECT LIMITED	England	£1 00 Ordinary shares	100 000		
AUTOLEASE FINANCE LIMITED	England	£0 10 Ordinary shares	100 000		
AUTOLEASE FLEETS LIMITED	England	£1 00 Ordinary shares	100 000		
AUTOLEASE HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 000		
B R COTTRELL (WEMBLEY) LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE CARAVAN FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE COMMERCIAL LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE CREDIT LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE EXECUTIVE MORTGAGES LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE FUNDING LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE HOME LOANS LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE MOTOR FINANCE LIMITED	England	£1 00 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	100 000		
BLACK HORSE MOTORCYCLE FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE PERSONAL FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE RETAIL FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
BLACK HORSE VEHICLE MANAGEMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
BOWMAKER LIMITED	England	£1 00 Ordinary shares	100 000		
CAR OWNERSHIP FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
CARDIFF AUTOMOBILE RECEIVABLES SECURITISATION (UK) NO 2 LIMITED	England	£1 00 Ordinary shares	100 000		
CARDIFF AUTOMOBILE RECEIVABLES SECURITISATION (UK) NO 3 LIMITED	England	£1 00 Ordinary shares	100 000		
CARDIFF AUTOMOBILE RECEIVABLES SECURITISATION (UK) NO 4 LIMITED	England	£1 00 Ordinary shares	100 000		
CARS TRUSTEE (UK) NO 4 LIMITED	England	£1 00 Ordinary shares	100 000		
CARSELECT LIMITED	England	£1 00 Ordinary shares	100 000		
CEDAR HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 000		
CHARTERCARD LIMITED	England	£1 00 7 5% Preference £1 shares	100 000		
		£0 05 Ordinary shares	100 000		

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
		£0 05 Ordinary Deferred 5p shares	100 000		
CHARTERED FINANCE LIMITED	England	£1 00 9% Redeemable Cumulative Preference shares	100 000		
		£0 05 Ordinary shares	100 000		
CHARTERED LEASING LIMITED	England	£1 00 Deferred shares	100 000		
		£1 00 Ordinary shares	100 000		
CHARTERED TRUST (NOMINEES) LIMITED	England	£1 00 Ordinary shares	100 000		
CHARTERED TRUST GROUP LIMITED	England	£1 00 Ordinary shares	100 000		
CHARTERED TRUST LIMITED	England	£1 00 Ordinary shares	100 000		
CHARTERED TRUST MARINE LIMITED	England	£1 00 Ordinary shares	100 000		
CTL LIMITED	England	£0 10 Ordinary shares	100 000		
DEALER EMPLOYEE CAR SCHEME LIMITED	England	£1 00 Ordinary shares	100 000		
DERBY LODGE LIMITED	England	£1 00 Ordinary shares	100 000		
DRUMSHEUGH PROPERTY COMPANY LIMITED	Scotland	£1 00 Ordinary shares	100 000		
E H L B RENTALS LIMITED	England	£1 00 Ordinary shares	100 000		
ENTERPRISE CAR FINANCE LIMITED	England	£1 00 B Ordinary shares	100 000		
EURO LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
FIRST SERVICE MANAGEMENT LIMITED	England	£1 00 Ordinary shares	100 000		
FLEET MANAGEMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
GALAXY SPV LIMITED	England	£1 00 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	100 000		
HIGHWAY CONTRACT HIRE LIMITED	England	£1 00 Ordinary shares	100 000		
HIGHWAY VEHICLE LEASING LIMITED	England	£0 10 Ordinary shares	100 000		
		£0 10 Preference shares	100 000		
HIGHWAY VEHICLE MANAGEMENT LIMITED	England	£1 00 Ordinary shares	100 000		
IFS CONTRACT PURCHASE LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS AND SCOTTISH TRUST LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BOWMAKER LEASING LIMITED	England	£1 00 Deferred shares	100 000		
		£0 01 Ordinary shares	100 000		
LLOYDS BOWMAKER LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB AUTOLEASE (FMS) LIMITED	England	£0 10 Ordinary shares	100 000		
LLOYDS TSB AUTOLEASE (SHREWSBURY) LIMITED	England	£1 00 33 3% Convertible Participating Preferred Ordinary shares	100 000		
		£1 00 6 1% Cumulative Preference shares	100 000		
		£1 00 Ordinary shares	100 000		
LLOYDS TSB AUTOLEASE (VH) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB AUTOLEASE (VL) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB AUTOLEASE LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MOTORENT LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT (MARLOW) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS UDT EQUIPMENT LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
MCL FINANCE LIMITED	England	£1 00 B Ordinary shares	100 000		
MOTORENT (UK) LIMITED	England	£1 00 Ordinary shares	100 000		
NATIONWIDE COLLECTION SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
NIMBUS CORP (UK) LIMITED	England	£1 00 Ordinary shares	100 000		
NIMBUS CORP LIMITED	England	£1 00 Ordinary shares	100 000		

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
NW MOTOR FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
PARALLEL UNIVERSE SPV LIMITED	England	£1 00 Ordinary shares	100 000		
PC MOTOR FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
PERSONAL MOTORING PLAN LIMITED	England	£1 00 Ordinary shares	100 000		
R I G P FINANCE LIMITED	England	£1 00 Deferred shares	100 000		
		£1 00 Ordinary shares	100 000		
		£1 00 Participating Preference shares	100 000		
		£1 00 Special Deferred shares	100 000		
SCT FINANCE LIMITED	England	£1 00 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	100 000		
SECURITISATION HOLDINGS (UK) NO 4 LIMITED	England	£1 00 Ordinary shares	100 000		
SECURITISATION HOLDINGS NO 2 LIMITED	England	£1 00 Ordinary shares	100 000		
SECURITISATION HOLDINGS NO 3 LIMITED	England	£1 00 Ordinary shares	100 000		
SG MOTOR FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
SG MOTOR LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
STANDARD FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
V A G FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
WHITECHAPEL CORPORATE SERVICES LIMITED	Isle of Man	£1 00 Ordinary shares	100 000		
WIGTON FINANCE LIMITED	England	£1 00 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	100 000		
BLACK HORSE GROUP LIMITED	England	£1 00 Ordinary shares	100 000		
		£0 01 Preference shares	0 000	100 000	
A G FINANCE LIMITED	England	£1 00 B Ordinary shares	100 000		
BLACK HORSE (TRF) LIMITED	England	£1 00 A Ordinary shares	100 000		
BLACK HORSE LIMITED	England	£0 25 Ordinary shares	100 000		
CHARTERCREDIT LIMITED (IN LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
HEIDI FINANCE HOLDINGS (UK) LIMITED	England	£1 00 Ordinary shares	100 000		
HYUNDAI CAR FINANCE LIMITED #	England	£1 00 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	0 000	100 000	
HYUNDAI CAR FINANCE LIMITED #	England	£1 00 A Ordinary shares	0 000	100 000	
		£1 00 B Ordinary shares	100 000		
LONDON TAXI FINANCE LIMITED	England	£1 00 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	100 000		
LOTUS FINANCE LIMITED	England	£1 00 A Ordinary shares	100 000		
PROTON FINANCE LIMITED	England	£1 00 B Ordinary shares	99 990		
SHOGUN FINANCE LIMITED	England	£1 00 B Ordinary shares	100 000		
SUZUKI FINANCIAL SERVICES LIMITED	England	£1 00 A Ordinary shares	100 000		
LLOYDS TSB BAHAMAS (AMERICAS) LIMITED (IN LIQ)	Bahamas	US$10 00 Us$10 Each (Us Dollars) shares	100 000		
EQUUS LIMITED (IN LIQUIDATION)	Bahamas	US$5 00 (Us Dollar) shares	100 000		
LLOYDS TSB BANK & TRUST (BAHAMAS) LIMITED (IN LIQUIDATION)	Bahamas	BSD600 00 Ordinary shares	100 000		
LLOYDTRU LIMITED (IN LIQUIDATION)	Bahamas	US$5 00 (Us Dollar) shares	100 000		
LTSB NOMINEES LIMITED (IN LIQUIDATION)	Bahamas	US$1 00 (Us Dollar) shares	100 000		
LLOYDS TSB BANK INSURANCE BROKERS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB BANK TRUST CORPORATION (GIBRALTAR) LIMITED	Gibraltar	£1 00 Ordinary shares	99 000	100 000	

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
LLOYDS TSB CHF TRADING SARL	Luxembourg	CHF100 00 Ordinary shares	100 000		
		CHF100 00 Preference shares	0 000	100 000	
LLOYDS TSB COMMERCIAL FINANCE LIMITED	England	£0 01 Ordinary shares	100 000		
ALEX LAWRIE FACTORS LIMITED	England	£1 00 Ordinary shares	100 000		
ALEX LAWRIE RECEIVABLES FINANCING LIMITED	England	£1 00 Ordinary shares	100 000		
CHANCERY FACTORS LIMITED	England	£1 00 Ordinary shares	100 000		
EUROLEAD SERVICES HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 000		
CASHFRIDAY LIMITED	England	£1 00 Ordinary shares	100 000		
LTSBCF LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB CORPORATE PROPERTY INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
BOLLINWATER ESTATES LLP	United Kingdom				
LLOYDS TSB COVERED BONDS (LM) LIMITED	England	£1 00 Ordinary shares	20 000		
LLOYDS TSB COVERED BONDS LLP	England				
LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	England	£1 00 Ordinary shares	100 000		
1ST SOFTWARE HOLDINGS LIMITED	England	£0 10 A1 Ordinary shares	85 658		
ACCESSION GROUP LIMITED	England	£0 50 Ordinary shares	82 700		
		£1 00 Preference shares	100 000		
AESICA PHARMACEUTICALS LIMITED	England	£0 01 A1 Ordinary shares	90 001		
		£0 01 A2 Ordinary shares	90 000		
AGDC HOLDINGS LIMITED	England	£0 10 Deferred shares	44 718		
		£0 10 C Ordinary shares	90 000		
		£0 00001 A Deferred shares	43 846		
AIRCLAIMS HOLDINGS LIMITED	England	£0 01 Ordinary-A shares	90 000		
ALUPACK HOLDINGS LIMITED	England	£1 00 Ordinary-A shares	90 769		
ASCEND HOLDINGS LIMTED	England	£0 01 Ordinary-A shares	90 000		
ASCENT INVESTMENTS LIMITED	England	£0 01 Ordinary-A shares	95 000		
		£0 01 Ordinary-C shares	95 000		
		£0 01 Deferred ordinary shares	98 729		
BIGHAND HOLDINGS LIMITED	England	£1 00 A ordinary shares	90 089		
BIOVEX GROUP INC	USA	£0 0001 Series C preferred stock	99 889		
		£0 0001 Series A preferred stock	17 518		
		£0 0001 Series D preferred stock	2 318		
		£0 0001 Series E preferred stock	3 701		
CASPIAN MEDIA HOLDINGS LIMITED	England	£1 00 Preferred ordinary shares	86 904		
CHESHIRE SALT HOLDINGS LIMITED	England	£0 40 A ordinary shares	100 00		
		£0 40 D ordinary shares	73 390		
		£0 01 Preferred Ordinary shares	100 00		
COMMERCIAL FIRST GROUP LIMITED	England	£0 10 A ordinary shares	27 848		
DAVIES GROUP LIMITED	England	£1 00 A ordinary shares	78 859		
		£1 00 C ordinary shares	100 000		
DIRECT NEWCO LIMITED	England	£1 00 A ordinary shares	84 400		
		£1 00 C ordinary shares	80 566		
		£0 01 E ordinary shares	100 00		
		£1 00 A Preference shares	100 00		
		£0 01 B Preference shares	99 862		
DUNDAS GROUP HOLDINGS LIMITED	England	£0 20 A ordinary shares	82 413		

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
EBOR GROUP HOLDINGS LIMITED	England	£1 00 Redeemable preference shares	100 000		
EGO GROUP LIMITED	England	£0 01 A1 ordinary shares	75 351		
		£0 01 A2 ordinary shares	100 000		
EMPRISE GROUP HOLDINGS LIMITED	England	£0 05 A ordinary shares	84 566		
EVANDER GROUP LIMITED	England	£0 20 A1 Ordinary shares	85 294		
		£0 20 A2 Ordinary shares	68 042		
EVEDEN GROUP LIMITED	England	£1 00 Ordinary shares	100 000		
		£1 00 A ordinary shares	0 873		
FORAY 902 LIMITED	England	£0 50 Preferred Ordinary shares	100 000		
GVA GRIMLEY HOLDINGS LIMITED	England	£1 00 A ordinary shares	84 558		
HAMSARD 3149 LIMITED	England	£1 00 B Ordinary shares	82 300		
		£1 00 Preference shares	100 00		
HAMSARD 3159 LIMITED	England	£0 50 A Ordinary shares	100 000		
		£0 50 B Ordinary shares	52 800		
		£1 00 A Preference shares	100 000		
		£1 00 B Preference shares	100 000		
HT FORREST HOLDINGS LIMITED	England	£1 00 Preferred ordinary shares	100 000		
		£1 00 A ordinary shares	84 564		
		£1 00 Preference shares	100 00		
HUTHWAITE INTERNATIONAL LIMITED	England	£1 00 Participating shares	95 000		
ICON POLYMER GROUP LIMITED	England	£0 05 B ordinary shares	90 000		
		£0 95 Preferred ordinary shares	41 853		
INGLEBY (1653) LIMITED	England	£0 01 Preferred Ordinary shares	25 175		
INHOCO 3504 LIMITED	England	£0 25 A Ordinary shares	100 000		
		£0 25 B Ordinary shares	70 500		
		£1 00 A Preference shares	100 00		
M K M BUILDING SUPPLIES (HOLDINGS) LIMITED	England	£0 10 A ordinary shares	21 825		
JOHN WALLWORK GROUP LIMITED	England	£0 25 Ordinary shares	26 490		
		£1 00 Cum Red preference shares	100 000		
KIDSUNLIMITED GROUP LIMITED	England	£1,000 A Preferred ordinary shares	100 00		
		£1 00 A ordinary shares	100 00		
		£1 00 B ordinary shares	1 168		
KIMBERLEY GROUP LIMITED	England	£0 50 A ordinary shares	84 563		
		£0 50 B ordinary shares	84 573		
KYLMAR (HOLDINGS) LIMITED	England	£0 01 A ordinary shares	88 643		
LEASEDRIVE GROUP LIMITED	England	£0 50 A ordinary shares	100 00		
		£0 50 B ordinary shares	0 023		
LLOYDS TSB VENTURE MANAGERS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB VENTURES CARRY LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB VENTURES GENERAL PARTNER LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB VENTURES NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB VENTURES TRUSTEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB DEVELOPMENT CAPITAL (EUROPE) B V	Netherlands	€1 00 Ordinary shares	100 000		
LLOYDS TSB DEVELOPMENT CAPITAL (PROJECTS) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB DEVELOPMENT CAPITAL (ASIA) LIMITED	Hong Kong	HK$10 Ordinary shares	100 000		
MANOR HOLDCO LIMITED	England	£0 10 A Preferred ordinary shares	82 300		

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
		£1 00 A Ordinary shares	82 300		
		£1 00 A1 Ordinary shares	82 301		
MB AEROSPACE HOLDINGS LIMITED	England	£0 20 A ordinary shares	73 704		
		£0 20 C ordinary shares	84 567		
MOBILE DOCTORS GROUP PLC	England	£0 40 ordinary shares	28 394		
MODELZONE HOLDINGS LIMITED	England	£0 50 A1 Ordinary shares	100 000		
		£0 50 A2 Ordinary shares	100 000		
MOTORCLEAN GROUP LIMITED	England	£1 00 Ordinary shares	42 353		
		£1 00 Preference shares	96 709		
M K M BUILDING SUPPLIES (HOLDINGS) LIMITED	England	£0 10 A ordinary shares	21 825		
NUCLEAR ENGINEERING GROUP LIMITED	England	£1 00 Preferred ordinary shares	39 816		
		£1 00 A Ordinary shares	82 300		
OMEGA RED HOLDINGS LIMITED	England	£1 00 A ordinary shares	82 703		
ORION MEDIA HOLDINGS LIMITED	England	£0 001 A1 Ordinary shares	100 000		
		£0 001 A2 Ordinary shares	69 025		
PENN PHARMA GROUP LIMITED	England	£0 20 A ordinary shares	84 566		
PAYSTREAM HOLDINGS LIMITED	England	£1 00 A ordinary shares	90 087		
		£1 00 J ordinary shares	100 000		
		£1 00 K preference shares	50 000		
PERSONAL TOUCH HOLDINGS LIMITED	England	£1 00 A ordinary shares	88 287		
		£1 00 Preference shares	100 000		
PET AND AQUATICS HOLDINGS LIMITED	England	£0 25 A Ordinary shares	82 300		
PARAGON PRINT AND PACKAGING (HOLDINGS) LIMITED	England	£0 01 Preferred ordinary shares	27 727		
		£0 01 A Preferred ordinary shares	1 040		
		£1 00 Preference shares	79 319		
QUANTEL HOLDINGS LIMITED	England	£0 01 ordinary shares	54 830		
		£0 01 preferred ordinary shares	86 450		
		£0 10 Preference shares	54 830		
		£0 10 Investor preference shares	95 000		
RAMESYS (HOLDINGS) LIMITED	England	£0 001 Preferred ordinary shares	86 728		
		£1 00 Preference shares	80 645		
RANIER LIMITED	England	£1 00 Deferred shares	70 149		
		£1 00 preference shares	29 193		
SHIRES HOLDINGS LIMITED	England	£1 00 Preferred ordinary shares	100 000		
		£0 02 A ordinary shares	100 000		
		£0 02 B ordinary shares	70 521		
		£1 00 A Preference shares	0 271		
SHORT RHYME LIMITED	England	£1 00 A ordinary shares	83 654		
		£1 00 Preference shares	100 000		
SNELL CORPORATION LIMITED	England	£0 02 A ordinary shares	70 028		
		£0 02 B ordinary shares	48 847		
SPITFIRE HOLDINGS LIMITED	England	£1 00 A ordinary shares	70 084		
START BUTTON LIMITED	England	£1 00 ordinary-A shares	78 222		
		£1 00 preference shares	100 000		
ST TROPEZ GROUP LIMITED	England	£0 01 A1 ordinary shares	90 087		
		£0 01 B1 ordinary shares	50 00		
STIRLING GROUP LIMITED	England	£0 01 Ordinary-A shares	90 000		

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
		£0 01 preference shares	100 000		
SUBOCEAN GROUP (HOLDINGS) LIMITED	Scotland	£1 00 A Ordinary shares	72 618		
TEKDATA GROUP LIMITED	England	£1 00 Deferred Ordinary shares	100 000		
		£0 001 Preference shares	100 000		
TEST EQUIPMENT ASSET MANAGEMENT LIMITED	England	£0 50 A ordinary shares	82 379		
		£0 50 C ordinary shares	99 099		
TPN GROUP HOLDINGS LIMITED	England	£1 00 A ordinary shares	74 685		
		£0 10 C ordinary shares	100 000		
TRUSTMARQUE GROUP LIMITED	England	£1 00 A ordinary shares	90 089		
		£1 00 B Ordinary shares	29 653		
ULTIMATE PRODUCTS HOLDINGS LIMITED	England	£1 00 Ordinary-A shares	90 000		
VSG GROUP LIMITED	England	£1 00 Preferred ordinary shares	80 864		
VOLVOX GROUP LIMITED	England	£1 00 Ordinary-A shares	86 425		
		£1 00 C ordinary shares	11 110		
		£1 00 B Preference shares	2 381		
WEALTH AT WORK HOLDINGS LIMITED	England	£0 30 A Ordinary shares	100 000		
		£0 30 B Ordinary shares	73 497		
		£0 10 E Ordinary shares	100 000		
LLOYDS TSB EXPORT FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB FINANCIAL CONSULTANTS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL INSURANCE HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 000		
AIC SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
AMBASSADOR INSURANCE COMPANY LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL INSURANCE LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB INSURANCE SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
		£1 00 Preference shares	0 000	100 000	
LLOYDS TSB INSURANCE SERVICES (DIRECT) LIMITED	England	£1 00 Ordinary shares	100 000		
TSB FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
TSB GENERAL INSURANCE SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
TSB PROPERTIES (ANDOVER) LIMITED	England	£0 10 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 14) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 9) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GROUP HOLDINGS (JERSEY) LIMITED	Jersey	£1 00 A Ordinary shares	99 400	100 000	
		£1 00 B Ordinary shares	100 000		
		£1 00 C Ordinary shares	100 000		
LLOYDS TSB GROUP LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GROUP PENSION TRUST (NO 1) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GROUP PENSION TRUST (NO 2) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GROUP PENSIONS PROPERTY (GUERNSEY) LIMITED	Guernsey	£1 00 Ordinary-A shares	100 000	50 000	
		£1 00 Ordinary-B shares	100 000	50 000	
LLOYDS BANK S F NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK WARDOUR STREET (JERSEY) LIMITED	Jersey	£1 00 Ordinary shares	100 000		
VISION PARK MANAGEMENT LIMITED	England	£1 00 Ordinary shares	68 750	83 333	
LLOYDS TSB GROUP TRUSTEE SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		

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
LLOYDS TSB HEALTHCARE TRUSTEE LIMITED	England	£1 00 Ord shares	100 000		
LLOYDS TSB HOMELOANS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
ACRUX MARITIME LIMITED PARTNERSHIP	United Kingdom				
ADARA MARITIME LIMITED PARTNERSHIP	United Kingdom				
ADVANCE DEEP SEA INSTALLER LIMITED PARTNERSHIP	Guernsey				
ALAM PERMAI MARITIME LIMITED PARTNERSHIP	United Kingdom				
ALAM PERSONA LIMITED PARTNERSHIP	United Kingdom				
ALAM PINTAR MARITIME LIMITED PARTNERSHIP	United Kingdom				
ALKAID LIMITED PARTNERSHIP	United Kingdom				
ALNATH MARITIME LIMITED PARTNERSHIP	United Kingdom				
ALTAIR MARITIME LIMITED PARTNERSHIP	United Kingdom				
AMAZONEBORG LIMITED PARTNERSHIP	United Kingdom				
AMSTELBORG LIMITED PARTNERSHIP	United Kingdom				
ANGLO SCOTTISH UTILITIES PARTNERSHIP 1	United Kingdom				
ANTARES MARITIME LIMITED PARTNERSHIP	United Kingdom				
ARNEBORG LIMITED PARTNERSHIP	United Kingdom				
ATHENA MARITIME LIMITED PARTNERSHIP	United Kingdom				
BALTICBORG LIMITED PARTNERSHIP	United Kingdom				
BEGONIA BULK LIMITED PARTNERSHIP	United Kingdom				
BIRCHCROWN FINANCE LIMITED	England	£0 25 6% Preference shares	100 000		
		£0 25 Ordinary Non Voting shares	100 000		
BOTHNIABORG LIMITED PARTNERSHIP	United Kingdom				
BUCHAN MARITIME LIMITED PARTNERSHIP	United Kingdom				
C T S B LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
CHASE COURT (CI) LIMITED	Cayman Islands	£1 00 Ordinary shares	100 000		
CHEMICAL TANKER SHIPPING LIMITED PARTNERSHIP	United Kingdom				
CLIPPER SHIPPING LIMITED PARTNERSHIP	United Kingdom				
CONQUEST SECURITIES LIMITED	England	£0 25 6% Preference shares	100 000		
		£0 25 Ordinary Non Voting shares	100 000		
CONTEST LIMITED PARTNERSHIP	Guernsey				
COSBRIGHT LIMITED PARTNERSHIP	United Kingdom				
COSFORCE LIMITED PARTNERSHIP	United Kingdom				
COSWIN LIMITED PARTNERSHIP	United Kingdom				
CUTTER SHIPPING LIMITED PARTNERSHIP	United Kingdom				
DOF (NO 1) VOF	Netherlands				
DOF (NO 2) VOF	Netherlands				
DOF (NO 3) VOF	Netherlands				
DURBAN MARITIME LIMITED PARTNERSHIP	Guernsey				
EIFFEL LIMITED PARTNERSHIP	United Kingdom				
FATMARINI MARITIME LIMITED PARTNERSHIP	Guernsey				
FOULA MARITIME LIMITED PARTNERSHIP	United Kingdom				
FRABANDARI MARITIME LIMITED PARTNERSHIP	Guernsey				
HARSANADI MARITIME LIMITED PARTNERSHIP	Guernsey				
HARTATI MARITIME LIMITED PARTNERSHIP	Guernsey				
HILL SAMUEL FINANCE LIMITED	England	£0 25 6% Preference shares	100 000		

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
		£0 25 Ordinary Limited Voting shares	100 000		
HILL SAMUEL LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 000		
HUAL CAROLITA LIMITED PARTNERSHIP - TREASURE	United Kingdom				
HUAL MARTITA LIMITED PARTNERSHIP	United Kingdom				
KANAALSTRAAT FUNDING C V	Netherlands				
KOTA GEMBIRA LIMITED PARTNERSHIP	United Kingdom				
KOTA GUNAWAN LIMITED PARTNERSHIP	United Kingdom				
KOTA HAKIM LIMITED PARTNERSHIP	United Kingdom				
KOTA HALUS LIMITED PARTNERSHIP	United Kingdom				
KOTA HAPAS LIMITED PARTNERSHIP	United Kingdom				
KOTA HARUM LIMITED PARTNERSHIP	United Kingdom				
KOTA JASA LIMITED PARTNERSHIP	United Kingdom				
KOTA JATI LIMITED PARTNERSHIP	United Kingdom				
KOTA JAYA LIMITED PARTNERSHIP	United Kingdom				
KOTA JUTA LIMITED PARTNERSHIP	United Kingdom				
LBI LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS (NIMROD) LEASING INDUSTRIES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS (NIMROD) MACHINERY FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS (NIMROD) SPECIALIST FINANCE LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS ASSET LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK PROPERTY COMPANY LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS COMMERCIAL LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS FINANCIAL LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS GENERAL LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS INDUSTRIAL LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS INVESTMENT BONDS LIMITED	England	£1 00 Ordinary shares	100 000		
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		
LLOYDS INVESTMENT SECURITIES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS INVESTMENT SECURITIES NO 5 LIMITED	England	£1 00 Ordinary shares	100 000		
ST MARY'S COURT INVESTMENTS	England	£1 00 Ordinary shares	100 000		
CAVEMINSTER LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS LEASING AIRCRAFT NO 2 LIMITED (IN LIQUIDATION)	Bahamas	US$1 00 (Us Dollar) shares	99 900		
LLOYDS LEASING DEVELOPMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS PLANT LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS PORTFOLIO LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS PROJECT LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS PROPERTY INVESTMENT COMPANY LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS PROPERTY INVESTMENT COMPANY NO 5 LIMITED	England	£1 00 Ordinary shares	100 000		

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
LLOYDS PROPERTY INVESTMENT COMPANY NO 3 LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB CORPORATE ASSET FINANCE (HP) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB CORPORATE ASSET FINANCE (NO 3) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB CORPORATE ASSET FINANCE (NO 4) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB CORPORATE ASSET FINANCE (NO 1) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB CORPORATE ASSET FINANCE (NO 2) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 1) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 10) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 11) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 3) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 4) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 5) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 6) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 7) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB EQUIPMENT LEASING (NO 9) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 1) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 10) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 11) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 12) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 13) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 15) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 17) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 18) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 19) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 20) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 21) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 22) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 3) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 4) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 5) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 6) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 7) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB GENERAL LEASING (NO 8) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB LEASING (NO 3) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB LEASING (NO 4) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB LEASING (NO 5) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB LEASING (NO 6) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB LEASING (NO 7) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB LEASING (NO 8) LIMITED	England	£1 00 Ordinary shares	100 000		

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
LLOYDS TSB LEASING L P	United States				
LLOYDS TSB LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 1) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 10) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 11) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 12) LIMITED	England	£1 00 Ordinary shares	100 000		
NOGOGINI MARITIME LIMITED PARTNERSHIP	Guernsey				
LLOYDS TSB MARITIME LEASING (NO 13) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 14) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 15) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 16) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 17) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 18) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 19) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 3) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 4) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 7) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 8) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING (NO 9) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB MARITIME LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
MARS MARITIME LIMITED PARTNERSHIP	United Kingdom				
NOLAWATI MARITIME LIMITED PARTNERSHIP	Guernsey				
OCEAN CARACAS LIMITED PARTNERSHIP	United Kingdom				
OCEAN CARIBBEAN LIMITED PARTNERSHIP	United Kingdom				
OCEAN CONTAINER (NO 1) LIMITED PARTNERSHIP	United Kingdom				
OCEAN CONTAINER (NO 2) LIMITED PARTNERSHIP	United Kingdom				
OCEAN CONTAINER (NO 3) LIMITED PARTNERSHIP	United Kingdom				
OCEAN CONTAINER (NO 4) LIMITED PARTNERSHIP	United Kingdom				
OIL AND GAS PRODUCTION LIMITED PARTNERSHIP	United Kingdom				
OLD PARK LIMITED	Cayman Islands	£1 00 Ordinary shares	100 000		
PUGET LIMITED PARTNERSHIP	United Kingdom				
RATIH MARITIME LIMITED PARTNERSHIP	Guernsey				
RIJNBORG LIMITED PARTNERSHIP	United Kingdom				
RONA MARITIME LIMITED PARTNERSHIP	United Kingdom				
SALTIRE SHIPPING (UK) LIMITED PARTNERSHIP	United Kingdom				
SATURN MARITIME LIMITED PARTNERSHIP	United Kingdom				
SAVBAN LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
SCOTIA SHIPPING LIMITED PARTNERSHIP	United Kingdom				
SOLSTAD (NO 1) VOF	Netherlands				
SOLSTAD (NO 2) VOF	Netherlands				
UNION BULK LIMITED PARTNERSHIP	United Kingdom				
WHITESTAR SECURITIES LIMITED	England	£0 25 B Ordinary shares	100 000		
		£0 25 Ordinary Limited Voting shares	100 000		
WOOD STREET LEASING LIMITED	England	£1 00 Ordinary shares	100 000		
WYNDCROFT LIMITED	Cayman Islands	£1 00 Ordinary shares	100 000		
LLOYDS TSB MTCH LIMITED	England	£1 00 Ordinary shares	100 000		

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
MOTABILITY OPERATIONS GROUP PLC	England	£1 00 Ordinary shares	20 000		
		£1 00 Preference shares	20 000		
LLOYDS TSB OFFSHORE (2) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB OFFSHORE PENSION TRUST LIMITED	Jersey	£1 00 Ordinary shares	91 000	100 000	
LLOYDS TSB PRINT MANAGEMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB PRIVATE BANKING LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB INDEPENDENT FINANCIAL ADVISERS LIMITED	England	£1 00 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	100 000		
LLOYDS TSB QUEST LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB REGISTRARS (ISA) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB REGISTRARS NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB REGISTRARS SAVINGS NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB SCOTLAND plc	Scotland	£1 00 Ordinary shares	100 000		
		£1 00 Preference shares	0 000	100 000	
LLOYDS TSB COMMERCIAL FINANCE SCOTLAND LIMITED	Scotland	£1 00 Ordinary shares	99 999	100 000	
AZEDCREST LIMITED	England	£0 25 6% Preference shares	100 000		
		£0 25 Ordinary Non Voting shares	0 000	100 000	
EVANSVILLE LIMITED	England	£0 25 6% Preference shares	100 000		
		£0 25 Ordinary non-voting shares	0 000	100 000	
GLYTHORNE LIMITED	England	£0 25 6% Preference shares	100 000		
		£0 25 Ordinary Non Voting shares	0 000	100 000	
KINGSTAR LEASING LIMITED	England	£0 25 6% Preference shares	100 000		
		£0 25 Ordinary Non Voting shares	0 000	100 000	
SNOWGLEN SECURITIES LIMITED	England	£0 25 6% Preference shares	100 000		
		£0 25 Ordinary non-voting shares	0 000	100 000	
TSB SCOTLAND (INVESTMENT) NOMINEES LIMITED	Scotland	£1 00 Ordinary shares	99 000		
TSB SCOTLAND NOMINEES LIMITED	Scotland	£1 00 Ordinary shares	99 000		
LLOYDS TSB SECURED FINANCE (LM) LIMITED	England	£1 00 Ordinary shares	20 000		
LLOYDS TSB SECURED FINANCE LLP	England				
LLOYDS TSB SHARE SCHEMES TRUSTEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB STOCKBROKERS LIMITED	England	£1 00 Ordinary shares	100 000		
CHAMBERS & REMINGTON NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK STOCKBROKERS (NOMINEES) LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK STOCKBROKERS CLIENT NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS, COX'S & KING'S LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDSTRUST LIMITED	England	£1 00 Ordinary shares	100 000		
LONDONCARD S A COMERCIAL INMOBILIARIA Y FINANCIERA	Argentina	£ Class A Arg$0 0001 shares	100 000		
		£ Class B Arg$0 0001 shares	99 725	100 000	
LOVAT INVESTMENTS (CAYMAN) LIMITED (IN VOLUNTARY WINDING UP)	Cayman Islands	US$1 00 Ordinary shares	57 619		
MOOR LANE HOLDINGS LIMITED	Jersey	£ NPV Ordinary shares	100 000		

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
MOOR LANE CAPITAL LIMITED	Jersey	£ NPV Ordinary shares	100 000		
MOOR LANE FINANCE LIMITED	Jersey	£ NPV Ordinary shares	97 588		
PERRY NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
PORTLAND FUNDING LIMITED	England	£1 00 Ordinary shares	100 000		
CHESHIRE EUROPE LIMITED	Jersey	US$1 00 Ordinary shares	100 000		
		US$0 01 Redeemable shares	100 000		
COLEMAN STAFFORDSHIRE FUNDING LIMITED	England	£1 00 Ordinary shares	100 000		
COLEMAN STAFFORDSHIRE INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
EASTCHEAP FUNDING LIMITED	England	£1 00 Ordinary shares	100 000		
LOVAT FUNDING (HOLDINGS) LIMITED	England	£0 01 Ordinary shares	100 000		
LOVAT HOLDINGS (BVI) LIMITED	Virgin Islands, British	£1 00 Ordinary shares	100 000		
LOVAT FUNDING (CAYMAN) LIMITED	Cayman Islands	£0 01 Ordinary shares	100 000		
VINTRY HOLDINGS (UK) LIMITED	England	£0 01 Ordinary shares	100 000		
VINTRY HOLDINGS (BVI) LIMITED	Virgin Islands, British	£1 00 Ordinary shares	100 000		
VINTRY FUNDING (CAYMAN) LIMITED	Cayman Islands	£0 01 Ordinary shares	100 000		
PRIMEWAY S A	Switzerland	CHF1,000 00 Chf 1,000 (Swiss Francs) shares	90 000		
R F SPENCER AND COMPANY LIMITED	England	£1 00 Ordinary shares	100 000		
RANELAGH NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
SALUTAIRE DEVELOPMENTS LIMITED	England	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS CARDS LIMITED	Scotland	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS GROUP LIMITED	Scotland	£0 01 Ordinary shares	100 000		
		£0 01 Preference shares	0 000	100 000	
LLOYDS TSB FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL INVESTMENT SERVICES GROUP LIMITED	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL INVESTMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
HSLA RESIDUAL ASSETS LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK UNIT TRUST MANAGERS LIMITED (IN MEMBERS VOLUNTARY LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
SW (NO 3) LIMITED	England	£1 00 Ordinary shares	100 000		
TSB INVESTMENT SERVICES LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England				
SCOTTISH WIDOWS BANK plc	Scotland	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS FINANCIAL SERVICES HOLDINGS	Scotland	£0 01 Ordinary shares	100 000		
SCOTTISH WIDOWS PLC	Scotland	£1 00 Ordinary shares	100 000		
PROPERTY CHANCERY (UK) LIMITED	UK		100 000		
SCOTTISH WIDOWS ACTIVE MANAGEMENT FUND LP	UK		100 000		
THE GREAT WIGMORE PARTNERSHIP	UK		49 950		
THE GREAT WIGMORE PARTNERSHIP (GP) LIMITED	UK		50 000		
DALKEITH CORPORATION LLC	United States	US$ Ordinary Us $1 shares	100 000		

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
LOTHIAN ROAD LLC	United States	US$ Ordinary Us $1 shares	100 000		
MORRISON STREET LLC	United States	US$1 00 Ordinary shares	100 000		
KENDALL SQUARE LLC	United States	US$1 00 Ordinary shares	75 000		
NEW BLACKFAN LLC	United States	US$ Ordinary Us $1 shares	100 000		
CENTRE FOR LIFE SCIENCE LLC	United States	US$1 00 Ordinary shares	90 000		
MURRAYFIELD LLC	United States	US$ Ordinary Us $1 shares	100 000		
WAVERLEY - FUND III INVESTOR LLC	United States	US$1 00 Ordinary shares	100 000		
WAVERLEY BOCA LLC	United States	US$1 00 Ordinary shares	100 000		
WAVERLEY FUND II INVESTOR LLC	United States	US$1 00 Ordinary shares	100 000		
WAVERLEY WILSHIRE RODEO LLC	United States	US$1 00 Ordinary shares	100 000		
DALROAD 1 plc	England	£0 05 Ordinary shares	100 000		
FONTVIEW LIMITED	England	£1 00 Ord shares	100 000		
NEWFONT LIMITED	England	£1 00 Ord shares	100 000		
PENSIONS MANAGEMENT (S W F) LIMITED	Scotland				
PM NOMINEE 1 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
PM NOMINEE 2 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
PM NOMINEE 3 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
PM NOMINEE 4 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
PM NOMINEE 5 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
PM NOMINEE 6 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
PM NOMINEE 7 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
PM NOMINEE 8 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS (PORT HAMILTON) LIMITED	Scotland	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS ADMINISTRATION SERVICES LIMITED	England	£1 00 Ordinary shares	100 000		
LTSBPPF NOMINEE 1 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
LTSBPPF NOMINEE 2 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
SALEN UK REAL ESTATE GP LLC	United States				
SALEN UK REAL ESTATE LP	United States				
SCOTTISH WIDOWS ANNUITIES LIMITED	Scotland	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS INDUSTRIAL PROPERTIES EUROPE B V	Netherlands	€ Ordinary Euro €1 shares	100 000		
EURL ST MICHEL HOLDING CO	France	€ Ordinary Euro €1 shares	100 000		
EURL FRENCH INDUSTRIAL PREMISES HOLDING CO	France	€ Ordinary Euro €1 shares	100 000		
EURL LISSES HOLDING CO	France	€ Ordinary Euro €1 shares	100 000		
SCI LISSES INVESTMENT CO	France	€ Ordinary Euro €1 shares	99 000	100 000	
EURL LYON CHASSIEU HOLDING CO	France	€ Ordinary Euro €1 shares	100 000		
SCI LYON CHASSIEU INVESTMENT CO	France	€ Ordinary Euro €1 shares	99 000	100 000	
EURL MITRY II HOLDING CO	France	€ Ordinary Euro €1 shares	100 000		
SCI MITRY II INVESTMENT CO	France	€ Ordinary Euro €1 shares	99 000	100 000	
EURL ORLY HOLDING CO	France	€ Ordinary Euro €1 shares	100 000		
SCI ORLY INVESTMENT CO	France	€ Ordinary Euro €1 shares	99 000	100 000	
EURL ST THIBAULT HOLDING CO	France	€ Ordinary Euro €1 shares	100 000		
SCI ST THIBAULT INVESTMENT CO	France	€ Ordinary Euro €1 shares	99 000	100 000	
EURL ST WITZ HOLDING CO	France	€ Ordinary Euro €1 shares	100 000		

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
EURL SWNEWCO 11 HOLDING CO - ST MICHEL SUR ORGE	France	€ Ordinary Euro €1 shares	100 000		
SCI SWNEWCO 11 INVESTMENT CO - ST MICHEL SUR ORGE	France	€ Ordinary Euro €1 shares	99 000	100 000	
EURL SWNEWCO 12 HOLDING CO	France	€ Ordinary Euro €1 shares	100 000		
SCI NEWCO 12 INVESTMENT CO - CARRIERE PERPETUAL	France	€ Ordinary Euro €1 shares	99 000	100 000	
EURL SWNEWCO 13 HOLDING CO	France	€ Ordinary Euro 1 shares	100 000		
SCI NEWCO 13 INVESTMENT CO	France	€ Ordinary Euro 1 shares	99 000	100 000	
EURL SWNEWCO 14 HOLDING CO	France	€ Ordinary Euro 1 shares	100 000		
SCI NEWCO 14 INVESTMENT CO	France	€ Ordinary Euro 1 shares	99 000	100 000	
EURL SWNEWCO 15 HOLDING CO	France	€ Ordinary Euro 1 shares	100 000		
SCI NEWCO 15 INVESTMENT CO	France	€ Ordinary Euro 1 shares	99 000	100 000	
SCOTTISH WIDOWS INTERNATIONAL LIMITED	Jersey	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS PROPERTY MANAGEMENT LIMITED	Scotland	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS SERVICES LIMITED	Scotland	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS TRUSTEES LIMITED	Scotland	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS UNIT FUNDS LIMITED	Scotland	£1 00 Deferred shares	100 000		
		£1 00 Ordinary shares	100 000		
BARBIROLLO SQUARE LIMITED PARTNERSHIP	UK		100 000		
G B S MANAGEMENT LIMITED	UK		50 000		
SACKVILLE TCI PROPERTY (GP) LIMITED	England	£1 00 Ordinary shares	100 000		
SACKVILLE TCI PROPERTY NOMINEE (1) LIMITED	England	£1 00 Ordinary shares	100 000		
SACKVILLE TCI PROPERTY NOMINEE (2) LIMITED	England	£1 00 Ordinary shares	100 000		
SWUF NOMINEE 1 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
SWUF NOMINEE 2 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
SWUF NOMINEE 3 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
SWUF NOMINEE 4 LIMITED	Jersey	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS UNIT TRUST MANAGERS LIMITED	England	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS' FUND AND LIFE ASSURANCE SOCIETY	Scotland				
STARFORT LIMITED	England	£1 00 Ordinary shares	100 000		
SW NO 1 LIMITED	Scotland	£1 00 Ordinary shares	100 000		
THE COVENT GARDEN MARKET GP LLC	United States	£1 00 Ordinary-A shares	50 000		
SCOTTISH WIDOWS FUND MANAGEMENT LIMITED	Scotland	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS INVESTMENT PARTNERSHIP GROUP LIMITED	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL PERSONAL PORTFOLIO MANAGERS LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
LLOYDS TSB INVESTMENTS LIMITED	Scotland	£1 00 Ordinary shares	100 000		

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
SCOTTISH WIDOWS INVESTMENT PARTNERSHIP LIMITED	England	£1 00 Ordinary shares	100 000		
UNITAIR GENERAL PARTNER LIMITED	UK		50 000		
AIRPORT INDUSTRIAL GP LIMITED	England	£1 00 Ordinary shares	100 000		
AIRPORT INDUSTRIAL NOMINEES B LIMITED	England	£1 00 Ordinary shares	100 000		
AIRPORT INDUSTRIAL NOMINEES C LIMITED	England	£1 00 Ordinary shares	100 000		
AIRPORT INDUSTRIAL NOMINEES D LIMITED	England	£1 00 Ordinary shares	100 000		
AIRPORT INDUSTRIAL NOMINEES LIMITED	England	£1 00 Ordinary £1 shares	100 000		
GATWICK SITE NO 5 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
GATWICK SITE NO 5B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
GATWICK SITE NO 6 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
GATWICK SITE NO 6B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
GLASGOW SITE NO 1 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
GLASGOW SITE NO 2 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 3 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 3B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 4 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 4B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 5 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 5B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 6 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 6B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 7 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
HEATHROW SITE NO 8 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
STANSTED SITE NO 2 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
STANSTED SITE NO 2B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
STANSTED SITE NO 3 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
STANSTED SITE NO 3B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 000		
AIRPORT INDUSTRIAL LP	England				Limited partnership
BEDFONT LAKES BUSINESS PARK (GP1) LIMITED	England	£1 00 Ordinary shares	100 000		
BLBP 1 LIMITED	England	£1 00 Ordinary shares	100 000		
BLBP 2 LIMITED	England	£1 00 Ordinary shares	100 000		
BEDFONT LAKES BUSINESS PARK (GP2) LIMITED	England	£1 00 Ordinary shares	100 000		
BLBP 3 LIMITED	England	£1 00 Ordinary shares	100 000		
BLBP 4 LIMITED	England	£1 00 Ordinary shares	100 000		
BEDFONT LAKES BUSINESS PARK (NO1) LP	England				
BEDFONT LAKES BUSINESS PARK (NO2) LP	England				
GENERAL PRIVATE EQUITY LIMITED PARTNERSHIP	Scotland				
HEALTHCARE PRIVATE EQUITY LIMITED PARTNERSHIP	Scotland				

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
SCOTTISH WIDOWS PROPERTY PARTNERS (SPF) LIMITED	Scotland	£1 00 Ordinary shares	100 000		
SCOTTISH WIDOWS SMALL PROPERTY FUND LP	Scotland				
SWIP (LUXEMBOURG) S A R L	Luxembourg	€1,000 00 Euro 1,000 shares	100 000		
SWIP HOLDINGS (LUXEMBOURG) S A R L	Luxembourg	€100 00 Euro 100 shares	100 000		
EBPF HOLDINGS 1BV	Netherlands	€100 00 Ordinary shares	100 000		
RANDOLPH SPAIN SL	Spain	€1 00 Ordinary shares	100 000		
ROXBURY SPAIN SLU	Spain	€50 00 Ordinary shares	100 000		
EBPF HOLDINGS 2 BV	Netherlands	€1 00 Ordinary shares	100 000		
EBPF HOLDINGS 3BV	Netherlands	€1 00 Ordinary shares	100 000		
EBPF OBJEKTGESELLSCHAFT BRAUNSCHWEIG GmbH	Germany	€1 00 Ordinary shares	100 000		
EBPF OBJEKTGESELLSCHAFT NEU-ISENBURGH B-EINS GmbH	Germany	€1 00 Ordinary shares	100 000		
EBPF OBJEKTGESELLSCHAFT NEU-ISENBURGH S-EINS GmbH	Germany	€1 00 Ordinary shares	100 000		
EBPF OBJEKTGESELLSCHAFT NEU-ISENBURGH S-ZWEI GmbH	Germany	€1 00 Ordinary shares	100 000		
EBPF OBJEKTGESELLSCHAFT TSMJE GmbH	Germany	€1 00 Ordinary shares	100 000		
SOGUIA SOCIEDADE IMOBILIARIA S A	Portugal	€1 00 Ordinary shares	100 000		
SWIP EBPF HOLDINGS (FRANCE) EURL	France	€100 00 Ordinary shares	100 000		
LAZULITE SAS	France	€6 00 Ordinary shares	100 000		
SCI LAZULITE	France	€2 50 Ordinary shares	100 000		
THE COVENT GARDEN MARKET LP	United States	US$ Ordinary Us $1 shares	100 000		
UNITAIR GENERAL PARTNER LIMITED	England	£1 00 Ordinary-A shares	50 000		
SWIP FUND MANAGEMENT LIMITED	England	£1 00 Ordinary shares	100 000		
SWIP MULTI-MANAGER FUNDS LIMITED	England	£1 00 Ordinary shares	100 000		
WAVERLEY GENERAL PRIVATE EQUITY LIMITED	Scotland	£1 00 Ordinary shares	100 000		
WAVERLEY HEALTHCARE PRIVATE EQUITY LIMITED	Scotland	£1 00 Ordinary shares	100 000		
SW (NO 5) LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION	England	£1 00 Ordinary shares	100 000		
SW (NO 6) LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
TARGET HOLDINGS LIMITED	England	£0 01 A Ordinary shares	100 000		
		£1 00 B Ordinary shares	100 000		
		£1 00 C Ordinary shares	100 000		
		£1 00 Deferred shares	100 000		
SHAREDEAL LIMITED	England	£1 00 Ordinary shares	100 000		
SHORELINE LIMITED	England	£1 00 Ordinary shares	100 000		
TALBOT NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
THE AGRICULTURAL MORTGAGE CORPORATION PLC	England	£1 00 Ordinary shares	100 000		
AMC (FARM FINANCE) LIMITED	England	£1 00 Ordinary shares	100 000		
AMC BANK LIMITED	England	£1 00 Ordinary shares	100 000		
AMC HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 000		

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
THREE COPTHALL AVENUE LIMITED	England	£1 00 Ordinary shares	99 000	100 000	
TRAVELLERS CHEQUE ASSOCIATES LIMITED	England	£1 00 Ordinary shares	36 000		
TRUSTCARD LIMITED	England	£1 00 Ordinary shares	100 000		
TRUSTEE SAVINGS BANKS (HOLDINGS) LIMITED	England	£1 00 Non Voting shares	100 000		
		£1 00 Ordinary shares	100 000		
BOUNDARY BUSINESS CENTRE LIMITED	England	£1 00 Ordinary shares	100 000		
COATE HOMES LIMITED	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL FINANCE (No 11) LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL FINANCE (NO 20) LIMITED	England	£1 00 Ordinary shares	100 000		
HILL SAMUEL FINANCE (NO 22) LIMITED	England	£1 00 Ordinary shares	100 000		
TSB BANK LIMITED	England	£1 00 Ordinary shares	100 000		
		£1 00 Special Rights Redeemable Pref shares	100 000		
TSB BANK PROPERTIES LIMITED	England	£1 00 Ordinary shares	100 000		
GRESHAM NOMINEE 1 LIMITED	England	£1 00 Ordinary shares	100 000		
GRESHAM NOMINEE 2 LIMITED	England	£1 00 Ordinary shares	100 000		
TSB COMMERCIAL HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 000		
ENDEAVOUR MARINE SERVICES LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
UDT INVESTMENT HOLDINGS LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1 00 10% Cumulative Preference shares	100 000		
		£1 00 Ordinary shares	100 000		
TSB DIRECT LIMITED	England	£1 00 Ordinary shares	100 000		
LLOYDS BANK (BLSA) #	England	£1 00 Ordinary shares	50 000	100 000	
TSB ENGLAND & WALES LIMITED	England	£1 00 Ordinary shares	100 000		
TSB GROUP NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
COX & CO #	England	£1 00 Ordinary shares	25 000	100 000	
LLOYDS BANKING GROUP plc #	Scotland				
TSB HILL SAMUEL BANK HOLDING COMPANY LIMITED	England	£0 25 Ordinary shares	100 000		
UIC INSURANCE COMPANY LIMITED	England	£1 00 Ordinary shares	33 333		
TSB SERVICES (NO 2) LIMITED	England	£1 00 10% Non Cumulative Pref shares	100 000		
		£1 00 Ordinary shares	100 000		
TSB SERVICES (NO 3) LIMITED	England	£1 00 Ordinary shares	100 000		
TSB SERVICES (NO 4) LIMITED	England	£1 00 10% Non Cumulative Pref shares	100 000		
		£1 00 Ordinary shares	100 000		
UNITED DOMINIONS PROPERTY TRUST LIMITED	England	£1 00 Ordinary shares	100 000		
VALKYRIE MOTOR HOLDINGS LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)	England	£1 00 Ordinary shares	100 000		
VINTRY INVESTMENTS (CAYMAN) LIMITED (IN VOLUNTARY WINDING UP)	Cayman Islands	£0 01 Ordinary shares	74 918	100 000	
WARD NOMINEES (ABINGDON) LIMITED	England	£1 00 Ordinary shares	100 000		
WARD NOMINEES (BIRMINGHAM) LIMITED	England	£1 00 Ordinary shares	100 000		
WARD NOMINEES (BRISTOL) LIMITED	England	£1 00 Ordinary shares	100 000		
WARD NOMINEES (MAYFAIR) LIMITED	England	£1 00 Ordinary shares	100 000		
WARD NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		

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
WEST NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
WESTOVER NOMINEES LIMITED	England	£1 00 Ordinary shares	100 000		
SYRAH LIMITED	Jersey	Ordinary shares NPV	100 000		
		A Redeemable preference NPV	100 000		
		B Redeemable preference NPV	100 000		