

COMPANY NUMBER: 2065

LLOYDS TSB BANK PLC

At the annual general meeting of the members of the Company held at 25 Gresham Street, London on Friday, 18 June 2010 the following resolutions as set out in the notice of meeting, were passed

ORDINARY RESOLUTION 4

That

- (i) the directors be generally and unconditionally authorised pursuant to and in accordance with section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the company to allot shares or grant rights to subscribe for or to convert any security in the shares up to an aggregate nominal amount of
 - (a) £79,086,000 in respect of ordinary shares, and
 - (b) £43,600,000, US\$39,437,500, €39,875,000 and ¥1,250,000,000 in respect of preference shares,
- (ii) such authorities to apply in substitution for all previous authorities pursuant to section 551 of the Companies Act 2006, or preceding legislation, and to expire at the end of the next annual general meeting or on 30 June 2011, whichever is earlier, but so that the Company may make offers and enter into agreements during the relevant period which would, or might, require shares to be allotted after the authority ends

SPECIAL RESOLUTION 5

That, subject to the passing of resolution (4) above

- (i) the directors be empowered to allot equity securities (as defined in section 560(1) the Act) wholly for cash pursuant to the authority given in resolution (4) above, or where the allotment constitutes an allotment of equity securities by virtue of section 551 of the Act in each case
 - (a) In connection with a pre-emptive offer, and
 - (b) Otherwise than in connection with a pre-emptive offer, up to an aggregate nominal amount of £78,454,000,
- (iii) such power to expire at the end of the next annual general meeting or on 30 June 2011, whichever is earlier, but so that the Company may make offers and enter into agreements during the relevant period which would, or might, require shares to be allotted after the power ends and the directors may allot equity securities under any such offer or agreement as if the power had not ended

SATURDAY



A08 12/03/2011 219
COMPANIES HOUSE

S N Slattery
Assistant Secretary

22 June 2010