0 00957/80

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

You can use the WebFiling service to file this form online
Please go to www companieshouse gov uk

✓ 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 fc
You cannot use this form t notice of changes to the cc officers, registered office a company type or informati relating to the company re

FRIDAY

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A20 13/05/2011 188
COMPANIES HOUSE

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 1

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*	MS
Full forename(s)	ANITA MARGARET
Surname	FREW
Former name(s)❷	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	d2 d4 m0 m6 y1 y9 y5 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	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

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	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

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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)	ANTÓNIO MOTA DE SOUSA
Surname	HORTA-OSÓRIO
Former name(s)❷	
Country/State of residence	United Kingdom
Nationality	Portugese
Date of birth	d2 d8 m0 m1 y1 y9 y6 y4
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

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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	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*	
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	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)	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	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)	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	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)	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	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)	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	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)	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	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*	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	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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Corporate director

E1 Corporate director's details ❶

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	

❶ 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 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)

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 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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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	1 00	0 00	1,570,913,682	£ 1,570,913,682 00
Ordinary	1,000 00	0 00	3,372,069	£ 3,372,069 00
		Totals	1,574,885,851	£ 1,574,435,851 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

Total number of shares	1,577,635,851
Total aggregate nominal value ❺	€125,000 00 + £1,574,435,851 00 + US$562,500 00

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

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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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 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 €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 shareholder is entitled to one vote on a show of hands and each share carries the right to one vote on a poll

In accordance with Section 854 of the Companies Act 2006

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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

AR01 - continuation page

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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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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				/ /

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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	£1 00 6% non-cumulative redeemable preference	100		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
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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	£0 25 floating rate non-cumulative redeemable Series III preference	600,000		/ /
				/ /
				/ /
				/ /
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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
TSB GROUP NOMINEES LIMITED	£1 00 Ordinary	1		/ /
TSB DIRECT LIMITED	£1 00 Ordinary	1		/ /
LLOYDS BANKING GROUP plc	£1 00 Ordinary	1,574,285,749		/ /
				/ /
				/ /
				/ /
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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		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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, 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 GROUP SECRETARIAT

Address 25 GRESHAM STREET

Post town LONDON

County/Region

Postcode E C 2 V 7 H N

Country United Kingdom

DX

Telephone

Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have 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,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1

Further information

For further information, please see the guidance notes on the website at www 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

LLOYDS TSB BANK plc - Schedule 4

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
1	LLOYDS TSB BANK plc	England				
2	ABEL & COLE HOLDINGS LIMITED	England and Wales				
2	ALAN DICK & COMPANY (HOLDINGS) LIMITED	England and Wales				
2	AMBERDATE LIMITED	England	£1 00 Ordinary shares	100 00000		
			£1 00 Preference shares	100 00000		
3	LLOYDS BANK FINANCIAL SERVICES (HOLDINGS) LIMITED #	England	£1 00 Ordinary shares	0 00000	100 00000	
			£100 00 Preference shares	0 00000	100 00000	
3	RETAIL REVIVAL (BURGESS HILL) INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	RETAIL REVIVAL (STRATFORD) INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	RETAIL REVIVAL (TROWBRIDGE) INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	TSB MORTGAGES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	AQUILUS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	BAX' FINANCE B V	Netherlands	€ Ordinary shares	100 00000		
2	BLACK HORSE PROPERTY SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	BOLTRO NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	BOS (IRELAND) PROPERTY SERVICES LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
2	CARDNET MERCHANT SERVICES LIMITED #	England	£1 00 B Ordinary shares	97 84946	100 00000	
			£1 00 Deferred shares	0 00000	100 00000	
2	CASHPOINT LIMITED	England	£1 00 Ordinary shares	100 00000		
2	CHELTENHAM & GLOUCESTER plc #	England	£1 00 B preference shares	0 00000	100 00000	
			£1 00 Ordinary shares	100 00000		
			£1 00 Preference shares	0 00000	100 00000	
3	C & G FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	C & G HOMES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	C&G ESTATE AGENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	C&G PROPERTY HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	CENTRAL MORTGAGE FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MORTGAGES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	COX & CO #	England	£1 00 Ordinary shares	75 00000	100 00000	
2	COX'S & KING'S FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	CREATE SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	EXCLUSIVE FINANCE NO 1 LIMITED	England	£1 00 A Ordinary shares	100 00000		
			£1 00 Ordinary shares	100 00000		
2	GORING NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	HBOS PLC #	Scotland	£0 25 Non-voting deferred shares	100 00000		
			£0 25 ORDINARY shares	100 00000		
			£1 00 PREFERENCE shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	BANK OF SCOTLAND PLC #	Scotland	£0 25 Ordinary Shares	100 00000		
			£0 25 Preference shares	0 00000	100 00000	
4	ADMIRAL TAVERNS GROUP HOLDINGS LIMITED	England and Wales				
4	AHG Venice Limited	England and Wales				
4	AIRBLES CONSTRUCTION (NO 1) LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	ALBION COLLECTIONS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	ANGLIAN HOME IMPROVEMENTS GROUP LIMITED #	England and Wales				
4	ARRAN ISLE LIMITED	England and Wales				
4	ASPIRE OIL SERVICES LIMITED	Scotland				
4	AUTOMOBILE ASSOCIATION PERSONAL FINANCE LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	BANK OF SCOTLAND (B G S) NOMINEES LIMITED	Scotland				
4	BANK OF SCOTLAND (IRELAND) COMMERCIAL FINANCE LIMITED	Ireland	€1 27 Ordinary-A shares	100 00000		
			€1 27 Ordinary-B shares	100 00000		
5	BOS (IRELAND) FUNDING PLC #	Ireland	€1 27 Ordinary shares	0 00005	100 00000	
4	BANK OF SCOTLAND CAPITAL FUNDING (JERSEY) LIMITED	Jersey	£1 00 Ordinary shares	100 00000		The principal activity of the Company is to act as General Partner to Bank of Scotland Capital Funding L P
4	BANK OF SCOTLAND EDINBURGH NOMINEES LIMITED	Scotland				
5	BANK OF SCOTLAND INDEPENDENT FINANCIAL ADVISERS LIMITED #	Scotland	£1 00 ORDINARY shares	0 00067	100 00000	
5	BANK OF SCOTLAND PLC #	Scotland	£0 25 Ordinary Shares	0 00000	100 00000	
			£0 25 Preference shares	0 00000	100 00000	
5	BANK OF WALES LIMITED #	Wales	£0 25 ORD STOCK UNITS shares	0 00000	100 00000	
5	BOS (SHARED APPRECIATION MORTGAGES) NO 1 PLC #	England and Wales	£1 00 ORDINARY shares	0 00200	100 00000	
5	BOS (SHARED APPRECIATION MORTGAGES) NO 2 PLC #	England and Wales	£1 00 ORDINARY shares	0 00200	100 00000	
5	BOS (SHARED APPRECIATION MORTGAGES) NO 3 PLC #	England and Wales	£1 00 ORDINARY shares	0 00200	100 00000	
5	BOS (SHARED APPRECIATION MORTGAGES) NO 4 PLC #	England and Wales	£1 00 ORDINARY shares	0 00200	100 00000	
5	BOS (SHARED APPRECIATION MORTGAGES) NO 5 PLC #	England and Wales	£1 00 ORDINARY shares	0 00200	100 00000	
5	BOS (SHARED APPRECIATION MORTGAGES) NO 6 PLC #	England and Wales	£1 00 ORDINARY shares	0 00200	100 00000	
5	BOSINT INVESTMENTS LIMITED #	Jersey	€1 00 Ordinary shares	0 00517	100 00000	
5	HALIFAX LIMITED #	England	£0 20 ORDINARY 20P shares	0 00000	100 00000	
5	HBOS PLC #	Scotland	£0 25 Non-voting deferred shares	0 00000	100 00000	
			£0 25 ORDINARY shares	0 00000	100 00000	
			£1 00 PREFERENCE shares	0 00000	100 00000	

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
5	HBOS TREASURY SERVICES LIMITED #	England	£0 25 ORDINARY 25P shares	0 00000	100 00000	
5	HBOS UK LIMITED #	Scotland	£1 00 Ordinary shares	0 00200	100 00000	
5	HORIZON CAPITAL 2000 LIMITED #	Scotland	£1 00 Ordinary shares	0 00000	100 00000	
5	SCOTLAND INTERNATIONAL FINANCE B V #	Netherlands	NLG100 00 Ordinary shares	0 00043	100 00000	
5	UBERIOR INVESTMENTS PLC #	Scotland	£1 00 Ordinary shares	0 00005	100 00000	
5	UBERIOR TRADING LIMITED #	Scotland	£1 00 ORDINARY shares	1 00000	100 00000	
4	BANK OF SCOTLAND INDEPENDENT FINANCIAL ADVISERS LIMITED #	Scotland	£1 00 ORDINARY shares	99 99933	100 00000	
4	BANK OF SCOTLAND LEASING LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	BANK OF SCOTLAND STRUCTURED ASSET FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
5	BANK OF SCOTLAND LNG LEASING (NO 1) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
5	BARENTS LEASING LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	BOS Aircraft Holdings Limited	United Kingdom	£1 00 Ordinary shares	100 00000		
			US$1 00 Ordinary shares	100 00000		
6	AIRCRAFT INVESTMENTS LIMITED	Cayman Islands	US$1 00 Ordinary shares	100 00000		The shares in the company are held by BOS Aircraft Holdings Ltd and it was set up to hold partnership profits as part of Project Opco Maples Secretaries Limited is the Secretary of the Company - appointed 05/03/2010
5	BOSSAF RAIL LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	CBRAIL LIMITED	United Kingdom	€1 00 Ordinary Euros shares	100 00000		
			£1 00 Ordinary shares	100 00000		
7	CBRAIL (CAESAR) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
8	CBRAIL (EURO) LIMITED	United Kingdom	€1 00 Ordinary shares	100 00000		
7	CBRAIL (FREIGHT) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
7	CBRAIL (LOGISTICS) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
7	CBRAIL (NORDHARZ) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
7	CBRAIL (RUHR-SIEG) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
7	CBRAIL (UK) LIMITED	United Kingdom	€1 00 Ordinary Euros shares	100 00000		
			£1 00 Ordinary shares	100 00000		
7	CBRAIL GmbH					
6	CBRAIL S A R L	Luxembourg				Company is not managed by us, it is based in Luxembourg but is a wholly owned subsidiary of BOSSAF Rail Ltd
5	CHARIOT FINANCE LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
5	CHARTA LEASING NO 1 LIMITED	England	£1 00 Ordinary-B shares	100 00000		We do not manage this Company our contact is Richard Hawker
5	CHARTA LEASING NO 2 LIMITED	United Kingdom	£1 00 Ordinary-B shares	100 00000		We do not manage this Company - Richard Hawker is our contact
5	GLOBEAGENT LIMITED	England	£1 00 Ordinary shares	100 00000		
5	HALIFAX LEASING (JUNE) LIMITED	England	£1 00 Ordinary shares	100 00000		
5	HALIFAX LEASING (MARCH NO 2) LIMITED	England	£0 50 ORDINARY shares	100 00000		
			£0 50 ORDINARY A Shares	100 00000		
5	HALIFAX LEASING (SEPTEMBER) LIMITED	England	£1 00 Ordinary shares	100 00000		
6	WARWICK LEASING LIMITED	England	£1 00 'A' ORDINARY OF ONE POUND shares	100 00000		
			£1 00 'B' ORDINARY OF ONE POUND shares	100 00000		
5	KANTO LEASING LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
5	KATRINE LEASING LIMITED	Jersey	£1 00 Par Value shares	100 00000		
6	PEONY LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
7	PEONY EASTERN LEASING LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	PEONY WESTERN LEASING LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	NEVIS LEASING LIMITED	Jersey	£1 00 Ordinary shares	74 00000		
5	NORDIC LEASING LIMITED	England	£1 00 ORDINARY shares	100 00000		
5	OCEAN LEASING (JULY) LIMITED	England	£1 00 ORDINARY shares	100 00000		
5	OCEAN LEASING (NO 1) LIMITED	England	£1 00 Ordinary shares	100 00000		
5	OCEAN LEASING (NO 2) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	OVAL LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
5	PACIFIC LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
5	SEABREEZE LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
5	SEADANCE LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
			US$1 00 Ordinary shares	100 00000		
5	SEASPIRIT LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
5	SEASPRAY LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
5	SHIBDEN DALE LIMITED	England	£1 00 Ordinary shares	100 00000		
			US$1 00 Ordinary shares	100 00000		
5	TRANQUILLITY LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BANK OF SCOTLAND TRANSPORT FINANCE 1 LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
4	BANK OF WALES LIMITED #	Wales	£0 25 ORD STOCK UNITS shares	100 00000		
4	BAVARIAN MORTGAGES NO 2 LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	BERISFORD CONSUMER FINANCE (WESTERN) LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	BIRMINGHAM MIDSHIRES ASSET MANAGEMENT LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	BIRMINGHAM MIDSHIRES FINANCIAL SERVICES LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	BIRMINGHAM MIDSHIRES LAND DEVELOPMENT LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	BIRMINGHAM MIDSHIRES PROPERTY SERVICES LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
			£1 00 Redeemable Ordinary 1 shares	100 00000		
4	BLAIR OLIVER AND SCOTT LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	BLAIRS LIMITED	Scotland				
4	BLUESTONES RESORTS GROUP LIMITED	England and Wales				
4	BMFGH HOLDING B V (FABORY)	Netherlands				
4	BOS (BOSTON) INC	United States	US$1 00 Ordinary shares	100 00000		
4	BOS (IRELAND) EUROFINANCE LIMITED	Ireland	€1 27 Ordinary-A shares	100 00000		
			€1 27 Ordinary-B shares	100 00000		
4	BOS (IRELAND) FINANCE LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
4	BOS (IRELAND) FINANCIAL ENTERPRISES LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
4	BOS (IRELAND) FINANCIAL SERVICES LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
4	BOS (IRELAND) FUNDING PLC #	Ireland	€1 27 Ordinary shares	99 99970	100 00000	
4	BOS (IRELAND) INTERNATIONAL FINANCE LIMITED	Ireland	£1 00 ORDINARY shares	100 00000		
4	BOS (IRELAND) LEASING LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
4	BOS (IRELAND) NOMINEES LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
5	BOS (IRELAND) FUNDING PLC #	Ireland	€1 27 Ordinary shares	0 00005	100 00000	
4	BOS (IRELAND) PROPERTY SERVICES 2 LIMITED	Ireland	€1 00 Ordinary shares	100 00000		
4	BOS (IRELAND) SOFTWARE DEVELOPMENT SERVICES LIMITED	Ireland	€1 00 Ordinary shares	100 00000		
5	BOS (IRELAND) FUNDING PLC #	Ireland	€1 27 Ordinary shares	0 00005	100 00000	
4	BOS (PB) LLC	United States				
4	BOS (SHARED APPRECIATION MORTGAGES (SCOTLAND) NO 2) LIMITED	England and Wales	£1 00 ORDINARY shares	100 00000		
4	BOS (SHARED APPRECIATION MORTGAGES (SCOTLAND) NO 3) LIMITED	England and Wales	£1 00 ORDINARY shares	100 00000		
4	BOS (SHARED APPRECIATION MORTGAGES (SCOTLAND)) LIMITED	England and Wales	£1 00 ORDINARY shares	100 00000		
4	BOS (SHARED APPRECIATION MORTGAGES) NO 1 PLC #	England and Wales	£1 00 ORDINARY shares	99 99800	100 00000	
4	BOS (SHARED APPRECIATION MORTGAGES) NO 2 PLC #	England and Wales	£1 00 ORDINARY shares	99 99800	100 00000	
4	BOS (SHARED APPRECIATION MORTGAGES) NO 3 PLC #	England and Wales	£1 00 ORDINARY shares	99 99800	100 00000	
4	BOS (SHARED APPRECIATION MORTGAGES) NO 4 PLC #	England and Wales	£1 00 ORDINARY shares	99 99800	100 00000	
4	BOS (SHARED APPRECIATION MORTGAGES) NO 5 PLC #	England and Wales	£1 00 ORDINARY shares	99 99800	100 00000	

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	BOS (SHARED APPRECIATION MORTGAGES) NO 6 PLC #	England and Wales	£1 00 ORDINARY shares	99 99800	100 00000	
4	BOS (SOUTHPORT) HOLDING LLC	United States				
5	SOUTHPORT GREEN ACQUISITION LLC	United States				
4	BOS MISTRAL LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	MOTABILITY OPERATIONS GROUP PLC #	England	£1 00 Ordinary shares	20 00000	40 00000	
			£1 00 Preference shares	20 00000	40 00000	
4	BRITANNIA PERSONAL LENDING LIMITED	England and Wales	£1 00 'A' ORDINARY shares	100 00000		
4	BRITISH LINEN EQUITY LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	BRITISH LINEN LEASING LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
5	BANK OF SCOTLAND EQUIPMENT FINANCE LIMITED	England	£1 00 'A' ORDINARY OF ONE POUND shares	100 00000		
			£1 00 'B' ORDINARY OF ONE POUND shares	100 00000		
6	CF ASSET FINANCE LIMITED	England	£1 00 ORDINARY shares	100 00000		
6	SALESLEASE PURCHASE LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
5	BRITISH LINEN CHARTER PLC	Scotland	£1 00 ORDINARY shares	100 00000		
5	BRITISH LINEN LEASING (LONDON) LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
5	BRITISH LINEN SHIPPING LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
5	CAPITAL LEASING (EDINBURGH) LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
5	CAPITAL LEASING LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	BRITISH LINEN SECURITIES LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	BROOKGATE LIMITED	England and Wales				
4	BROOKLYN PROPERTIES LIMITED	Ireland	€1 27 Ordinary-A shares	100 00000		
4	CALA 1999 LIMITED	Scotland				
4	CALA GROUP LIMITED	Scotland				
4	CALEY SPV LIMITED	England and Wales				
4	CAPITAL 1945 LIMITED #	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK ASSET FINANCE (2) LIMITED	England	£1 00 A shares	100 00000		
			£1 00 B shares	100 00000		
4	CAPITAL BANK ASSET FINANCE LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK CASHFLOW FINANCE LIMITED	England	£1 00 NONCUM PREF shares	100 00000		
			£1 00 ORDINARY shares	100 00000		
5	CORPORATE AUDIT SERVICES LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK INSURANCE SERVICES LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 1 LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 10 LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 11 LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 12 LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 2 LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 3 LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 4 LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 5 LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 6 LIMITED	England	£1 00 ORDINARY shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	CAPITAL BANK LEASING 7 LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 8 LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK LEASING 9 LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK PROPERTY INVESTMENTS (3) LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK PROPERTY INVESTMENTS (6) LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL BANK VEHICLE MANAGEMENT LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CAPITAL GARDENS LIMITED	England and Wales				
4	CAPITAL PERSONAL FINANCE LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	CARTWRIGHT FINANCE LIMITED	England	£1 00 'C' ORDINARY shares	0 00800		
			£1 00 'N' ORDINARY shares	100 00000		
4	CASTLE COLLECTIONS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CENTRAL COLLECTIONS LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	CHARTERHALL MARKETING LIMITED	England	£1 00 'A' ORDINARY shares	100 00000		
			£1 00 'B' ORDINARY shares	100 00000		
4	CONNERY LIMITED	Jersey	£1 00 Ordinary shares	20 00000		
4	COPTHORN HOLDINGS LIMITED	England and Wales				
4	CORPORATE AIRCRAFT LEASING LIMITED	Guernsey				
4	COUNTY WIDE PROPERTY INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CRAIG FINANCE LIMITED	United Kingdom	£1 00 Ordinary shares	20 00000		
4	CRANBERRY FOODS LIMITED	England and Wales				
4	DEVA LEASE 2 LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
4	DEVA LEASE 3 LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
4	DEVA LEASE 4 LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		placed into Liquidation on 20th April 2011
4	DEVA LEASE 5 LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		placed into Liquidation on 20th April 2011
4	DEVA LEASE 6 LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		placed into Liquidation on 20th April 2011
4	DUNDEE ENERGY RECYCLING LIMITED	Scotland				
4	EXCEPTION GROUP LIMITED	England and Wales				
4	FIRST RETAIL FINANCE (CHESTER) LIMITED	England	£1 00 'A' ORDINARY shares	100 00000		
			£1 00 'B' ORDINARY shares	100 00000		
4	FLEXIFLY LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	FORTHRIGHT FINANCE LIMITED	England	£0 25 ORDINARY shares	100 00000		
4	FREEWAY LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	GENSAR DESIGN LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	GILES BRIGGS HOLDINGS LIMITED	England and Wales				
4	GLADEDALE GROUP HOLDINGS LIMITED	England and Wales				
4	GLOSSTRIPS LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	GODFREY DAVIS (CONTRACT HIRE) LIMITED	England	£0 25 Ordinary shares	100 00000		
4	HALIFAX CREDIT CARD LIMITED	England	£1 00 'A' Ordinary Shares of £1 00	100 00000		
			£1 00 'B' Ordinary Shares of £1 00	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
			£1 00 'C' Ordinary Shares of £1 00	100 00000		
4	HALIFAX GROUP QUEST (2) TRUSTEE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	HALIFAX LOANS LIMITED	England	£1 00 Ordinary shares	100 00000		
5	HALIFAX MORTGAGE SERVICES (HOLDINGS) LIMITED	England	£1 00 Ordinary Shares of £1 00	100 00000		
6	HALIFAX MORTGAGE SERVICES LIMITED	England and Wales	£1 00 Ordinary Shares of £1 00	100 00000		
5	HL GROUP (HOLDINGS) LIMITED	England	£1 00 Ordinary Shares of £1 00	100 00000		
4	HALIFAX PREMISES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	HALIFAX QUEST TRUSTEES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	HALIFAX VEHICLE LEASING (1998) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	LEX VEHICLE LEASING (HOLDINGS) LIMITED	England	£1 00 Ordinary-A shares	100 00000		
			£1 00 Ordinary-B shares	100 00000		
			£1 00 Redeemable Preference shares	100 00000		
6	HVF LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	LEX VEHICLE FINANCE LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	LEX VEHICLE LEASING LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	LEX VEHICLE PARTNERS (1) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	LEX VEHICLE PARTNERS (2) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	LEX VEHICLE PARTNERS (3) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	LEX VEHICLE PARTNERS (4) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	LEX VEHICLE PARTNERS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	VEHICLE LEASING (1) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	VEHICLE LEASING (2) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	VEHICLE LEASING (3) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	VEHICLE LEASING (4) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	WHITEFLEET LIMITED	England and Wales				
4	HBOS CANADA INC	Canada	CAD1 00 Ordinary shares	100 00000		
5	BOSIC INC	Canada	CAD1 00 Ordinary shares	100 00000		
5	UBERIOR CANADA LP LTD	Canada	CAD1 00 Ordinary shares	100 00000		
4	HBOS COVERED BONDS LLP	England and Wales				
4	HBOS DIRECTORS LIMITED	England	£1 00 Ordinary shares	100 00000		
5	BANK OF SCOTLAND (STANLIFE) LONDON NOMINEES LIMITED	Scotland				
5	BANK OF SCOTLAND LONDON NOMINEES LIMITED	Scotland				
5	BANK OF SCOTLAND NOMINEES (UNIT TRUSTS) LIMITED	Scotland				
5	BANK OF SCOTLAND P E P NOMINEES LIMITED	Scotland				
5	LONDON UBERIOR (L A S GROUP) NOMINEES LIMITED	Scotland				
5	THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY #	England	£1 00 ORDINARY shares	0 00001	100 00000	
5	UBERIOR NOMINEES LIMITED	Scotland				

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
6	BANK OF SCOTLAND INSURANCE SERVICES LIMITED #	Scotland	£1 00 ORDINARY shares	0 00200	100 00000	
5	UBERIOR TRUSTEES LIMITED	Scotland				
4	HBOS INSURANCE (PCC) GUERNSEY LIMITED	Guernsey	£0 01 Cell shares	75 00000	100 00000	
			£1 00 Core shares	100 00000		
4	HBOS TREASURY SERVICES LIMITED #	England	£0 25 ORDINARY 25P shares	100 00000		
4	HILL HIRE PLC	England and Wales	£0 10 ORDINARY shares	100 00000		
4	HOME SHOPPING PERSONAL FINANCE LIMITED	England and Wales	£1 00 'A' ORDINARY shares	100 00000		
4	HORIZON CAPITAL 2000 LIMITED #	Scotland	£1 00 Ordinary shares	100 00000		
5	HORIZON HOTEL INVESTMENTS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	HORIZON PROPERTY INVESTMENTS (SOUTH) LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
5	HORIZON PROPERTY INVESTMENTS LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
5	HORIZON RESIDENTIAL DEVELOPMENTS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	HORIZON RESOURCES LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	STEWART MILNE (GLASGOW) LIMITED	Scotland	£1 00 Ordinary-A shares	100 00000		
5	STEWART MILNE (WEST) LIMITED	Scotland	£1 00 Ordinary-A shares	100 00000		
5	WEST CRAIGS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	HORIZON CAPITAL LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	HORIZON PROPERTY COMPANY (SCARBOROUGH) LIMITED	Scotland	£1 00 ORDINARY shares	87 50000		
5	HORIZON (EDINBURGH) LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
5	NEW TOLLCROSS LIMITED	Scotland	£1 00 'A' ORDINARY shares	100 00000		
			£1 00 'B' ORDINARY shares	100 00000		
4	IBOS FINANCE LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	ICC CORPORATE FINANCE LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
5	BOS (IRELAND) FUNDING PLC #	Ireland	€1 27 Ordinary shares	0 00005	100 00000	
5	ICC HOLDINGS #	Ireland	€1 27 Ordinary shares	0 90090	100 00000	
4	ICC EQUITY PARTNERS LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
4	ICC ESOP TRUSTEE LIMITED	Ireland	€1 20 Ordinary shares	100 00000		
4	ICC FINANCE LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
4	ICC HOLDINGS #	Ireland	€1 27 Ordinary shares	99 09910	100 00000	
5	BOS (IRELAND) FUNDING PLC #	Ireland	€1 27 Ordinary shares	0 00005	100 00000	
5	BOS (IRELAND) WEALTH MANAGEMENT LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
5	HARPIN PROPERTIES LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
5	ICC ENTERPRISE PARTNERS LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
5	ICC FINANCIAL CONSULTING LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
5	ICC SOFTWARE PARTNERS LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
5	KRIPTON PROPERTIES LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
5	OMNISTONE LIMITED #	Ireland	€1 26974 Ordinary-A shares	0 00000	100 00000	
			€1 26974 Ordinary-B shares	0 00000	100 00000	
			€1 26974 Ordinary-C shares	2 00000	100 00000	
5	TRISTAN PROPERTIES LIMITED	Ireland	€1 27 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	ICC INTERNATIONAL FINANCE LIMITED	Ireland	£1 00 ORDINARY shares	100 00000		
4	ICC VENTURE PARTNERS LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
4	IF COVERED BONDS LIMITED LIABILITY PARTNERSHIP	United Kingdom				
4	IL FINANCE LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	IN STORE CREDIT LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	INTELLIGENT FINANCE FINANCIAL SERVICES LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	INTELLIGENT FINANCE SOFTWARE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	J & J COLLECTIONS LIMITED	England	£1 00 ORDINARY shares	100 00000		
4	KUDOS INTERNATIONAL LIMITED	England and Wales				
4	LEEDS PERMANENT DEVELOPMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS BANK INTERNATIONAL SA #	Spain	€60 10 Ordinary shares	0 00000	100 00000	
4	LLOYDS SECRETARIES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB (FOUNTAINBRIDGE 1) LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB (FOUNTAINBRIDGE 2) LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	LOUDWATER TRUST LIMITED	Guernsey				
4	M P H HOLDINGS	England and Wales				
4	MCKEE DEVELOPMENT COMPANY LIMITED	Ireland	€1 00 Ordinary shares	100 00000		
4	MEADOWFIELD INVESTMENTS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	AVONBRIDGE INVESTMENTS LIMITED	Cayman Islands	£1 00 Ordinary Non-redeemable shares	100 00000		
5	BORDER INVESTMENTS LIMITED	Cayman Islands	£1 00 Non-redeemable Ordinary shares	100 00000		
5	BRIDGEND INVESTMENTS LIMITED	Cayman Islands	£1 00 A Shares	100 00000		
5	CANMORE INVESTMENTS LIMITED	Cayman Islands	£1 00 Ordinary shares	100 00000		
6	QUEENSFERRY INVESTMENTS LIMITED	Cayman Islands	£1 00 A1 shares	100 00000		
			£1 00 A2 shares	100 00000		
5	CASTLEMILL INVESTMENTS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	OBAN INVESTMENTS LIMITED	Jersey	£600 00 Ordinary-A shares	100 00000		
			£400 00 Ordinary-B shares	0 41494		
5	FORTROSE INVESTMENTS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	MORAY INVESTMENTS LIMITED	England and Wales	£0 005 Ordinary shares	100 00000		
5	KINGSFERRY INVESTMENTS LIMITED	Cayman Islands	£1 00 Ordinary non-redeemable shares	100 00000		
5	PORTREE INVESTMENTS LIMITED	Cayman Islands	£1 00 Ordinary non-redeemable shares	100 00000		
5	SY COLOSSAL INVESTMENTS LIMITED	Cayman Islands	£1 00 Ordinary shares	100 00000		
4	MEMBERSHIP SERVICES FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	MERCAT FINANCE LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	MORSTON ASSETS LIMITED	England and Wales				
4	MURRAY INTERNATIONAL HOLDINGS LIMITED	Scotland				

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	NFU MUTUAL FINANCE LIMITED	England	£1 00 'A' ORDINARY OF ONE POUND shares	100 00000		
			£1 00 C shares	100 00000		
4	NORTHERN EDGE LIMITED	England and Wales				
4	NORTHERN MORTGAGE CORPORATION LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	NWS TRUST LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	OLD BROAD STREET INVESTMENTS (NUMBER 2) LIMITED	England	£0 50 Ordinary shares	100 00000		
			£0 50 ORDINARY A Shares	100 00000		
			£1 00 Redeemable Preference shares	100 00000		
4	OLD BROAD STREET INVESTMENTS (NUMBER 3) LIMITED	England	£1 00 Ordinary shares	100 00000		
			£1 00 Redeemable Preference shares	100 00000		
4	OLD BROAD STREET INVESTMENTS (NUMBER 4) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	OLD BROAD STREET INVESTMENTS LIMITED	England	£0 50 Ordinary shares	100 00000		
			£0 50 ORDINARYA Shares	100 00000		
4	OMNISTONE LIMITED #	Ireland	€1 26974 Ordinary-A shares	100 00000		
			€1 26974 Ordinary-B shares	100 00000		
			€1 26974 Ordinary-C shares	98 00000	100 00000	
4	PAGE & MOY GROUP HOLDINGS LIMITED	England and Wales				
4	QUION 6 BV	Netherlands	€100 00 Ordinary shares	100 00000		
4	SAINSBURY'S BANK PLC	England	£1 00 'B' ORDINARY shares	100 00000		
4	SCOTLAND INTERNATIONAL FINANCE B V #	Netherlands	NLG100 00 Ordinary shares	99 99957	100 00000	
5	LLOYDS INTERNATIONAL PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
			AUD4 7588 Ordinary shares	100 00000		
			AUD4 7966 Ordinary shares	100 00000		
			AUD4 8243 Ordinary shares	100 00000		
			AUD5 756 Ordinary shares	100 00000		
			AUD1 00 Ordinary shares	100 00000		
			AUD1 00 Ordinary shares	100 00000		
6	BLACK HORSE FOUNDATION LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
6	BOS INTERNATIONAL (AUSTRALIA) LTD	Australia	AUD1 00 Ordinary shares	100 00000		
7	BOS INTERNATIONAL (SECURITIES) PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
7	BOSI SECURITY SERVICES LIMITED	Australia	AUD1 00 ordinary shares	100 00000		
6	CAPITAL FINANCE AUSTRALIA LIMITED	Australia	AUD1 00 ORD shares	100 00000		
7	AIRCRAFT LEASING AND FINANCE AUSTRALIA PTY LIMITED	Australia	AUD100 00 Ordinary shares	100 00000		
7	CAPITAL CONSUMER FINANCE LTD	Australia	AUD1 00 ORD shares	100 00000		
7	CAPITAL CORPORATE FINANCE LIMITED	Australia	AUD1 00 ORD shares	99 99999		
7	CAPITAL FINANCE (NZ) LIMITED	Australia	AUD1 00 ORD shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
7	CAPITAL FINANCE DIRECT LIMITED	Australia	AUD1 00 ORD shares	100 00000		
7	CAPITAL FINANCE NEW ZEALAND LIMITED	New Zealand	NZD1 00 Ordinary shares	100 00000		
8	SIE-LEASE (NEW ZEALAND) PTY LIMITED	New Zealand				
7	CAPITAL FINANCE SUPERANNUATION PTY LIMITED	Australia	AUD1 00 ORDINARY shares	100 00000		
7	CAPITAL FLEETLEASE LIMITED	Australia	AUD1 00 ORD shares	100 00000		
7	CAPITAL MOTOR FINANCE LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
7	CAPITAL RENT GROUP LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
8	CAPITAL RENT (NSW) PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
8	CAPITAL RENT NATIONAL LEASING PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		Equipment Leasing
8	CAPITAL RENT PACIFIC LEASING PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		Equipment Leasing
8	CAPITAL RENT SERVICES PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		Equipment Leasing
8	CAPITAL RENT TECHNOLOGY LEASING PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		Equipment Leasing
8	CAPITAL RENT UK LIMITED	England				
7	CAPITAL RENT IT INVESTMENTS PTY LIMITED	Australia	AUD0 34 Ordinary shares	100 00000		Equipment Leasing
7	CAPITAL RENT TECHNOLOGY SERVICES (AUSTRALIA) PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		Equipment Leasing
7	CAPITAL WHOLESALE LIMITED	Australia	AUD1 00 Ordinary shares	50 00000		Motor Vehicle Bailment Financing
7	INCHCAPE FINANCIAL SERVICES (AUSTRALIA) LIMITED	Australia	AUD1 00 A ORDINARY OFAUS$1 EACH shares	100 00000		
8	INCHCAPE WHOLESALE FINANCE AUSTRALIA LIMITED	Australia	AUD1 00 ORD shares	100 00000		
7	SIE-LEASE (AUSTRALIA) LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
6	UBERIOR INVESTMENTS ASIA PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
6	UBERIOR VENTURES AUSTRALIA PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
7	ADF NO 1 PTY LTD	Australia	AUD1 00 Ordinary shares	100 00000		
8	AUSTRALAND APARTMENTS No 6 PTY LTD	Australia	AUD1 00 Ordinary shares	50 00000		
7	AUSTRALAND RETAIL PORTFOLIO PTY LIMITED	Australia	AUD1 00 Ordinary shares	50 00000		
7	AVJBOS NOMINEES PROPRIETARY LIMITED	Australia	AUD1 00 Ordinary shares	50 00000		
8	AVJBOS EASTWOOD DEVELOPMENTS PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
8	AVJBOS EASTWOOD FINANCE PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
8	AVJBOS SPV NO 2 PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
8	AVJBOS SPV NO 3 PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
7	BACV PTY LIMITED	Australia	AUD1 00 Ordinary shares	48 00000		
7	BPAT NO 1 PTY LIMITED	Australia	AUD1 00 Ordinary shares	48 00000		
7	BPAT NO 2 PTY LIMITED	Australia				
7	CORNELL'S HILL PTY LIMITED	Australia	AUD1 00 Ordinary shares	50 00000		
7	COTTON VENTURES PTY LIMITED	Australia	AUD1 00 Ordinary shares	50 00000		
7	CREEKWOOD DEVELOPMENTS PTY LIMITED	Australia	AUD1 00 Ordinary shares	49 99000		
7	FERN BAY SEASIDE VILLAGE LIMITED	Australia				
7	HTDF NO 1 PTY LIMITED	Australia	AUD1 00 Ordinary shares	100 00000		
4	SCOTLAND INTERNATIONAL FINANCE NO 2 B V	Netherlands	€1 00 Ordinary shares	100 00000		
4	SCOTMAR COMMERCIAL EQUIPMENT FINANCE LIMITED	England and Wales	£1 00 Ordinary-A shares	100 00000		
4	SEAFORTH MARITIME (HIGHLANDER) LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	SEAFORTH MARITIME (JARL) LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
4	SECURISTYLE GROUP HOLDINGS LIMITED	England				
4	SFP HOLDING (MCO) CORPORATION	United States	US$0 10 Ordinary shares	100 00000		
4	SHEERMANS SS LIMITED	England				
4	SITEXORBIS HOLDINGS LIMITED	England and Wales				
4	SOUTHERN MORTGAGE CORPORATION LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
			£1 00 Preference shares	100 00000		
			£1 00 Preference A shares	100 00000		
			£1 00 Preference B shares	100 00000		
4	STANDARD PROPERTY INVESTMENT (1987) LIMITED	Scotland	£1 00 Ordinary-A shares	100 00000		
4	SUSSEX COUNTY HOMES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	TELLERMATE GROUP LIMITED	England				
4	THE BRITISH LINEN COMPANY LIMITED	Scotland	£1 00 Ordinary shares	99 98000		
4	THE LIGHT LEEDS CENTRE INVESTMENTS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	THE LIGHT LEEDS HOTEL INVESTMENTS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	THE LIGHT LEEDS INVESTMENTS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	S J S INVESTMENTS LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
4	THE LIGHT LEEDS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY #	England	£1 00 ORDINARY shares	99 99999	100 00000	
4	THE SCOTTISH AGRICULTURAL SECURITIES CORPORATION PLC	Scotland	£1 00 Ordinary shares	33 33360		
4	THISTLE FINANCE LIMITED	Ireland	€1 27 Ordinary-A shares	100 00000		
			€1 27 Ordinary-B shares	100 00000		
5	BOS (IRELAND) FUNDING PLC #	Ireland	€1 27 Ordinary shares	0 00005	100 00000	
4	TONSTATE (BOURNEMOUTH) LIMITED	England				

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	TOWER HILL PROPERTY INVESTMENTS (10) LIMITED	England	£1 00 ORDINARY shares	90 00000		
4	TOWER HILL PROPERTY INVESTMENTS (7) LIMITED	England	£1 00 ORDINARY shares	90 00000		
4	TULLOCH HOMES GROUP LIMITED	Scotland				
4	UBERIOR ENA LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	BOS (USA) AL INC	United States	US$0 01 Ordinary shares	100 00000		
6	BOS (USA) INC #	United States	US$0 01 Ordinary shares	44 44444	100 00000	
5	BOS (USA) FUND INVESTMENTS INC	United States	US$0 01 Common Stock shares	100 00000		
6	GFP HOLDINGS LLC	United States				
6	THREAD REAL ESTATE CARY TOWNE PARK LLC	United States				
6	THREAD REAL ESTATE FALCON PARK LLC	United States				
6	THREAD REAL ESTATE GOLFVIEW LLC	United States				
5	BOS (USA) INC #	United States	US$0 01 Ordinary shares	55 55556	100 00000	
5	BOS (USA) RFL INC	United States	US$0 01 Ordinary shares	100 00000		
6	BOS (RFL) HOLDING CORPORATION	United States	US$0 10 Ordinary shares	100 00000		
4	UBERIOR INVESTMENTS PLC #	Scotland	£1 00 Ordinary shares	99 99995	100 00000	
5	ABOVE BAR (SOUTHAMPTON) LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	BANK OF SCOTLAND INSURANCE SERVICES LIMITED #	Scotland	£1 00 ORDINARY shares	99 99800	100 00000	
5	BOSIF INVESTMENTS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
6	PACIFIC SHELF 1465 LIMTED	Scotland				
5	BOSINT INVESTMENTS LIMITED #	Jersey	€1 00 Ordinary shares	99 98966	100 00000	
5	CAVENDISH SQUARE PARTNERS (GENERAL PARTNER) LIMITED	England	€1 00 Ordinary shares	100 00000		
5	CHESTER MEADOW HOLDINGS LIMITED	England and Wales	£1 00 Ordinary shares	40 00000		
6	CHESTER MEADOW LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	ASHCROSS SERVICES LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CHESTER MEADOW THREE LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CHESTER MEADOW TWO LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	DENBY HOLDINGS LIMITED	England and Wales				
5	EUROPA PROPERTY COMPANY (NORTHERN) LIMITED	England and Wales				
5	INDICUS NORTH LIMITED	England	£0 01 Ordinary shares	100 00000		
5	MCCARTHY & STONE LIMITED #	England and Wales				
5	MGR CAPITAL LIMITED	England and Wales	£0 01 Ordinary-A shares	100 00000		In Liquidation as at 8th November 2009
5	OLD HG LIMITED	England and Wales				
5	ORCHID PUBS (FIFTEEN) LIMITED	England and Wales				
5	RYDON GROUP LIMITED	England and Wales				
5	TANTALLON INVESTMENTS, INC	United States	US$0 01 Ordinary shares	100 00000		
6	TANTALLON LLC	United States				
7	TANTALLON ACQUISITION LLC	United States				
7	TANTALLON AUSTIN LLC	United States				

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
7	TANTALLON ORLANDO LLC	United States				
5	UBERIOR ENERGY INVESTMENTS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	UBERIOR EQUITY LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
6	ALLIANCE MEDICAL LIMITED	England and Wales				
6	BERGAMOT VENTURES LIMITED	England and Wales				
6	BEZIER ACQUISITIONS LIMITED	England and Wales				
6	BOS 2008 LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	BRITANNIA LIVING GROUP LIMITED	England and Wales				
6	HEALTH AND SURGICAL HOLDINGS LIMITED	England				
6	KEW GREEN HOTELS LIMITED	England and Wales				
6	MELROSE COURT (CARDIFF) LIMITED	England and Wales				
6	MPG HOSPITAL HOLDINGS LIMITED	England and Wales				
6	MYRIAD HEALTHCARE LIMITED	England and Wales				
6	Principal Hayley Group Limited	England and Wales				
6	TELLERMATE HOLDINGS LIMITED	England and Wales				
5	UBERIOR FUND HOLDINGS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
6	Lloyds Bank European Infrastructure Carry GP Limited	Scotland				
7	LLOYDS BANK EUROPEAN INFRASTRUCTURE PARTNERS CARRY LP	Scotland				
6	LLOYDS BANK EUROPEAN INFRASTRUCTURE CARRY LIMITED	Scotland				
6	LLOYDS BANK EUROPEAN INFRASTRUCTURE GP LIMITED	England and Wales				
6	UBERIOR ISAF CIP GP 2 LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	UBERIOR ISAF CIP GP LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	UBERIOR FUND INVESTMENTS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
6	UBERIOR CO-INVESTMENTS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	UBERIOR FUND MANAGER LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	UBERIOR INFRASTRUCTURE INVESTMENTS LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
6	DESKRED LIMITED	England and Wales				
6	EDUCATION 4 AYRSHIRE (HOLDINGS) LIMITED	Scotland				
6	FBLP LIMITED	England and Wales				
6	UBERIOR INFRASTRUCTURE INVESTMENTS (NO 2) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	BANK OF SCOTLAND INFRASTUCTURE PARTNERS LP INC ("BOSIP")	Guernsey				
8	BOS INFRASTRUCTURE (NO 3) LIMITED	England and Wales				
9	3 ED HOLDINGS LIMITED	Scotland				
9	BELFAST EDUCATIONAL SERVICES (HOLDINGS) LIMITED	Northern Ireland				

= Company is multi-owned within group

Tier Levels 1	2	3	4	5	6	7	8	9	10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
9										CATALYST HEALTHCARE (ROMFORD) HOLDINGS LIMITED	England and Wales				
9										CATALYST INVESTMENT HOLDINGS LIMITED	England and Wales				
9										CLEVELAND FM SERVICES (HOLDINGS) LIMITED	England and Wales				
9										COTMIST LIMITED	England and Wales				
9										D4E MULBERRY (HOLDINGS) LIMITED	England and Wales				
9										DEFENCE TRAINING SERVICES LIMITED	England and Wales				
9										EMBLEM SCHOOLS (HOLDINGS) LIMITED	Scotland				
9										ESP (HOLDINGS) LIMITED	Scotland				
9										GLOUCESTERSHIRE FM SERVICES (HOLDINGS) LIMITED	England and Wales				
9										JUSTICE SUPPORT SERVICES (NORTH KENT) HOLDINGS LIMITED	England and Wales				
9										PFI CAMDEN (HOLDINGS) LIMITED	England and Wales				
9										PFI ISLINGTON (HOLDINGS) LIMITED	England and Wales				
9										PFI ISLINGTON 2 (HOLDINGS) LIMITED	England				
9										PYRAMID ACCOMMODATION SERVICES (CORNWALL) HOLDINGS LIMITED	England and Wales				
9										PYRAMID SCHOOLS (CORNWALL) HOLDINGS LIMITED	England and Wales				
9										PYRAMID SCHOOLS (HADLEY) HOLDINGS LIMITED	England and Wales				
9										PYRAMID SCHOOLS (SOUTHAMPTON) HOLDINGS LIMITED	England and Wales				
9										PYRAMID SCHOOLS (TAMESIDE) HOLDINGS LIMITED	England and Wales				
9										ROBERTSON EDUCATION (ABERDEENSHIRE 2) HOLDINGS LIMITED	Scotland				
9										ROBERTSON HEALTH (EASTER ROSS) HOLDINGS LIMITED	Scotland				
9										ROBERTSON HEALTH (GARTNAVAL) HOLDINGS LIMITED	Scotland				
9										ROBERTSON HEALTH (ST GEORGE'S) HOLDINGS LIMITED	England and Wales				

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
9	ROEHAMPTON HOSPITAL HOLDINGS LIMITED (Formerly Catalyst Healthcare (Roehampton)	England and Wales				
9	RSP (HOLDINGS) LIMITED	Scotland				
9	SERVICES SUPPORT (AVON AND SOMERSET) HOLDINGS LIMITED	England and Wales				
9	SUMMIT HOLDINGS (DUDLEY) LIMITED	England and Wales				
9	SUMMIT HOLDINGS (WISHAW) LIMITED	Scotland				
9	*THE EDUCATION SUPPORT* COMPANY HOLDINGS (LEEDS) LIMITED	England and Wales				
9	TT2 (HOLDINGS) LIMITED	England				
9	YORKSHIRE TRANSFORMATIONS (HOLDINGS) LIMITED					
8	BOS INFRASTRUCTURE (NO 2) LLP	England and Wales				
9	DIRECT ROUTE (FERMOY) HOLDINGS LIMITED	Ireland				
8	BOS INFRASTRUCTURE LIMITED	England				
7	PRIMARY PLUS (HOLDINGS) LIMITED	England and Wales				
7	UBERIOR INFRASTRUCTURE FINANCE GP LIMITED	Guernsey				
6	UBERIOR INFRASTRUCTURE INVESTMENTS (NO 4) LIMITED	Guernsey				
7	JUSTICE SUPPORT SERVICES (NORFOLK AND SUFFOLK) HOLDINGS LIMITED	England and Wales				
7	THE HOSPITAL COMPANY (SOUTHMEAD) HOLDINGS LIMITED	England				
7	UBERIOR INFRASTRUCTURE INVESTMENTS (NO 4) USA LLC	United States				
8	DENVER TRANSIT HOLDINGS LLC	*England and Wales*				
7	Uberior Infrastructure Investments (NRAH) Limited	Guernsey				
5	UBERIOR ISAF CIP NOMINEE LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	UBERIOR PROPERTIES (2002) LIMITED	England	£1 00 Ordinary shares	100 00000		
6	UBERIOR PROPERTY MANAGEMENT (2002) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	UBERIOR VENTURES LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
6	A G GERMANY LIMITED	England and Wales				
6	AAIM GROUP LIMITED	England and Wales				
6	AAIM LAGONDA PURCHASER LIMITED	England and Wales				
6	AAIM TURBO LLP	England and Wales				
6	AGORA MAX LIMITED	England and Wales				

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
6	AGORA SHOPPING CENTRES LIMITED	England and Wales				
6	ALDERLEY CAPITAL LIMITED	Isle of Man				
6	ANALYTICAL VENTURES LIMITED	England and Wales				
6	ARGYLL VENTURES LIMITED	England and Wales				
6	BELLHOUSE JOSEPH LEITH LIMITED	England and Wales				
6	BONNYTOUN ESTATES LIMITED	Scotland				
6	BOS (IRELAND) INVESTMENTS #	Ireland	€1 00 Ordinary shares	0 00000	100 00000	
6	BREEZEROAD LIMITED	England				
7	Simpson's-In-The-Strand(348446) Limited	England and Wales				
7	The Savoy Hotel Limited	England and Wales				
6	CASTLE TOPCO LIMITED	England and Wales				
6	CASTLEMORE VENTURES LIMITED	England and Wales				
6	CLIFTON HOUSE SCOTLAND LLP	Scotland				
6	CONTINENTAL SHELF 225 LIMITED	England and Wales				
6	CONTINENTAL SHELF 291 LIMITED	England and Wales				
6	ELPHINSTONE ESTATES LIMITED	Scotland				
6	ELPHINSTONE LAND LIMITED	Scotland				
6	FAIRVIEW VENTURES LIMITED	England				
6	FIX - UK GENERAL PARTNER LIMITED	England and Wales				
6	GIANT PROPERTY CONSORTIUM LIMITED	England and Wales				
6	GLEBE CENTRAL CROSS 1 LIMITED	England and Wales				
6	GLEBE CENTRAL CROSS 2 LIMITED	England and Wales				
6	GLEBE HOLDINGS LIMITED	England and Wales				
6	GRANT RESIDENTIAL PROPERTY LIMITED	Scotland				
6	GRANT WEST PROPERTY LIMITED	Scotland				
6	GUESTINVEST DEVELOPMENTS LIMITED	England and Wales				
6	GUYANA HOLDING SARL	Luxembourg				
6	HART ESTATES (CITY) LIMITED	Scotland				
6	HERITOR'S RESIDENTIAL PROPERTY (HOLDINGS) LIMITED	Scotland				
6	IDF HOLDINGS PROPERTY SARL	Luxembourg				
6	INSIGHT RESIDENTIAL REAL ESTATE (HOLDINGS) LIMITED	England and Wales				
6	KEIR DEVELOPMENTS LIMITED	England and Wales				
6	KENMORE CAPITAL 2 LIMITED	Scotland				
6	KENMORE CAPITAL 3 LIMITED	England and Wales				
6	KENMORE CAPITAL LIMITED	Scotland				
6	LONDON INDUSTRIAL PARTNERSHIP LIMITED	England and Wales				
6	LOTHIAN FIFTY (150) LIMITED	England				
6	MACDONALD HOTELS LIMITED	Scotland				
6	MALCOLM PROPERTIES (HOLDINGS) LIMITED	Scotland				
6	MONCREIFFE HOLDINGS LIMITED	Scotland				

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
6	PICCADILY LICENSED PROPERTIES LLP	England and Wales				
6	PRESTBURY HOTEL HOLDINGS LIMITED	England and Wales				
6	PRESTBURY WENTWORTH HOLDINGS LIMITED	England and Wales				
6	PRINCETON PROPERTY PARTNERS LIMITED	England and Wales				
6	PSX HOLDINGS LIMITED	England and Wales				
6	QUARTET PORTFOLIO LIMITED	England and Wales				
6	QUILL SECURITIES LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	GABRIELLA INVESTMENTS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	ROCCO FORTE & FAMILY (LUXURY HOTELS) LIMITED	England and Wales				
6	ROCK JOINT VENTURES LIMITED	England				
6	ROM CAPITAL OPPORTUNITIES FUND LIMITED	England				
6	SAPPHIRE RETAIL FUND LIMITED	England and Wales				
6	SQUEEZE NEWCO 2 LIMITED	Scotland				
6	ST JAMES SECURITIES VENTURES LIMITED	England and Wales				
6	ST PETER PORT INVESTMENT PCC	Guernsey				
6	STAINTON CAPITAL EUROPE LIMITED	England and Wales				
6	STAINTON CAPITAL HOLDINGS LIMITED	England and Wales				
6	STAINTON METAL COMPANY LIMITED	England				
6	STESSA INVESTMENTS LIMITED	England				
6	STOCKLAND VENTURES LIMITED	Scotland				
6	STOFORD VENTURES LIMITED	England				
6	THE GARDEN CENTRE GROUP LIMITED	Scotland				
6	THE MOUND PROPERTY COMPANY LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
6	THORNFIELD CAPITAL LIMITED	England and Wales				
6	UBERIOR (MOORFIELD) LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
6	UBERIOR (RODINHEIGHTS) LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
7	BOS (IRELAND) INVESTMENTS #	Ireland	€1 00 Ordinary shares	100 00000		
8	Green Property Investment Fund plc					
6	UBERIOR EUROPE LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
7	ACCESS INVESTMENT (JERSEY) LIMITED	United Kingdom				
7	BALMAIN EUROPEAN RETAIL	Luxembourg				
7	D U K E REAL ESTATE LIMITED	Scotland				
7	EUROPEAN COMMERCIAL REAL ESTATE LIMITED	Scotland				
7	EUROPEAN PROPERTY FUND (HOLDINGS) LIMITED SARL	Luxembourg				
7	HIBERNIA WORLDWIDE HOTELS BV	Netherlands				
7	INJECTION DIRECTE IMMOBILIER SA	France				
7	MIM HOLDCO SA (MILESTONE JV)	Luxembourg				
7	ST ANDREWS INVESTMENTS LLP	England				
7	STAINTON EUROPEAN INVESTMENTS	Luxembourg				

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
7	VALAD VENTURES UK LIMITED	England and Wales				
6	UBERIOR REAL ESTATE FUND LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
6	VERITAS INVESTMENTS LIMITED	England and Wales				
6	ZOG BROWNFIELD VENTURES LIMITED	England and Wales				
4	UBERIOR TRADING LIMITED #	Scotland	£1 00 ORDINARY shares	99 00000	100 00000	
5	GROUPE RETIF DEVELOPPMENT SAS	France				
4	VAMOSA LIMITED	Scotland				
4	VOCALINK HOLDINGS LIMITED #	England and Wales	£1 00 Deferred shares	8 88890	27 11109	
			£1 00 Ordinary shares	14 41823	33 47291	
4	WESTERN TRUST HOLDINGS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	WESTERN TRUST & SAVINGS HOLDINGS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	BAVARIAN MORTGAGES NO 5 LIMITED #	England and Wales	£1 00 Ordinary shares	0 00200	100 00000	
6	BIRMINGHAM MIDSHIRES MORTGAGE SERVICES LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	BAVARIAN MORTGAGES NO 5 LIMITED #	England and Wales	£1 00 Ordinary shares	99 99800	100 00000	
8	PARKGATE INSURANCE LIMITED	Ireland	£1 00 Ordinary shares	100 00000		
7	BIRMINGHAM MIDSHIRES MORTGAGE SERVICES NO 1 LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	MORTGAGE SERVICES FUNDING LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	WHITTINGTON FACILITIES LIMITED	England and Wales	£1 00 B Ordinary shares	100 00000		
3	FIRST ALTERNATIVE LIMITED	England	£1 00 Ordinary shares	100 00000		
3	GENERAL INSURANCE SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	HALIFAX GROUP LIMITED	England and Wales	£0 20 Ordinary shares	90 00000		
3	HALIFAX LIMITED #	England	£0 20 ORDINARY 20P shares	100 00000		
4	LLOYDS BANK INTERNATIONAL SA #	Spain	€60 10 Ordinary shares	0 00000	100 00000	
3	HALIFAX SHARE DEALING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BANK OF SCOTLAND BRANCH NOMINEES LIMITED	Scotland	£1 00 ORDINARY shares	100 00000		
5	BOSINT INVESTMENTS LIMITED #	Jersey	€1 00 Ordinary shares	0 00517	100 00000	
4	BANK OF SCOTLAND CENTRAL NOMINEES LIMITED	Scotland				
5	CAPITAL 1945 LIMITED #	England	£1 00 ORDINARY shares	0 00000	100 00000	
4	HALIFAX NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	HSDL NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	IWEB (UK) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	SHARE DEALING NOMINEES LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
3	HBOS CAPITAL FUNDING (JERSEY) LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
3	HBOS FINAL SALARY TRUST LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
3	HBOS INSURANCE & INVESTMENT GROUP LIMITED	England	£1 00 Irredeemable Preference shares	100 00000		
			£1 00 Ordinary Shares of £1 00	1,939 23392		
4	HALIFAX CHS COMPANY 1 LIMITED	United Kingdom	£1 00 A Preference shares	100 00000		
			£1 00 B Preference shares	100 00000		
			£0 10 Ordinary shares	100 00000		
5	HALIFAX CHS COMPANY 2 LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
5	HALIFAX CHS COMPANY 3 LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
4	HBOS FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
5	CLERICAL MEDICAL FINANCE PLC #	England and Wales	£1 00 Ordinary shares	99 99956	100 00000	
5	CLERICAL MEDICAL INVESTMENT GROUP LIMITED	England	£1 00 Ordinary Shares of £1 00	100 00000		
6	ASSUREWEB LIMITED #	England	£0 25 Ordinary shares	6 89589	16 09033	Managed Externally
6	CLERICAL MEDICAL (DARTFORD NUMBER 2) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (DARTFORD NUMBER 3) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (DARTFORD NUMBER 4) LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (DARTFORD) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (FORT SHOPPING CENTRE) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (HAYMARKET TOWERS) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (HAYMARKET TOWERS) ONE LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (INDUSTRIAL) GP LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (PRINCES QUAY, HULL) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (WATERLOOVILLE FIVE) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (WATERLOOVILLE FOUR) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL (WATERLOOVILLE THREE) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL FORESTRY LIMITED #	England and Wales	£1 00 Ordinary shares	99 99999	100 00000	
6	CLERICAL MEDICAL LONDON LIMITED #	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL LONDON ONE LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL MANAGED FUNDS LIMITED #	England and Wales	£1 00 ORDINARY shares	100 00000		
7	CLERICAL MEDICAL (THEALE) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	CLERICAL MEDICAL (THEALE) NOMINEES LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL PEP MANAGERS LIMITED #	United Kingdom	£1 00 Ordinary shares	99 99920	100 00000	
6	CLERICAL MEDICAL PROPERTIES LIMITED #	England and Wales	£1 00 ORDINARY shares	99 99995	100 00000	
6	CM VENTURE INVESTMENTS LIMITED	Isle of Man	£1 00 Ordinary shares	100 00000		
			£0 10 Preference shares	100 00000		
6	GENERAL REVERSIONARY AND INVESTMENT COMPANY #	England and Wales	£100 00 ORDINARY shares	80 00000	90 00000	

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
6	HALIFAX LIFE LIMITED	England	£1 00 Ordinary shares	100 00000		
7	HALIFAX LIFE (CANNON STREET) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	ST ANDREW'S LIFE ASSURANCE PLC #	England	£1 00 ORDINARY shares	100 00000		
6	OYSTERCATCHER RESIDENTIAL LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	OYSTERCATCHER NOMINEES LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
7	OYSTERCATCHER RESIDENTIAL ONE LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	P E G INVESTMENT COMPANY LIMITED #	England and Wales	£0 05 ORDINARY shares	99 90000	100 00000	
7	GENERAL REVERSIONARY AND INVESTMENT COMPANY #	England and Wales	£100 00 ORDINARY shares	10 00000	90 00000	
6	THE CMI HIGH INCOME FUND PLC #	Isle of Man	£1 00 Management Shares	0 00000	100 00000	
6	THE CMI STERLING ROLL-UP FUND PLC #	Isle of Man	£1 00 Management Shares	0 00000	100 00000	
5	CLERICAL MEDICAL SERVICES LIMITED #	England and Wales	£1 00 Ordinary shares	98 00000	100 00000	
5	CMI INSURANCE (LUXEMBOURG) S A #	Luxembourg	€ Ordinary shares	0 00001	100 00000	
5	EQUITABLE INVESTMENT MANAGERS LIMITED	England	£1 00 ORDINARY shares	100 00000		
5	HALIFAX FINANCIAL SERVICES (HOLDINGS) LIMITED	England	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL INVESTMENT FUND MANAGERS LIMITED	England	£1 00 Ordinary shares	100 00000		
6	HALIFAX EQUITABLE LIMITED	England	£1 00 Ordinary shares	100 00000		
6	HALIFAX FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
6	HALIFAX FUND MANAGEMENT LIMITED	England	£1 00 Ordinary shares	100 00000		
6	HALIFAX INDEPENDENT FINANCIAL ADVISERS LIMITED	England	£1 00 Ordinary shares	100 00000		
6	HALIFAX INVESTMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
6	HBOS INVESTMENT FUND MANAGERS LIMITED	England	£1 00 'A' ORDINARY shares	100 00000		
			£1 00 'B' ORDINARY shares	100 00000		
			£1 00 NON-CUMULATIVE REDEEMABLE PREFERENCE shares	100 00000		
5	HBOS INTERNATIONAL FINANCIAL SERVICES HOLDINGS LIMITED #	England and Wales	£1 00 Ordinary shares	100 00000		
6	CLERICAL MEDICAL FINANCIAL SERVICES LIMITED #	England and Wales	£1 00 Ordinary shares	99 99998	100 00000	
6	CLERICAL MEDICAL INTERNATIONAL HOLDINGS B V	Netherlands	€1,000 00 Ordinary shares	100 00000		
7	CMI ASSET MANAGEMENT (LUXEMBOURG) S A #	Luxembourg	€ Ordinary shares	99 99936	100 00000	
7	CMI FINANCIAL MANAGEMENT SERVICES LIMITED	Isle of Man	£1 00 Ordinary shares	100 00000		
8	CMI ASSET MANAGEMENT (LUXEMBOURG) S A #	Luxembourg	€ Ordinary shares	0 00064	100 00000	
7	CMI FUND MANAGERS (IOM) LIMITED	Isle of Man	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
8	THE CMI HIGH INCOME FUND PLC #	Isle of Man	£1 00 Management Shares	100 00000		
8	THE CMI STERLING ROLL-UP FUND PLC #	Isle of Man	£1 00 Management Shares	100 00000		
7	CMI INSURANCE (LUXEMBOURG) S A #	Luxembourg	€ Ordinary shares	99 99999	100 00000	
7	CMI INSURANCE COMPANY LIMITED	Isle of Man	£0 10 Ordinary shares	100 00000		
7	CMI TRUST COMPANY (IOM) LIMITED	Isle of Man	£1 00 Ordinary shares	100 00000		
7	HEIDELBERGER LEBENSVERSICHERUNG A G	Germany	€ Ordinary shares	100 00000		
			€ Preference shares	99 90000		
8	Heidelberger Leben - Clerical Medical Management Gmbh	Germany	€50,000 00 Ordinary shares	100 00000		
9	CLERICAL MEDICAL EUROPE FINANCIAL SERVICES B V	Netherlands	€1,000 00 Ordinary shares	100 00000		
10	CMH VERTRIEBS SERVICE II S A	Luxembourg	€1 25 Ordinary-A shares	100 00000		
			€1 25 Ordinary-B shares	100 00000		
10	EUROCAP, European Concepts of Assurance and Pensions GMBH	Germany	€25,000 00 Ordinary shares	100 00000		
10	PROTRUST DEUTSCHLAND LIMITED	England	£0 01 Ordinary shares	26 26000		
5	HECM CUSTOMER SERVICES LIMITED #	England and Wales	£1 00 ORDINARY shares	99 99999	100 00000	
6	EQUITABLE SERVICES AND CONSULTANCY LIMITED	England	£1 00 ORDINARY STOCK shares	100 00000		
4	HBOS GI PLC #	England	£1 00 'A' ORDINARY shares	100 00000		
			£1 00 'B' ORDINARY shares	100 00000		
			£1 00 'C' Ordinary shares	100 00000		
5	HALIFAX GENERAL INSURANCE SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
5	HBOS GENERAL INSURANCE SERVICES LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
5	MENTOR PROFESSIONAL SERVICES LIMITED #	England	£1 00 ORDINARY shares	0 00050	100 00000	
5	ST ANDREW'S GROUP PLC #	England	£1 00 ORDINARY shares	100 00000		
6	HALIFAX ASSURANCE IRELAND LIMITED	Ireland	£1 00 Ordinary shares	100 00000		
6	HALIFAX BROKERAGE IRELAND LIMITED	Ireland	£1 00 Ordinary shares	100 00000		
6	HALIFAX INSURANCE IRELAND LIMITED	Ireland	£1 00 Ordinary shares	100 00000		
6	HALIFAX JERSEY HOLDINGS LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	HALIFAX REINSURANCE IRELAND LIMITED	Ireland	£1 00 Ordinary shares	100 00000		
6	MENTOR PROFESSIONAL SERVICES LIMITED #	England	£1 00 ORDINARY shares	99 99950	100 00000	
7	ST ANDREW'S SHELL COMPANY LIMITED	United Kingdom	£1 00 Ordinary shares	100 00000		
6	ST ANDREW'S INSURANCE PLC #	England	£1 00 ORDINARY shares	100 00000		
4	HBOS INVESTMENT ADVISOR INC	United States				
4	HBOS Investment Management (Mediterranean) Limited	England and Wales	£1 00 Ordinary shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
5	HBOS Investment Management Holdings (Malta) Limited	Malta	MTL1 00 Ordinary shares	100 00000		
4	INVISTA REAL ESTATE INVESTMENT MANAGEMENT HOLDINGS PLC	England and Wales	£0 0001 Ordinary shares	54 99556		
			£1 00 Preferred Ordinary shares	100 00000		
5	INVISTA EUROPEAN CELSIUS HOLDINGS SARL	Luxembourg	€100 00 Ordinary shares	100 00000		
6	Celsius European Holdings Sarl	Luxembourg	€100 00 Ordinary shares	50 00000		
5	INVISTA GLOBAL PROPERTY SECURITIES FUND GENERAL PARTNER LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	Invista Industrial (General Partner) Limited	England and Wales	£1 00 Ordinary shares	100 00000		
6	Invista Industrial (Nominee) Limited	England and Wales	£1 00 Ordinary shares	100 00000		
5	INVISTA PROPERTY MANAGEMENT LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	Invista Real Estate International Fund General Partner Limited	England and Wales	£1 00 Ordinary shares	100 00000		
5	Invista Real Estate International Fund Investing Partner Limited	England and Wales	£1 00 Ordinary shares	100 00000		
5	INVISTA REAL ESTATE INVESTMENT MANAGEMENT (CI) LIMITED	Guernsey	£1 00 Ordinary shares	100 00000		
5	INVISTA REAL ESTATE INVESTMENT MANAGEMENT LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	Invista Real Estate Limited	England and Wales	£1 00 Ordinary shares	100 00000		
5	Invista Real Estate Opportunity Fund General Partner Limited	England and Wales	£1 00 Ordinary shares	100 00000		
5	Invista Real Estate Opportunity Fund Investing Partner Limited	England and Wales	£1 00 Ordinary shares	100 00000		
5	Invista Residential Property Trust Limited	England and Wales	£0 10 Ordinary shares	100 00000		
6	Invista Castle Limited	England and Wales	£1 00 Ordinary shares	100 00000		
4	ST JAMES'S PLACE PLC	England	£0 15 ORDINARY shares	51 55660	51 84398	
5	ST JAMES'S PLACE INVESTMENTS PLC #	England	£0 25 ORDINARY shares	100 00000		
6	SJPC 2000 PLC #	Scotland	£0 25 ORDINARY shares	100 00000		
6	SJPC 7 LIMITED	England	£0 10 ORDINARY 10 PENCE shares	100 00000		
6	SJPC CORPORATE INVESTMENTS LIMITED	England	£0 01 ORDINARY OF 1 PENCE shares	100 00000		
7	ST JAMES'S PLACE SA #	Luxembourg	US$2 00 US$2 shares	99 99969	100 00000	
6	SJPC GROUP LIMITED	England	£0 25 ORDINARY shares	100 00000		
7	ST JAMES'S PLACE INTERNATIONAL PLC #	Ireland	€1 26974 EUR1 269738 shares	0 00001	100 00002	
6	ST JAMES'S PLACE ADMINISTRATION LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
7	SJPC 2000 PLC #	Scotland	£0 25 ORDINARY shares	0 00000	100 00000	
7	ST JAMES'S PLACE 1990 LIMITED #	England	£0 05 ORDINARY shares	0 00000	100 00000	
7	ST JAMES'S PLACE INTERNATIONAL PLC #	Ireland	€1 26974 EUR1 269738 shares	0 00001	100 00002	

= Company is multi-owned within group

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
7 ST JAMES'S PLACE INVESTMENTS PLC #	England	£0 25 ORDINARY shares	0 00000	100 00000	
7 ST JAMES'S PLACE PARTNERSHIP LIMITED #	England	£0 05 ORDINARY shares	0 00000	100 00000	
7 ST JAMES'S PLACE UK PLC #	England	£1 00 ORDINARY ONE POUND shares	0 00000	100 00000	
7 ST JAMES'S PLACE WEALTH MANAGEMENT GROUP PLC #	England	£0 01 ORDINARY OF 1 PENCE shares	0 00000	100 00000	
7 ST JAMES'S PLACE WEALTH MANAGEMENT PLC #	England	£1 00 ORDINARY ONE POUND shares	0 00001	100 00000	
6 ST JAMES'S PLACE EUROPEAN SARL	Luxembourg	£100 00 ORD £100 shares	100 00000		
7 NASCENT GROUP S A	Luxembourg	€1 25 ORDEU1 25 shares	20 20656		
		€1 25 PREFEU shares	89 70537		
		€1 25 PREFEU B shares	100 00000		
6 ST JAMES'S PLACE INVESTMENT TRUST LIMITED	England	£0 25 ORDINARY shares	100 00000		
7 ENTELLUS LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
8 ST JAMES'S PLACE INTERNATIONAL PLC #	Ireland	€1 26974 EUR1 269738 shares	0 00001	100 00002	
7 LOPSYSTEM LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
8 ST JAMES'S PLACE INTERNATIONAL PLC #	Ireland	€1 26974 EUR1 269738 shares	0 00001	100 00002	
7 ST JAMES'S PROPERTIES LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
8 ST JAMES'S PLACE INTERNATIONAL PLC #	Ireland	€1 26974 EUR1 269738 shares	0 00001	100 00002	
5 ST JAMES'S PLACE PARTNERSHIP LIMITED #	England	£0 05 ORDINARY shares	100 00000		
6 ST JAMES'S PLACE 1990 LIMITED #	England	£0 05 ORDINARY shares	100 00000		
5 ST JAMES'S PLACE WEALTH MANAGEMENT GROUP PLC #	England	£0 01 ORDINARY OF 1 PENCE shares	100 00000		
6 SJP AESOP TRUSTEES LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
6 ST JAMES'S PLACE (PCP) LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
6 ST JAMES'S PLACE (PROPERTIES) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6 ST JAMES'S PLACE INTERNATIONAL ASSURANCE GROUP LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
7 NASCENT LIFE LIMITED	Ireland	€1 00 ORDINARY shares	100 00000		
7 ST JAMES'S PLACE INTERNATIONAL ADMINISTRATION LIMITED	Ireland	€1 00 ORDINARY shares	100 00000		
7 ST JAMES'S PLACE INTERNATIONAL PLC #	Ireland	€1 26974 EUR1 269738 shares	99 99996	100 00002	

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
7	ST JAMES'S PLACE REINSURANCE LIMITED	Ireland	£1 00 ORDINARY ONE POUND shares	100 00000		
6	ST JAMES'S PLACE MANAGEMENT SERVICES LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
7	ST JAMES'S PLACE INTERNATIONAL PLC #	Ireland	€1 26974 EUR1 269738 shares	0 00001	100 00002	
7	ST JAMES'S PLACE SA #	Luxembourg	US$2 00 US$2 shares	0 00031	100 00000	
6	ST JAMES'S PLACE PROPERTY SERVICES LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
6	ST JAMES'S PLACE TRUST COMPANY JERSEY LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	ST JAMES'S PLACE UK PLC #	England	£1 00 ORDINARY ONE POUND shares	100 00000		
7	MHS (HOLDINGS) LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
7	ST JAMES'S PLACE REASSURANCE (2009) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	ST JAMES'S PLACE UNIT TRUST GROUP LIMITED	England	£1 00 ORDINARY ONE POUND shares	100 00000		
6	ST JAMES'S PLACE WEALTH MANAGEMENT (MONACO) SAM	Monaco	€1 00 Ordinary shares	99 99980		
6	ST JAMES'S PLACE WEALTH MANAGEMENT (PCIS) LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
6	ST JAMES'S PLACE WEALTH MANAGEMENT PLC #	England	£1 00 ORDINARY ONE POUND shares	99 99999	100 00000	
3	HBOS JPS LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
3	HBOS MANAGEMENT (JERSEY) LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
3	HBOS PLC EMPLOYEE TRUST LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
3	HBOS QUEST LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
3	HBOS UK LIMITED #	Scotland	£1 00 Ordinary shares	99 99800	100 00000	
3	MBL HOLDINGS LIMITED	England and Wales	£0 00005 Ordinary-A shares	15 08152		
			£0 00005 Ordinary-B shares	16 66667		
2	HIGH STREET MARKETING SERVICES S A #	Argentina	ARA0 01 Arg$0 0001 (Argentinian Dollars) shares	99 90000	100 00000	
2	HILL SAMUEL BANK LIMITED	England	£1 00 Ordinary shares	100 00000		
2	HILL SAMUEL INTERNATIONAL LIMITED	England	£1 00 Ordinary shares	100 00000		
3	HILL SAMUEL OVERSEAS HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	HILL SAMUEL INVESTMENTS LIMITED #	England	£1 00 Ordinary shares	36 61077	100 00000	
3	CONCLAVE INVESTMENTS LIMITED	Cayman Islands	£1 00 Ordinary-B shares	100 00000		
			£1 00 Ordinary-C shares	100 00000		
2	HILL SAMUEL LEASING CO LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB FILM DISTRIBUTION COMPANY #	England	£1 00 Ordinary shares	99 00000	100 00000	
2	IAI INTERNATIONAL LIMITED	England	£1 00 Ordinary shares	100 00000		
2	INTELLIGENT PROCESSING SOLUTIONS LIMITED (IPSL)	England	£1 00 Ordinary shares	19 50000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
2	LARMORAN PARTICIPATIONS INC	Panama	US$100 00 Bearer Of Us $100 shares	100 00000		Acts as a nominee company of the PIC's administered by Primeway S A , a Swiss trust company owned 100% by Lloyds TSB Bank plc Company only acts as a nominee shareholder for PIC's whose beneficial owners bank with IPB It does not act for non bank clients Primeway can act as singly as a director The compulsory Panamainian directors can only sign jointly with Primeway The shares are bearer shares, 200 shares in two certificates of 100 each, held by Group Secretarial
2	LBI FINANZ ANSTALT	Liechtenstein	CHF1 00 Ordinary shares	100 00000		Liechtenstein foundation
2	LLOYDESA OPERADOR DE BANCA-SEGUROS VINCULADO (GRUPO LLOYDS TSB) SOCIEDAD ANONIMA UNIPERSONAL	Spain	€60 10 Ordinary shares	100 00000		Insurance intermediation as a bancassurance operator in Spain, working with the Lloyds TSB Spain branch network to provide insurance and pension products to customers
2	LLOYDS AMERICA SECURITIES CORPORATION	United States	US$ No Par Value shares	100 00000		Company is inactive No company number, however registered with the local regulator in Delaware, file no 2065243
2	LLOYDS BANK (BLSA) #	England	£1 00 Ordinary shares	50 00000	100 00000	
2	LLOYDS BANK (BRANCHES) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS BANK (COLONIAL & FOREIGN) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS BANK (I D) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	CHELTENHAM & GLOUCESTER plc #	England	£1 00 B preference shares	0 00000	100 00000	
			£1 00 Ordinary shares	0 00000	100 00000	
			£1 00 Preference shares	0 00000	100 00000	
2	LLOYDS BANK (PEP NOMINEES) LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS BANK (PICCADILLY) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
2	LLOYDS BANK (STOCK EXCHANGE BRANCH) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS BANK FACTORS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS BANK FINANCIAL SERVICES (HOLDINGS) LIMITED #	England	£1 00 Ordinary shares	100 00000		
			£100 00 Preference shares	0 00000	100 00000	
3	CHESHIRE FUNDING MANAGEMENT LLC	United States	£1 00 Class A Common Interests shares	100 00000		
			£1 00 Class B Common Interests shares	100 00000		
4	CHESHIRE FUNDING LLC	United States	£1 00 Common Interests shares	100 00000		
5	CHESHIRE HOLDINGS (AMERICA) LLC #	United States	£1 00 Common Interests shares	63 63636	100 00000	
3	CHESHIRE HOLDINGS (AMERICA) LLC #	United States	£1 00 Common Interests shares	36 36364	100 00000	
3	CLOAK LANE FINANCE (CAYMAN) LIMITED #	Cayman Islands	£1 00 Ordinary shares	100 00000		
			£0 01 Preference shares	0 00000	100 00000	
3	CLOAK LANE INVESTMENTS (CAYMAN) LIMITED	Cayman Islands	£1 00 Ordinary shares	100 00000		
4	CLOAK LANE FINANCE (CAYMAN) LIMITED #	Cayman Islands	£1 00 Ordinary shares	0 00000	100 00000	
			£0 01 Preference shares	100 00000		
4	LLOYDS TSB CHF TRADING SARL #	Luxembourg	CHF100 00 Ordinary shares	0 00000	100 00000	
			CHF100 00 Preference shares	100 00000		
3	FARYNER'S HOUSE FUNDING LIMITED	Cayman Islands	£0 01 Irredeemable preference - A shares	100 00000		
			£0 01 Ordinary shares	100 00000		
4	FARYNER'S HOUSE INVESTMENTS LIMITED #	Cayman Islands	£1 00 Ordinary-A shares	100 00000		
3	FARYNER'S HOUSE INVESTMENTS LIMITED #	Cayman Islands	£1 00 Ordinary-A shares	0 00000	100 00000	
3	KINGSBARNS INVESTMENTS LIMITED	England	US$1 00 Ordinary shares	100 00000		
3	LLOYDS TSB FINANCE INVESTMENTS (BVI) LIMITED	Virgin Islands, British	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB FINANCE INVESTMENTS (CAYMAN) LIMITED	Cayman Islands	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GATWICKSTRAAT (NO 1) B V	Netherlands	€250 00 B ordinary shares	100 00000		
			€250 00 Ordinary shares	100 00000		
			€250 00 Preference shares	100 00000		
3	MITRE STREET FINANCE LIMITED #	Jersey	£ Ordinary shares	100 00000		
			£ Preference shares	0 00000	100 00000	
4	MITRE STREET INVESTMENTS LIMITED #	Jersey	£ Ordinary shares	0 00000	100 00000	
			£ Preference shares	100 00000		
3	MITRE STREET INVESTMENTS LIMITED #	Jersey	£ Ordinary shares	100 00000		
			£ Preference shares	0 00000	100 00000	
4	LLOYDS TSB YEN TRADING LIMITED	Jersey	JPY1 00 Ordinary shares	100 00000		
			JPY1 00 Preference shares	100 00000		
4	MITRE STREET FINANCE LIMITED #	Jersey	£ Ordinary shares	0 00000	100 00000	
			£ Preference shares	100 00000		
3	RIG FUNDING (CAYMAN) LIMITED	Cayman Islands	US$1 00 Ordinary shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	WARWICK LANE FINANCE LIMITED	Virgin Islands, British	£2 00 Ordinary shares	100 00000		
4	WARWICK LANE INVESTMENTS BV	Netherlands	€1 00 Ordinary-B shares	100 00000		
			€1 00 Ordinary-C shares	100 00000		
2	LLOYDS BANK GROUP LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS BANK INTERNATIONAL LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS BANK INTERNATIONAL SA #	Spain	€60 10 Ordinary shares	100 00000		
2	LLOYDS BANK LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS BANK SUBSIDIARIES LIMITED	England	£1 00 Ordinary shares	100 00000		
			£1 00 Preference A (non-linked) shares	100 00000		
			£1 00 Preference D shares	100 00000		
			£1 00 Preference E shares	100 00000		
			£1 00 Preference F shares	100 00000		
3	CARDNET MERCHANT SERVICES LIMITED #	England	£1 00 B Ordinary shares	2 15054	100 00000	
			£1 00 Deferred shares	0 00000	100 00000	
3	CASTLE BAYNARD FUNDING LIMITED	England	£1 00 Ord shares	100 00000		
4	DUNSTAN INVESTMENTS (UK) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	HILL SAMUEL INVESTMENTS LIMITED #	England	£1 00 Ordinary shares	25 00000	100 00000	
3	COLEMAN STAFFORDSHIRE OFFSHORE FUNDING NO 1 LIMITED	Cayman Islands	£1 00 Ordinary shares	100 00000		
			£0 001 Preference A shares	100 00000		
4	COLEMAN STAFFORDSHIRE OFFSHORE INVESTMENTS NO 1 LIMITED	Cayman Islands	£1 00 Ordinary shares	100 00000		
			£ Redeemable shares	100 00000		
3	DENHAM FUNDING LIMITED	England	£1 00 Irredeemable Preference shares	100 00000		
			£1 00 Ordinary shares	100 00000		
3	GOLDBOND LIMITED	Hong Kong	£1 00 Ordinary shares	100 00000		
			US$1 00 Ordinary shares	100 00000		
4	CENTRAL CROWN INVESTMENTS LIMITED	Hong Kong	£1 00 Ordinary shares	100 00000		
			HKD1 00 Ordinary shares	100 00000		
4	OCEAN BEST INVESTMENTS LIMITED	Hong Kong	£1 00 Ordinary shares	100 00000		
			HKD1 00 Ordinary shares	100 00000		
4	PACIFIC PERFECT INVESTMENTS LIMITED	Hong Kong	£1 00 Ordinary shares	100 00000		
			HKD1 00 Ordinary shares	100 00000		
4	SHELDWICH LIMITED	Hong Kong	£1 00 Ordinary shares	100 00000		
			HKD1 00 Ordinary shares	100 00000		
4	WICKHAM INVESTMENTS LIMITED	Hong Kong	£1 00 Ordinary shares	100 00000		
			HKD1 00 Ordinary shares	100 00000		
3	GOUDA LLC	United States	£1 00 Ordinary shares	100 00000		
4	PLENARY INVESTMENTS LIMITED	Cayman Islands	£0 01 Ordinary-A shares	100 00000		
			£0 01 Ordinary-B shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	HILL SAMUEL (USA), INC	United States	US$10 00 Us$10 Each (Us Dollars) shares	100 00000		
4	LLOYDS TSB RAIL CAPITAL INC	United States	US$100 00 (Us Dollar) shares	100 00000		
3	HILL SAMUEL INTERNATIONAL HOLDINGS LIMITED	England	£1 00 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	100 00000		
3	HORSHAM INVESTMENTS LIMITED	Cayman Islands	£1 00 Fixed rate cumulative preference shares	100 00000		
			£1 00 Ordinary shares	100 00000		
3	LANGBOURN HOLDINGS LIMITED #	Guernsey	£1 00 Ordinary shares	100 00000		
4	HILL SAMUEL INVESTMENTS LIMITED #	England	£1 00 Ordinary shares	25 64575	100 00000	
4	LLOYDS LIMITED CAPITAL LLC	United States	US$100 00 Common shares	100 00000		
3	LBI HOLDINGS (NETHERLANDS) B V	Netherlands	€22 69 Ordinary shares	100 00000		
3	LIME STREET (FUNDING) LIMITED	England	£1 00 Ord £1 shares	100 00000		
4	HILL SAMUEL INVESTMENTS LIMITED #	England	£1 00 Ordinary shares	12 74348	100 00000	
3	LLOYDS TSB BANK (GIBRALTAR) LIMITED	Gibraltar	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB BANK INSURANCE COMPANY LIMITED #	Guernsey	£1 00 Ordinary shares	99 99999	100 00000	
3	LLOYDS TSB GLOBAL SERVICES PRIVATE LIMITED #	India	INR10 00 Equity shares	99 99881	100 00000	
3	LLOYDS TSB MERCHANT BANK LIMITED	Singapore	SGD1 00 Ordinary Sg$ 1 (Singapore Dollars) shares	100 00000		
			SGD1 00 Preferred Ord Sg$1 (Singapore Dollars) shares	100 00000		
4	HILL SAMUEL NOMINEES ASIA PRIVATE LIMITED	Singapore	SGD1 00 Ordinary shares	100 00000		
3	LLOYDS TSB OFFSHORE HOLDINGS LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE OFFSHORE LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
4	C & G CHANNEL ISLANDS LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB CAPTIVE HOLDINGS LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB NO 1 (IOM) LIMITED	Isle of Man	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB OFFSHORE CORPORATE SERVICES LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
5	LLOYDS TSB (GUERNSEY) MANAGEMENT LIMITED #	Guernsey	£1 00 Ordinary shares	1 00000	100 00000	
5	LLOYDS TSB (GUERNSEY) SERVICES LIMITED #	Guernsey	£1 00 Ordinary shares	1 00000	100 00000	
5	LLOYDS TSB FUNDS LIMITED #	Jersey	£1 00 Limited Liability Founders shares	0 10000	100 00000	
5	LLOYDS TSB NOMINEES (GUERNSEY) LIMITED #	Guernsey	£1 00 Ordinary shares	2 00000	100 00000	
5	LLOYDS TSB OFFSHORE PENSION TRUST LIMITED #	Jersey	£1 00 Ordinary shares	9 00000	100 00000	
4	LLOYDS TSB OFFSHORE FUND MANAGERS LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
5	LLOYDS TSB FUNDS LIMITED #	Jersey	£1 00 Limited Liability Founders shares	99 90000	100 00000	
5	LLOYDS TSB NOMINEES (GUERNSEY) LIMITED #	Guernsey	£1 00 Ordinary shares	98 00000	100 00000	
4	LLOYDS TSB OFFSHORE LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
5	LLOYDS TSB OFFSHORE PRIVATE CLIENTS LIMITED	Jersey	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
5	NOMINEES (JERSEY) LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB OFFSHORE PAYING AGENTS (HK) LIMITED	Hong Kong	HKD1 00 Ordinary shares	100 00000		
4	LLOYDS TSB OFFSHORE TRUST COMPANY LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
5	LLOYDS TSB (GIBRALTAR) MANAGEMENT LIMITED #	Gibraltar	£1 00 Ordinary shares	99 00000	100 00000	
5	LLOYDS TSB (GIBRALTAR) SERVICES LIMITED	Gibraltar				
5	LLOYDS TSB (GUERNSEY) MANAGEMENT LIMITED #	Guernsey	£1 00 Ordinary shares	99 00000	100 00000	
5	LLOYDS TSB (GUERNSEY) SERVICES LIMITED #	Guernsey	£1 00 Ordinary shares	99 00000	100 00000	
5	LLOYDS TSB (JERSEY) MANAGEMENT LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	LLOYDS TSB OFFSHORE TRUST COMPANY (BVI) LIMITED #	Virgin Islands, British	US$1 00 (Us Dollar) shares	0 00800	100 00000	
6	SWIP HOLDINGS LIMITED #	Jersey	£1 00 Ordinary shares	50 00000	100 00000	
7	SWIP SAUDI ASSET MANAGEMENT #	Saudi Arabia	SAR10 00 Ordinary shares	50 00000	51 00000	
5	LLOYDS TSB (JERSEY) SERVICES LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	LLOYDS TSB GROUP HOLDINGS (JERSEY) LIMITED #	Jersey	£1 00 A Ordinary shares	0 30000	100 00000	
			£1 00 B Ordinary shares	0 00000	100 00000	
			£1 00 C Ordinary shares	0 00000	100 00000	
6	SWIP HOLDINGS LIMITED #	Jersey	£1 00 Ordinary shares	50 00000	100 00000	
5	LLOYDS TSB GROUP HOLDINGS (JERSEY) LIMITED #	Jersey	£1 00 A Ordinary shares	0 30000	100 00000	
			£1 00 B Ordinary shares	0 00000	100 00000	
			£1 00 C Ordinary shares	0 00000	100 00000	
5	LLOYDS TSB OFFSHORE TRUST COMPANY (BVI) LIMITED #	Virgin Islands, British	US$1 00 (Us Dollar) shares	99 99200	100 00000	
3	LLOYDS TSB PACIFIC LIMITED #	Hong Kong	HKD1 00 Ordinary Of Hk$ 1 shares	99 99999	100 00000	
4	LLOYDS (BVI) NOMINEES LIMITED	Virgin Islands, British	USD1 00 Ordinary shares	100 00000		
4	LLOYDS FAR EAST (BVI) LIMITED	Hong Kong	USD1 00 Ordinary shares	100 00000		
3	LLOYDS TSB REPRESENTAÇÕES LTDA #	Brazil	BRL1 00 Ordinary rials of $1 shares	99 99997	100 00000	
4	LLOYDS FOMENTO COMERCIAL LTDA #	Brazil	BRL1 00 Ordinary rials of $1 shares	100 00000		
5	LLOYDS TSB REPRESENTAÇÕES LTDA #	Brazil	BRL1 00 Ordinary rials of $1 shares	0 00003	100 00000	

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	LTSB REPRESENTACIONES (URUGUAY) SA	Uruguay	UYP1 00 Ordinary shares	100 00000		Exists to provide a legal framework for the rep office Board meets to appoint Directors when necessary and otherwise just for the Annual General Meeting when all other requirements are handled No Committees or committee meetings are currently required (As advised by George Hartwell)
3	SOCIEDAD INVERSIONISTA ANGLO COLOMBIANO S A #	Colombia	£0 10 Of Cop 10 (Columbian Pesetas) shares	94 34489	99 98895	
4	BRITISH BANK OF LATIN AMERICA LIMITED	Bahamas	US$10 00 Usd 10 00 shares	100 00000		
3	TSB (USA) INC	United States	US$1 00 (Us Dollar) shares	100 00000		
4	IAI HOLDINGS INC	United States	US$ $1000 Par Value Cum 9% Preferred Stock shares	100 00000		Company is inactive No company number, however registered with the local regulator in Delaware, file no 2175930
5	IAI VENTURES, INC	United States	US$10 00 Us$10 Each (Us Dollars) shares	100 00000		Company is inactive No company number
5	INVESTMENT ADVISERS, INC	United States	US$ $1000 Par Value Cum 9% Preferred Stock shares	100 00000		Company is detailed as inactive No company number, however registered with local authorities in Delaware as file no 2075243
2	LLOYDS BANK TRUST COMPANY (INTERNATIONAL) LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS BANK TRUSTEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS COMMERCIAL PROPERTIES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS COMMERCIAL PROPERTY DEVELOPMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS COMMERCIAL PROPERTY INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	TARGET CORPORATE SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	Lloyds Engine Capital (no 1) U S LLC	United States				
2	LLOYDS FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS FOMENTO COMERCIAL LTDA #	Brazil	BRL1 00 Ordinary rials of $1 shares	0 00000	100 00000	

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
2	LLOYDS INVESTMENT ESPANA, SOCIEDAD GESTORA DE INSTITUCIONES DE INVERSION COLECTIVA SA	Spain	€601 00 Ordinary shares	100 00000		Management and administration of Collective Investment Institutions (CII's) - Mutual Funds and Investment companies
2	LLOYDS PREMISES INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS PROPERTY INVESTMENT COMPANY NO 4 LIMITED	England	£1 00 Ordinary shares	100 00000		
2	Lloyds Securities Inc	United States				
2	LLOYDS TRADE & PROJECT FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TRUSTEES (NEW ZEALAND) LIMITED	New Zealand	NZD1 00 Ordinary shares	100 00000		
2	LLOYDS TRUSTEES (SWITZERLAND) LIMITED	Switzerland	CHF100 00 Ordinary shares	100 00000		
2	LLOYDS TSB (GENERAL PARTNER) LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB ASSET FINANCE DIVISION LIMITED	England	£0 20 Ordinary shares	100 00000		
3	ACL AUTOLEASE HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	A C L LIMITED	England	£1 00 Ordinary shares	100 00000		
4	AN VEHICLE FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LEX AUTOLEASE LIMITED	England	£1 00 Ordinary shares	100 00000		
5	FLEET SYNERGY INTERNATIONAL	Belgium	€1 00 Ordinary shares	50 00000		
4	LEX VEHICLE FINANCE 2 LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	LEX VEHICLE FINANCE 3 LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB AUTOLEASE (CH) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB AUTOLEASE (VC) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB CARSELECT LIMITED	England	£1 00 Ordinary shares	100 00000		
3	BLACK HORSE FINANCE HOLDINGS LIMITED	England	£1 00 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	100 00000		
4	CARLEASE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	L & S FINANCE LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	LLOYDS UDT ASSET LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS UDT ASSET RENTALS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS UDT BUSINESS DEVELOPMENT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS UDT BUSINESS EQUIPMENT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS UDT HIRING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS UDT LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS UDT LIMITED	England	£0 25 Ordinary shares	100 00000		
5	LLOYDS TSB MONTRACON LIMITED	England	£1 00 A Ordinary shares	100 00000		
5	LLOYDS UDT BUSINESS LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
5	LLOYDS UDT RENTALS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	M E V C FINANCE LIMITED	England	£1 00 Ordinary shares	75 00000		
5	B C H LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
5	B C H RENTALS LIMITED	England	£1 00 Ordinary shares	100 00000		
5	IFS CONTRACT HIRE LIMITED	England	£1 00 Ordinary shares	100 00000		
6	RENTAL MANAGEMENT SERVICES LIMITED	England	£1 00 A Ordinary shares	100 00000		
4	SCOTTISH BUSINESS FINANCE LIMITED	Scotland	£0 01 A Preference shares	100 00000		
			£0 25 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	UDT AUTOLEASE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	UDT BUDGET LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	UDT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	UDT SALES FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	UNITED DOMINIONS LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	UNITED DOMINIONS TRUST LIMITED	England	£1 00 Ordinary shares	100 00000		
3	BLACK HORSE FINANCE MANAGEMENT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	ACL AUTOLEASE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	AUTOCOVER LIMITED	England	£1 00 Ordinary shares	100 00000		
4	AUTOLEASE DIRECT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	AUTOLEASE FINANCE LIMITED	England	£0 10 Ordinary shares	100 00000		
4	AUTOLEASE FLEETS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	AUTOLEASE HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	B R COTTRELL (WEMBLEY) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE CARAVAN FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE COMMERCIAL LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE CREDIT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE EXECUTIVE MORTGAGES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
5	MOTABILITY FINANCE LIMITED #	England	£1 00 Ordinary shares	0 00000	19 20000	
4	BLACK HORSE FUNDING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE HOME LOANS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE MOTOR FINANCE LIMITED	England	£1 00 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	100 00000		
4	BLACK HORSE MOTORCYCLE FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE PERSONAL FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE RETAIL FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BLACK HORSE VEHICLE MANAGEMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	BOWMAKER LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CAR OWNERSHIP FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CARDIFF AUTOMOBILE RECEIVABLES SECURITISATION (UK) NO 2 LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CARDIFF AUTOMOBILE RECEIVABLES SECURITISATION (UK) NO 3 LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CARDIFF AUTOMOBILE RECEIVABLES SECURITISATION (UK) NO 4 LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CARS TRUSTEE (UK) NO 4 LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CARSELECT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CEDAR HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CHARTERCARD LIMITED	England	£1 00 7 5% Preference £1 shares	100 00000		
			£0 05 Ordinary shares	100 00000		
			£0 05 Ordinary Deferred 5p shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	CHARTERED FINANCE LIMITED	England	£1 00 9% Redeemable Cumulative Preference shares	100 00000		
			£0 05 Ordinary shares	100 00000		
4	CHARTERED LEASING LIMITED	England	£1 00 Deferred shares	100 00000		
			£1 00 Ordinary shares	100 00000		
4	CHARTERED TRUST (NOMINEES) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CHARTERED TRUST GROUP LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CHARTERED TRUST LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CHARTERED TRUST MARINE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CTL LIMITED	England	£0 10 Ordinary shares	100 00000		
4	DEALER EMPLOYEE CAR SCHEME LIMITED	England	£1 00 Ordinary shares	100 00000		
4	DERBY LODGE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	DRUMSHEUGH PROPERTY COMPANY LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	E H L B RENTALS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	ENTERPRISE CAR FINANCE LIMITED	England	£1 00 B Ordinary shares	100 00000		
4	EURO LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	FIRST SERVICE MANAGEMENT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	FLEET MANAGEMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	GALAXY SPV LIMITED	England	£1 00 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	100 00000		
4	HIGHWAY CONTRACT HIRE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	HIGHWAY VEHICLE LEASING LIMITED	England	£0 10 Ordinary shares	100 00000		
			£0 10 Preference shares	100 00000		
4	HIGHWAY VEHICLE MANAGEMENT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	IFS CONTRACT PURCHASE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS AND SCOTTISH TRUST LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS BOWMAKER LEASING LIMITED	England	£1 00 Deferred shares	100 00000		Application for strike off sent to Companies House on 12 4 2011
			£0 01 Ordinary shares	100 00000		
4	LLOYDS BOWMAKER LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB AUTOLEASE (FMS) LIMITED	England	£0 10 Ordinary shares	100 00000		
4	LLOYDS TSB AUTOLEASE (SHREWSBURY) LIMITED	England	£1 00 33 3% Convertible Participating Preferred Ord shares	100 00000		
			£1 00 6 1% Cumulative Preference shares	100 00000		
			£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB AUTOLEASE (VH) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB AUTOLEASE (VL) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB AUTOLEASE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB MOTORENT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS UDT (MARLOW) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS UDT EQUIPMENT LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	MCL FINANCE LIMITED	England	£1 00 B Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	MOTORENT (UK) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	NATIONWIDE COLLECTION SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	NIMBUS CORP (UK) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	NIMBUS CORP LIMITED	England	£1 00 Ordinary shares	100 00000		
4	NW MOTOR FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	PARALLEL UNIVERSE SPV LIMITED	England	£1 00 Ordinary shares	100 00000		
4	PC MOTOR FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	PERSONAL MOTORING PLAN LIMITED	England	£1 00 Ordinary shares	100 00000		
4	R I G P FINANCE LIMITED	England	£1 00 Deferred shares	100 00000		
			£1 00 Ordinary shares	100 00000		
			£1 00 Participating Preference shares	100 00000		
			£1 00 Special Deferred shares	100 00000		
4	SCT FINANCE LIMITED	England	£1 00 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	100 00000		
4	SECURITISATION HOLDINGS (UK) NO 4 LIMITED	England	£1 00 Ordinary shares	100 00000		Application for strike off sent to Companies House on 12 4 2011
4	SECURITISATION HOLDINGS NO 2 LIMITED	England	£1 00 Ordinary shares	100 00000		
4	SECURITISATION HOLDINGS NO 3 LIMITED	England	£1 00 Ordinary shares	100 00000		
4	SG MOTOR FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	SG MOTOR LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	STANDARD FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	V A G FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
4	VOCS FINANCE LIMITED	England	£1 00 B Ordinary shares	100 00000		
4	WCS LIMITED	Isle of Man	£1 00 Ordinary shares	100 00000		
4	WIGTON FINANCE LIMITED	England	£1 00 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	100 00000		
3	BLACK HORSE GROUP LIMITED	England	£1 00 Ordinary shares	100 00000		
			£0 01 Preference shares	0 00000	100 00000	
4	A G FINANCE LIMITED	England	£1 00 B Ordinary shares	100 00000		
4	BLACK HORSE (TRF) LIMITED	England	£1 00 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	100 00000		
4	BLACK HORSE LIMITED #	England	£0 25 Ordinary shares	100 00000		
5	MOTABILITY FINANCE LIMITED #	England	£1 00 Ordinary shares	19 20000		
4	HEIDI FINANCE HOLDINGS (UK) LIMITED	England	£1 00 Ordinary shares	100 00000		
5	HYUNDAI CAR FINANCE LIMITED #	England	£1 00 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	0 00000	100 00000	
4	HYUNDAI CAR FINANCE LIMITED #	England	£1 00 A Ordinary shares	0 00000	100 00000	
			£1 00 B Ordinary shares	100 00000		
4	INCHCAPE FINANCIAL SERVICES LIMITED	England	£1 00 'A' ORDINARY OF ONE POUND shares	100 00000		
4	INTERNATIONAL MOTORS FINANCE LIMITED	England	£1 00 Ordinary-A shares	100 00000		
4	LONDON TAXI FINANCE LIMITED	England	£1 00 A Ordinary shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
			£1 00 B Ordinary shares	100 00000		
4	LOTUS FINANCE LIMITED	England	£1 00 A Ordinary shares	100 00000		
4	PROTON FINANCE LIMITED	England	£1 00 B Ordinary shares	99 99000		
4	SHOGUN FINANCE LIMITED	England	£1 00 B Ordinary shares	100 00000		
4	SUZUKI FINANCIAL SERVICES LIMITED	England	£1 00 A Ordinary shares	100 00000		
3	BLACK HORSE LIMITED #	England	£0 25 Ordinary shares	0 00000	100 00000	
2	LLOYDS TSB BAHAMAS (AMERICAS) LIMITED	Bahamas	US$10 00 Us$10 Each (Us Dollars) shares	100 00000		
3	EQUUS LIMITED	Bahamas	US$5 00 (Us Dollar) shares	100 00000		
3	LLOYDS TSB BANK & TRUST (BAHAMAS) LIMITED	Bahamas	BSD600 00 Ordinary shares	100 00000		
3	LLOYDTRU LIMITED	Bahamas	US$5 00 (Us Dollar) shares	100 00000		
3	LTSB NOMINEES LIMITED	Bahamas	US$1 00 (Us Dollar) shares	100 00000		
2	LLOYDS TSB BANK INSURANCE BROKERS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB BANK TRUST CORPORATION (GIBRALTAR) LIMITED #	Gibraltar	£1 00 Ordinary shares	99 00000	100 00000	
2	LLOYDS TSB CHF TRADING SARL #	Luxembourg	CHF100 00 Ordinary shares	100 00000		
			CHF100 00 Preference shares	0 00000	100 00000	
2	LLOYDS TSB COMMERCIAL FINANCE LIMITED	England	£0 01 Ordinary shares	100 00000		
3	ALEX LAWRIE FACTORS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	ALEX LAWRIE RECEIVABLES FINANCING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	CHANCERY FACTORS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	EUROLEAD SERVICES HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	CASHFRIDAY LIMITED	England	£1 00 Ordinary shares	100 00000		
3	EVANSVILLE LIMITED #	England	£0 25 6% Preference shares	0 00000	100 00000	
			£0 25 Ordinary non-voting shares	100 00000		
3	LLOYDS TSB COMMERCIAL FINANCE SCOTLAND LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	AZEDCREST LIMITED	England	£0 25 6% Preference shares	100 00000		
			£0 25 Ordinary Non Voting shares	0 00000	100 00000	
4	EVANSVILLE LIMITED #	England	£0 25 6% Preference shares	100 00000		
			£0 25 Ordinary non-voting shares	0 00000	100 00000	
4	GLYTHORNE LIMITED	England	£0 25 6% Preference shares	100 00000		
			£0 25 Ordinary Non Voting shares	0 00000	100 00000	
4	KINGSTAR LEASING LIMITED	England	£0 25 6% Preference shares	100 00000		
			£0 25 Ordinary Non Voting shares	0 00000	100 00000	
4	SNOWGLEN SECURITIES LIMITED #	England	£0 25 6% Preference shares	100 00000		
			£0 25 Ordinary non-voting shares	0 00000	100 00000	
3	LTSBCF LIMITED	England	£1 00 Ordinary shares	100 00000		
3	SNOWGLEN SECURITIES LIMITED #	England	£0 25 6% Preference shares	0 00000	100 00000	
			£0 25 Ordinary non-voting shares	100 00000		
2	LLOYDS TSB CORPORATE PROPERTY INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	BOLLINWATER ESTATES LLP	United Kingdom				
2	LLOYDS TSB COVERED BONDS (LM) LIMITED	England	£1 00 Ordinary shares	20 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
2	LLOYDS TSB COVERED BONDS LLP	England				
2	LLOYDS TSB DEVELOPMENT CAPITAL LIMITED	England	£1 00 Ordinary shares	100 00000		
3	1ST SOFTWARE HOLDINGS LIMITED	United Kingdom				
3	ACCESSION GROUP LIMITED	United Kingdom				
3	AESICA PHARMACEUTICALS LIMITED	England				
3	AGDC HOLDINGS LIMITED	England				
3	AIM AVIATION LIMITED	England				
3	AIRCLAIMS HOLDINGS LIMITED	England				
3	ALUPACK HOLDINGS LIMITED	England				
3	ANTLER LIMITED	England				
3	ASCEND WORLDWIDE GROUP HOLDINGS LIMITED	England				
3	ASCENT INVESTMENTS LIMITED	England				
3	BIGHAND HOLDINGS LIMITED	England				
3	CASPIAN MEDIA HOLDINGS LIMITED	England				
3	CASTLEGATE 638 LIMITED	England				
3	CHESHIRE SALT HOLDINGS LIMITED	England				
3	COMMERCIAL FIRST GROUP LIMITED	England				
3	DAVIES GROUP LIMITED	United Kingdom				
3	DIRECT NEWCO LIMITED	United Kingdom				
3	EGHL LIMITED	England				
3	EMPRISE GROUP HOLDINGS LIMITED	England				
3	EVANDER GROUP LIMITED	United Kingdom				
3	FORAY 902 LIMITED	England				
3	FORREST CORPORATE LIMITED	England				
3	GREEN SKY ENERGY LIMITED	England				
3	HAMSARD 3149 LIMITED	United Kingdom				
3	HAMSARD 3159 LIMITED	United Kingdom				
3	HAMSARD 3191 LIMITED	England				
3	ICON POLYMER GROUP LIMITED	England				
3	INHOCO 3504 LIMITED	United Kingdom				
3	KIDSUNLIMITED GROUP LIMITED	United Kingdom				
3	KIMBERLY HOLDINGS LIMITED	England				
3	LEASEDRIVE GROUP LIMITED	United Kingdom				
3	LLOYDS TSB DEVELOPMENT CAPITAL (ASIA) LIMITED	Hong Kong	HKD1 00 Ordinary shares	100 00000		
3	LLOYDS TSB DEVELOPMENT CAPITAL (EUROPE) B V	Netherlands	€1 00 Ordinary shares	100 00000		
3	LLOYDS TSB DEVELOPMENT CAPITAL (PROJECTS) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB VENTURE MANAGERS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB VENTURES CARRY LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB VENTURES GENERAL PARTNER LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB VENTURES NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB VENTURES TRUSTEES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	MANOR HOLDCO LIMITED	United Kingdom				
3	MB AEROSPACE HOLDINGS LIMITED	England				

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	MOBILE DOCTORS GROUP PLC	United Kingdom				
3	MODELZONE HOLDINGS LIMITED	United Kingdom				
3	MOTORCLEAN GROUP LIMITED	England				
3	MOUNTAIN WAREHOUSE GROUP LIMITED	England				
3	NUCLEAR ENGINEERING GROUP LIMITED	United Kingdom				
3	ORION MEDIA HOLDINGS LIMITED	United Kingdom				
3	OVAL (2234) LIMITED	England				
3	PAYSTREAM HOLDINGS LIMITED	England				
3	PENN PHARMA GROUP LIMITED	England				
3	PET AND AQUATICS HOLDINGS LIMITED	United Kingdom				
3	QUANTEL HOLDINGS LIMITED	England	£0 10 Investor preference shares	95 00000		
			£0 01 Ordinary shares	54 83045		
			£0 10 Preference shares	54 82984		
			£0 01 Preferred ordinary shares	86 45000		
3	SALA INTEGRATED INFORMATION MANAGEMENT LIMITED	England				
3	SHIRES HOLDINGS LIMITED	United Kingdom				
3	SNELL CORPORATION LIMITED	United Kingdom				
3	SPITFIRE HOLDINGS LIMITED	United Kingdom				
3	START BUTTON LIMITED	United Kingdom				
3	SUBOCEAN GROUP (HOLDINGS) LIMITED	United Kingdom				
3	TCFG HOLDINGS LIMITED	England				
3	TEKDATA GROUP LIMITED	England				
3	TEST EQUIPMENT ASSET MANAGEMENT LIMITED	England				
3	TPN GROUP HOLDINGS LIMITED	United Kingdom				
3	TRUSTMARQUE GROUP LIMITED	England				
3	ULTIMATE PRODUCTS HOLDINGS LIMITED	England				
3	UNITED HOUSE GROUP HOLDINGS LIMITED	England				
3	VOLVOX GROUP LIMITED	England	£1 00 Ordinary-A shares	86 42500		
			£1 00 Preference shares	100 00000		
3	VYSIONIC LIMITED	England				
3	WEALTH AT WORK HOLDINGS LIMITED	United Kingdom				
2	LLOYDS TSB EXPORT FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB FINANCIAL CONSULTANTS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB GENERAL INSURANCE HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	AIC SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	AMBASSADOR INSURANCE COMPANY LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL INSURANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB INSURANCE SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
			£1 00 Preference shares	0 00000	100 00000	
4	LLOYDS TSB INSURANCE SERVICES (DIRECT) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	TSB FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	TSB GENERAL INSURANCE SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	TSB PROPERTIES (ANDOVER) LIMITED	England	£0 10 Ordinary shares	100 00000		
2	LLOYDS TSB GENERAL LEASING (NO 14) LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB GENERAL LEASING (NO 9) LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB GROUP HOLDINGS (JERSEY) LIMITED #	Jersey	£1 00 A Ordinary shares	99 40000	100 00000	
			£1 00 B Ordinary shares	100 00000		
			£1 00 C Ordinary shares	100 00000		
2	LLOYDS TSB GROUP LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB GROUP PENSION TRUST (NO 1) LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB GROUP PENSION TRUST (NO 2) LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB GROUP PENSIONS PROPERTY (GUERNSEY) LIMITED	Guernsey	£1 00 Ordinary-A shares	0 00000	100 00000	A shares held by Lloyds TSB Group Pension Trust (No 1) Limited B shares held by Lloyds TSB Group Pension Trust (No 2) Limited
			£1 00 Ordinary-B shares	0 00000	100 00000	
3	LLOYDS BANK S F NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS BANK WARDOUR STREET (JERSEY) LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB GROUP TRUSTEE SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB HEALTHCARE TRUSTEE LIMITED	England	£1 00 Ord shares	100 00000		
2	LLOYDS TSB HOMELOANS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	ACRUX MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	ADARA MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	ADVANCE DEEP SEA INSTALLER LIMITED PARTNERSHIP	Guernsey				
3	ALAM PERMAI MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	ALAM PERSONA LIMITED PARTNERSHIP	United Kingdom				
3	ALAM PINTAR MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	ALKAID LIMITED PARTNERSHIP	United Kingdom				
3	ALNATH MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	ALTAIR MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	AMAZONEBORG LIMITED PARTNERSHIP	United Kingdom				
3	AMSTELBORG LIMITED PARTNERSHIP	United Kingdom				
3	ANGLO SCOTTISH UTILITIES PARTNERSHIP 1	United Kingdom				
3	ANTARES MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	ARNEBORG LIMITED PARTNERSHIP	United Kingdom				
3	ATHENA MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	BALTICBORG LIMITED PARTNERSHIP	United Kingdom				
3	BEGONIA BULK LIMITED PARTNERSHIP	United Kingdom				
3	BIRCHCROWN FINANCE LIMITED	England	£0 25 6% Preference shares	100 00000		
			£0 25 Ordinary Non Voting shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	BOTHNIABORG LIMITED PARTNERSHIP	United Kingdom				
3	BUCHAN MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	C T S B LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	CHASE COURT (CI) LIMITED	Cayman Islands	£1 00 Ordinary shares	100 00000		
3	CHEMICAL TANKER SHIPPING LIMITED PARTNERSHIP	United Kingdom				
3	CLIPPER SHIPPING LIMITED PARTNERSHIP	United Kingdom				
3	CONQUEST SECURITIES LIMITED	England	£0 25 6% Preference shares	100 00000		
			£0 25 Ordinary Non Voting shares	100 00000		
3	CONTEST LIMITED PARTNERSHIP	Guernsey				
3	COSBRIGHT LIMITED PARTNERSHIP	United Kingdom				
3	COSFORCE LIMITED PARTNERSHIP	United Kingdom				
3	COSWIN LIMITED PARTNERSHIP	United Kingdom				
3	CUTTER SHIPPING LIMITED PARTNERSHIP	United Kingdom				
3	DOF (NO 1) VOF	Netherlands				
3	DOF (NO 2) VOF	Netherlands				
3	DOF (NO 3) VOF	Netherlands				
3	DURBAN MARITIME LIMITED PARTNERSHIP	Guernsey				
3	EIFFEL LIMITED PARTNERSHIP	United Kingdom				
3	FATMARINI MARITIME LIMITED PARTNERSHIP	Guernsey				
3	FOULA MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	FRABANDARI MARITIME LIMITED PARTNERSHIP	Guernsey				
3	HARSANADI MARITIME LIMITED PARTNERSHIP	Guernsey				
3	HARTATI MARITIME LIMITED PARTNERSHIP	Guernsey				
3	HILL SAMUEL FINANCE LIMITED	England	£0 25 6% Preference shares	100 00000		
			£0 25 Ordinary Limited Voting shares	100 00000		
3	HILL SAMUEL LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	HUAL CAROLITA LIMITED PARTNERSHIP - TREASURE	United Kingdom				
3	HUAL MARTITA LIMITED PARTNERSHIP	United Kingdom				
3	KANAALSTRAAT FUNDING C V	Netherlands				
3	KOTA GEMBIRA LIMITED PARTNERSHIP	United Kingdom				
3	KOTA GUNAWAN LIMITED PARTNERSHIP	United Kingdom				
3	KOTA HAKIM LIMITED PARTNERSHIP	United Kingdom				
3	KOTA HALUS LIMITED PARTNERSHIP	United Kingdom				
3	KOTA HAPAS LIMITED PARTNERSHIP	United Kingdom				
3	KOTA HARUM LIMITED PARTNERSHIP	United Kingdom				
3	KOTA JASA LIMITED PARTNERSHIP	United Kingdom				
3	KOTA JATI LIMITED PARTNERSHIP	United Kingdom				
3	KOTA JAYA LIMITED PARTNERSHIP	United Kingdom				
3	KOTA JUTA LIMITED PARTNERSHIP	United Kingdom				
3	LBI LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS (NIMROD) LEASING INDUSTRIES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS (NIMROD) MACHINERY FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS (NIMROD) SPECIALIST FINANCE LIMITED	England	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	LLOYDS ASSET LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS BANK PROPERTY COMPANY LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS COMMERCIAL LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS ENGINE CAPITAL (NO 1) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS FINANCIAL LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS GENERAL LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS INDUSTRIAL LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS INVESTMENT BONDS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	SILENTDALE LIMITED	England	£0 25 6% Preference shares	100 00000		
			£0 25 Ordinary Non Voting shares	100 00000		
			US$1 00 Redeemable Non-voting shares	100 00000		
3	LLOYDS INVESTMENT SECURITIES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS INVESTMENT SECURITIES NO 5 LIMITED	England	£1 00 Ordinary shares	100 00000		
4	ST MARY'S COURT INVESTMENTS #	England	£1 00 Ordinary shares	99 99999	100 00000	
5	CAVEMINSTER LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS LEASING AIRCRAFT NO 2 LIMITED	Bahamas	US$1 00 (Us Dollar) shares	99 90000		
3	LLOYDS LEASING DEVELOPMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS PLANT LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS PORTFOLIO LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS PROJECT LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS PROPERTY INVESTMENT COMPANY LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS PROPERTY INVESTMENT COMPANY NO 5 LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS PROPERTY INVESTMENT COMPANY NO 3 LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB CORPORATE ASSET FINANCE (HP) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB CORPORATE ASSET FINANCE (NO 3) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB CORPORATE ASSET FINANCE (NO 4) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB CORPORATE ASSET FINANCE (NO 1) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB CORPORATE ASSET FINANCE (NO 2) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB EQUIPMENT LEASING (NO 1) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB EQUIPMENT LEASING (NO 10) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB EQUIPMENT LEASING (NO 11) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB EQUIPMENT LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB EQUIPMENT LEASING (NO 3) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB EQUIPMENT LEASING (NO 4) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB EQUIPMENT LEASING (NO 5) LIMITED	England	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	LLOYDS TSB EQUIPMENT LEASING (NO 6) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB EQUIPMENT LEASING (NO 7) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB EQUIPMENT LEASING (NO 9) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 1) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 10) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 11) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 12) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 15) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 17) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 18) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 19) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 20) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 21) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 22) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 3) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 4) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 5) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 6) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 7) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB GENERAL LEASING (NO 8) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB LEASING (NO 3) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB LEASING (NO 4) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB LEASING (NO 5) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB LEASING (NO 6) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB LEASING (NO 7) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB LEASING (NO 8) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB LEASING L P	United States				
3	LLOYDS TSB LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 1) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 10) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 11) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 12) LIMITED	England	£1 00 Ordinary shares	100 00000		
4	NOGOGINI MARITIME LIMITED PARTNERSHIP	Guernsey				
3	LLOYDS TSB MARITIME LEASING (NO 13) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 14) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 15) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 16) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 17) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 18) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 19) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 2) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 3) LIMITED	England	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	LLOYDS TSB MARITIME LEASING (NO 4) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 7) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 8) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING (NO 9) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB MARITIME LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	MARS MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	NOLAWATI MARITIME LIMITED PARTNERSHIP	Guernsey				
3	OCEAN CARACAS LIMITED PARTNERSHIP	United Kingdom				
3	OCEAN CARIBBEAN LIMITED PARTNERSHIP	United Kingdom				
3	OCEAN CONTAINER (NO 1) LIMITED PARTNERSHIP	United Kingdom				
3	OCEAN CONTAINER (NO 2) LIMITED PARTNERSHIP	United Kingdom				
3	OCEAN CONTAINER (NO 3) LIMITED PARTNERSHIP	United Kingdom				
3	OCEAN CONTAINER (NO 4) LIMITED PARTNERSHIP	United Kingdom				
3	OIL AND GAS PRODUCTION LIMITED PARTNERSHIP	United Kingdom				
3	OLD PARK LIMITED	Cayman Islands	£1 00 Ordinary shares	100 00000		
3	PUGET LIMITED PARTNERSHIP	United Kingdom				
3	RATIH MARITIME LIMITED PARTNERSHIP	Guernsey				
3	RIJNBORG LIMITED PARTNERSHIP	United Kingdom				
3	RONA MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	SALTIRE SHIPPING (UK) LIMITED PARTNERSHIP	United Kingdom				
3	SATURN MARITIME LIMITED PARTNERSHIP	United Kingdom				
3	SAVBAN LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	SCOTIA SHIPPING LIMITED PARTNERSHIP	United Kingdom				
3	SOLSTAD (NO 1) VOF	Netherlands				
3	SOLSTAD (NO 2) VOF	Netherlands				
3	UNION BULK LIMITED PARTNERSHIP	United Kingdom				
3	WHITESTAR SECURITIES LIMITED	England	£0 25 B Ordinary shares	100 00000		
			£0 25 Ordinary Limited Voting shares	100 00000		
3	WOOD STREET LEASING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	WYNDCROFT LIMITED	Cayman Islands	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB MTCH LIMITED	England	£1 00 Ordinary shares	100 00000		
3	MOTABILITY OPERATIONS GROUP PLC #	England	£1 00 Ordinary shares	20 00000	40 00000	
			£1 00 Preference shares	20 00000	40 00000	
2	LLOYDS TSB OFFSHORE (2) LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB OFFSHORE PENSION TRUST LIMITED #	Jersey	£1 00 Ordinary shares	91 00000	100 00000	
2	LLOYDS TSB PENSION ABCS (NO 1) LLP	England				
2	LLOYDS TSB PENSION ABCS (NO 2) LLP	England				
2	LLOYDS TSB PRINT MANAGEMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB PRIVATE BANKING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS TSB INDEPENDENT FINANCIAL ADVISERS LIMITED	England	£1 00 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	100 00000		
2	LLOYDS TSB QUEST LIMITED	England	£1 00 Ordinary shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
2	LLOYDS TSB REGISTRARS (ISA) NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB REGISTRARS NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB REGISTRARS SAVINGS NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB SCOTLAND plc #	Scotland	£1 00 Ordinary shares	100 00000		
			£1 00 Preference shares	0 00000	100 00000	
3	TSB SCOTLAND (INVESTMENT) NOMINEES LIMITED	Scotland	£1 00 Ordinary shares	99 00000	100 00000	
3	TSB SCOTLAND NOMINEES LIMITED	Scotland	£1 00 Ordinary shares	99 00000	100 00000	
2	LLOYDS TSB SECURED FINANCE (LM) LIMITED	England	£1 00 Ordinary shares	20 00000		
2	LLOYDS TSB SECURED FINANCE LLP	England				
2	LLOYDS TSB SHARE SCHEMES TRUSTEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS TSB STOCKBROKERS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	CHAMBERS & REMINGTON NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS BANK NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS BANK STOCKBROKERS (NOMINEES) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LLOYDS BANK STOCKBROKERS CLIENT NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS YOUR TOMORROW TRUSTEE LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDS, COX'S & KING'S LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LLOYDSTRUST LIMITED	England	£1 00 Ordinary shares	100 00000		
2	LONDONCARD S A COMERCIAL INMOBILIARIA Y FINANCIERA #	Argentina	£ Class A Arg$0 0001 shares	100 00000		
			£ Class B Arg$0 0001 shares	99 72526	100 00000	
3	HIGH STREET MARKETING SERVICES S A #	Argentina	ARA0 01 Arg$0 0001 (Argentinian Dollars) shares	0 10000	100 00000	
2	LOVAT INVESTMENTS (CAYMAN) LIMITED	Cayman Islands	US$1 00 Ordinary shares	57 61862		
2	MASTERCARD INCORPORATED	United States	US$1 00 Common Class B shares	0 41219		
			US$1 00 Common Class M shares	0 06250		
2	MASTERCARD UK MEMBERS FORUM LIMITED	England	£1 00 Ordinary shares	6 25000		
2	MASTERCARD/EUROPAY UK LIMITED	England	£1 00 Ordinary shares	11 43757		
2	MOOR LANE HOLDINGS LIMITED	Jersey	£ NPV Ordinary shares	100 00000		
3	MOOR LANE CAPITAL LIMITED	Jersey	£ NPV Ordinary shares	100 00000		
4	MOOR LANE FINANCE LIMITED	Jersey	£ NPV Ordinary shares	97 58821		
2	PERRY NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	PORTLAND FUNDING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	CHESHIRE EUROPE LIMITED	Jersey	US$1 00 Ordinary shares	100 00000		
			US$0 01 Redeemable shares	100 00000		
3	COLEMAN STAFFORDSHIRE FUNDING LIMITED	England	£1 00 Ordinary shares	100 00000		
4	COLEMAN STAFFORDSHIRE INVESTMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
3	EASTCHEAP FUNDING LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LOVAT FUNDING (HOLDINGS) LIMITED	England	£0 01 Ordinary shares	100 00000		
4	LOVAT HOLDINGS (BVI) LIMITED	Virgin Islands, British	£1 00 Ordinary shares	100 00000		
5	LOVAT FUNDING (CAYMAN) LIMITED	Cayman Islands	£0 01 Ordinary shares	100 00000		
3	VINTRY HOLDINGS (UK) LIMITED	England	£0 01 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
4	VINTRY HOLDINGS (BVI) LIMITED	Virgin Islands, British	£1 00 Ordinary shares	100 00000		
5	VINTRY FUNDING (CAYMAN) LIMITED	Cayman Islands	£0 01 Ordinary shares	100 00000		
2	PRIMEWAY S A	Switzerland	CHF1,000 00 Chf 1,000 (Swiss Francs) shares	90 00000		
2	PRO FIDE ETABLISSEMENT	Liechtenstein	£ Sf shares	100 00000		The company no longer has an activity apart from placement of its capital and reserves It has unappropriated capital and reserves of CHF 5m
2	R F SPENCER AND COMPANY LIMITED	England	£1 00 Ordinary shares	100 00000		
2	RANELAGH NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	ANGLIAN HOME IMPROVEMENTS GROUP LIMITED #	England and Wales				
3	MCCARTHY & STONE LIMITED #	England and Wales				
3	POINT- ON - HOLDINGS LIMITED	England and Wales				
3	TRIPPER INVESTMENTS BV	Netherlands				
2	SALUTAIRE DEVELOPMENTS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	SCOTTISH WIDOWS CARDS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
2	SCOTTISH WIDOWS GROUP LIMITED	Scotland	£0 01 Ordinary shares	100 00000		
			£0 01 Preference shares	0 00000	100 00000	
3	LLOYDS TSB FINANCIAL SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
4	HILL SAMUEL INVESTMENT SERVICES GROUP LIMITED	England	£1 00 Ordinary shares	100 00000		
5	HILL SAMUEL INVESTMENT SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
5	HSLA RESIDUAL ASSETS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	SW (NO 3) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	SCOTTISH WIDOWS BANK plc #	Scotland	£1 00 Ordinary shares	100 00000		
3	SCOTTISH WIDOWS FINANCIAL SERVICES HOLDINGS #	Scotland	£0 01 Ordinary shares	100 00000		
4	SCOTTISH WIDOWS PLC #	Scotland	£1 00 Ordinary shares	100 00000		
5	ASSUREWEB LIMITED #	England	£0 25 Ordinary shares	9 19444	16 09033	Managed Externally
5	DALKEITH CORPORATION LLC	United States	US$ Ordinary Us $1 shares	100 00000		
6	LOTHIAN ROAD LLC	United States	US$ Ordinary Us $1 shares	100 00000		
6	MORRISON STREET LLC	United States	US$1 00 Ordinary shares	100 00000		
6	MURRAYFIELD LLC	United States	US$ Ordinary Us $1 shares	100 00000		
6	WAVERLEY BOCA LLC	United States	US$1 00 Ordinary shares	100 00000		
6	WAVERLEY FUND II INVESTOR LLC	United States	US$1 00 Ordinary shares	100 00000		
6	WAVERLEY FUND III INVESTOR LLC	United States	US$1 00 Ordinary shares	100 00000		
6	WAVERLEY WILSHIRE RODEO LLC	United States	US$1 00 Ordinary shares	100 00000		
5	DALROAD 1 plc #	England	£0 05 Ordinary shares	100 00000		
5	FONTVIEW LIMITED	England	£1 00 Ord shares	100 00000		
5	NEWFONT LIMITED	England	£1 00 Ord shares	100 00000		
5	PENSIONS MANAGEMENT (S W F) LIMITED	Scotland				Company limited by guarantee
6	PM NOMINEE 1 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
6	PM NOMINEE 2 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	PM NOMINEE 3 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	PM NOMINEE 4 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	PM NOMINEE 5 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	PM NOMINEE 6 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	PM NOMINEE 7 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	PM NOMINEE 8 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS (PORT HAMILTON) LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS ADMINISTRATION SERVICES LIMITED	England	£1 00 Ordinary shares	100 00000		
6	LTSBPPF NOMINEE 1 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	LTSBPPF NOMINEE 2 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	SALEN UK REAL ESTATE GP LLC	United States				Limited partnership
6	SALEN UK REAL ESTATE LP	United States				Limited partnership
6	VISION PARK MANAGEMENT LIMITED	England	£1 00 Ordinary shares	14 58333		
5	SCOTTISH WIDOWS ANNUITIES LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS INDUSTRIAL PROPERTIES EUROPE B V	Netherlands	€ Ordinary Euro €1 shares	100 00000		
6	EURL FRENCH INDUSTRIAL PREMISES HOLDING CO	France	€ Ordinary Euro €1 shares	100 00000		
7	SCI LISSES INVESTMENT CO #	France	€ Ordinary Euro €1 shares	1 00000	100 00000	
7	SCI LYON CHASSIEU INVESTMENT CO #	France	€ Ordinary Euro €1 shares	1 00000	100 00000	
7	SCI MITRY II INVESTMENT CO #	France	€ Ordinary Euro €1 shares	1 00000	100 00000	
7	SCI NEWCO 12 INVESTMENT CO - CARRIERE PERPETUAL #	France	€ Ordinary Euro €1 shares	1 00000	100 00000	
7	SCI NEWCO 13 INVESTMENT CO #	France	€ Ordinary Euro 1 shares	1 00000	100 00000	
7	SCI NEWCO 14 INVESTMENT CO #	France	€ Ordinary Euro 1 shares	1 00000	100 00000	
7	SCI NEWCO 15 INVESTMENT CO #	France	€ Ordinary Euro 1 shares	1 00000	100 00000	
7	SCI ORLY INVESTMENT CO #	France	€ Ordinary Euro €1 shares	1 00000	100 00000	
7	SCI ST THIBAULT INVESTMENT CO #	France	€ Ordinary Euro €1 shares	1 00000	100 00000	
7	SCI ST WITZ II INVESTMENT CO	France	€ Ordinary Euro €1 shares	1 00000		
7	SCI SWNEWCO 11 INVESTMENT CO - ST MICHEL SUR ORGE #	France	€ Ordinary Euro €1 shares	1 00000	100 00000	
6	EURL LISSES HOLDING CO	France	€ Ordinary Euro €1 shares	100 00000		
7	SCI LISSES INVESTMENT CO #	France	€ Ordinary Euro €1 shares	99 00000	100 00000	
6	EURL LYON CHASSIEU HOLDING CO	France	€ Ordinary Euro €1 shares	100 00000		
7	SCI LYON CHASSIEU INVESTMENT CO #	France	€ Ordinary Euro €1 shares	99 00000	100 00000	
6	EURL MITRY II HOLDING CO	France	€ Ordinary Euro €1 shares	100 00000		
7	SCI MITRY II INVESTMENT CO #	France	€ Ordinary Euro €1 shares	99 00000	100 00000	
6	EURL ORLY HOLDING CO	France	€ Ordinary Euro €1 shares	100 00000		
7	SCI ORLY INVESTMENT CO #	France	€ Ordinary Euro €1 shares	99 00000	100 00000	
6	EURL ST THIBAULT HOLDING CO	France	€ Ordinary Euro €1 shares	100 00000		
7	SCI ST THIBAULT INVESTMENT CO #	France	€ Ordinary Euro €1 shares	99 00000	100 00000	
6	EURL ST WITZ HOLDING CO	France	€ Ordinary Euro €1 shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
6	EURL SWNEWCO 11 HOLDING CO - ST MICHEL SUR ORGE	France	€ Ordinary Euro €1 shares	100 00000		
7	SCI SWNEWCO 11 INVESTMENT CO - ST MICHEL SUR ORGE #	France	€ Ordinary Euro €1 shares	99 00000	100 00000	
6	EURL SWNEWCO 12 HOLDING CO	France	€ Ordinary Euro €1 shares	100 00000		
7	SCI NEWCO 12 INVESTMENT CO - CARRIERE PERPETUAL #	France	€ Ordinary Euro €1 shares	99 00000	100 00000	
6	EURL SWNEWCO 13 HOLDING CO	France	€ Ordinary Euro 1 shares	100 00000		
7	SCI NEWCO 13 INVESTMENT CO #	France	€ Ordinary Euro 1 shares	99 00000	100 00000	
6	EURL SWNEWCO 14 HOLDING CO	France	€ Ordinary Euro 1 shares	100 00000		
7	SCI NEWCO 14 INVESTMENT CO #	France	€ Ordinary Euro 1 shares	99 00000	100 00000	
6	EURL SWNEWCO 15 HOLDING CO	France	€ Ordinary Euro 1 shares	100 00000		
7	SCI NEWCO 15 INVESTMENT CO #	France	€ Ordinary Euro 1 shares	99 00000	100 00000	
5	SCOTTISH WIDOWS INTERNATIONAL LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS PENSION TRUSTEES LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS PROPERTY MANAGEMENT LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS SERVICES LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS TRUSTEES LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS UNIT FUNDS LIMITED	Scotland	£1 00 Deferred shares	100 00000		
			£1 00 Ordinary shares	100 00000		
6	SWAMF (GP) LIMITED	England	£1 00 Ordinary shares	100 00000		
7	SACKVILLE TCI PROPERTY NOMINEE (1) LIMITED	England	£1 00 Ordinary shares	100 00000		
7	SWAMF NOMINEE (2) LIMITED	England	£1 00 Ordinary shares	100 00000		
6	SWUF NOMINEE 1 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	SWUF NOMINEE 2 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	SWUF NOMINEE 3 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
6	SWUF NOMINEE 4 LIMITED	Jersey	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS UNIT TRUST MANAGERS LIMITED	England	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS' FUND AND LIFE ASSURANCE SOCIETY	Scotland				Company limited by guarantee
5	STARFORT LIMITED	England	£1 00 Ord shares	100 00000		
5	SW NO 1 LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
3	SCOTTISH WIDOWS FUND MANAGEMENT LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
3	SCOTTISH WIDOWS INVESTMENT PARTNERSHIP GROUP LIMITED	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB INVESTMENTS LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	SCOTTISH WIDOWS INVESTMENT PARTNERSHIP LIMITED	England	£1 00 Ordinary shares	100 00000		
5	AIRPORT INDUSTRIAL GP LIMITED	England	£1 00 Ordinary shares	100 00000		
6	AIRPORT INDUSTRIAL NOMINEES B LIMITED	England	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
6	AIRPORT INDUSTRIAL NOMINEES C LIMITED	England	£1 00 Ordinary shares	100 00000		
6	AIRPORT INDUSTRIAL NOMINEES D LIMITED	England	£1 00 Ordinary shares	100 00000		
6	AIRPORT INDUSTRIAL NOMINEES LIMITED	England	£1 00 Ordinary £1 shares	100 00000		
6	GATWICK SITE NO 5 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	GATWICK SITE NO 5B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	GATWICK SITE NO 6 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	GATWICK SITE NO 6B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	GLASGOW SITE NO 1 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	GLASGOW SITE NO 2 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 3 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 3B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 4 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 4B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 5 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 5B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 6 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 6B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 7 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	HEATHROW SITE NO 8 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	STANSTED SITE NO 2 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	STANSTED SITE NO 2B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	STANSTED SITE NO 3 (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
6	STANSTED SITE NO 3B (CI) LIMITED	Jersey	£1 00 Ordinary shares	50 00000		
5	AIRPORT INDUSTRIAL LP	England				
5	BEDFONT LAKES BUSINESS PARK (GP1) LIMITED	England	£1 00 Ordinary shares	100 00000		
6	BLBP 1 LIMITED	England	£1 00 Ordinary shares	100 00000		
6	BLBP 2 LIMITED	England	£1 00 Ordinary shares	100 00000		
5	BEDFONT LAKES BUSINESS PARK (GP2) LIMITED	England	£1 00 Ordinary shares	100 00000		
6	BLBP 3 LIMITED	England	£1 00 Ordinary shares	100 00000		
6	BLBP 4 LIMITED	England	£1 00 Ordinary shares	100 00000		
5	BEDFONT LAKES BUSINESS PARK (NO1) LP	England				Limited partnership
5	BEDFONT LAKES BUSINESS PARK (NO2) LP	England				Limited partnership
5	GENERAL PRIVATE EQUITY LIMITED PARTNERSHIP	Scotland				Limited partnership
5	HEALTHCARE PRIVATE EQUITY LIMITED PARTNERSHIP	Scotland				Limited partnership
5	SCOTTISH WIDOWS PROPERTY PARTNERS (SPF) LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
5	SCOTTISH WIDOWS SMALL PROPERTY FUND LP	Scotland				Limited partnership
5	SWIP (LUXEMBOURG) S A R L	Luxembourg	€1,000 00 Euro 1,000 shares	100 00000		
6	SWIP HOLDINGS (LUXEMBOURG) S A R L	Luxembourg	€100 00 Euro 100 shares	100 00000		
7	EBPF HOLDINGS 1BV	Netherlands	€100 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
8	RANDOLPH SPAIN SL	Spain	€1 00 Ordinary shares	100 00000		
8	ROXBURY SPAIN SLU	Spain	€50 00 Ordinary shares	100 00000		
7	EBPF HOLDINGS 2 BV	Netherlands	€1 00 Ordinary shares	100 00000		
7	EBPF HOLDINGS 3BV	Netherlands	€1 00 Ordinary shares	100 00000		
7	EBPF OBJEKTGESELLSCHAFT BRAUNSCHWEIG GmbH	Germany	€1 00 Ordinary shares	100 00000		
7	EBPF OBJEKTGESELLSCHAFT NEU-ISENBURGH B-EINS GmbH	Germany	€1 00 Ordinary shares	100 00000		
7	EBPF OBJEKTGESELLSCHAFT NEU-ISENBURGH S-EINS GmbH	Germany	€1 00 Ordinary shares	100 00000		
7	EBPF OBJEKTGESELLSCHAFT NEU-ISENBURGH S-ZWEI GmbH	Germany	€1 00 Ordinary shares	100 00000		
7	EBPF OBJEKTGESELLSCHAFT TSMJE GmbH	Germany	€1 00 Ordinary shares	100 00000		
7	SOGUIA SOCIEDADE IMOBILIARIA S A	Portugal	€1 00 Ordinary shares	100 00000		
7	SWIP EBPF HOLDINGS (FRANCE) EURL	France	€100 00 Ordinary shares	100 00000		
8	LAZULITE SAS	France	€6 00 Ordinary shares	100 00000		
9	SCI LAZULITE	France	€2 50 Ordinary shares	100 00000		
5	UNITAIR GENERAL PARTNER LIMITED	England	£1 00 Ordinary-A shares	100 00000		
4	SWIP FUND MANAGEMENT LIMITED	England	£1 00 Ordinary shares	100 00000		
4	SWIP MULTI-MANAGER FUNDS LIMITED	England	£1 00 Ordinary shares	100 00000		
4	SWIP SAUDI ASSET MANAGEMENT #	Saudi Arabia	SAR10 00 Ordinary shares	1 00000	51 00000	
4	WAVERLEY GENERAL PRIVATE EQUITY LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
4	WAVERLEY HEALTHCARE PRIVATE EQUITY LIMITED	Scotland	£1 00 Ordinary shares	100 00000		
3	TARGET HOLDINGS LIMITED	England	£0 01 A Ordinary shares	100 00000		
			£1 00 B Ordinary shares	100 00000		
			£1 00 C Ordinary shares	100 00000		
			£1 00 Deferred shares	100 00000		
2	SHAREDEAL LIMITED	England	£1 00 Ordinary shares	100 00000		
2	SHORELINE LIMITED	England	£1 00 Ordinary shares	100 00000		
2	SOCIEDAD INVERSIONISTA ANGLO COLOMBIANO S A #	Colombia	£0 10 Of Cop 10 (Columbian Pesetas) shares	5 64406	99 98895	
2	TALBOT NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	THE AGRICULTURAL MORTGAGE CORPORATION PLC #	England	£1 00 Ordinary shares	99 99999	100 00000	This is a Commercial company
3	AMC (FARM FINANCE) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	AMC BANK LIMITED	England	£1 00 Ordinary shares	100 00000		
3	AMC HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	THREE COPTHALL AVENUE LIMITED #	England	£1 00 Ordinary shares	99 00000	100 00000	
2	TRAVELLERS CHEQUE ASSOCIATES LIMITED	England	£1 00 Ordinary shares	36 00000		
2	TRUSTCARD LIMITED	England	£1 00 Ordinary shares	100 00000		
2	TRUSTEE SAVINGS BANKS (HOLDINGS) LIMITED	England	£1 00 Non Voting shares	100 00000		
			£1 00 Ordinary shares	100 00000		
3	BOUNDARY BUSINESS CENTRE LIMITED	England	£1 00 Ordinary shares	100 00000		
3	COATE HOMES LIMITED	England	£1 00 Ordinary shares	100 00000		

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Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
3	HILL SAMUEL FINANCE (NO 20) LIMITED	England	£1 00 Ordinary shares	100 00000		
3	HILL SAMUEL FINANCE (NO 22) LIMITED	England	£1 00 Ordinary shares	100 00000		
2	TSB BANK LIMITED	England	£1 00 Ordinary shares	100 00000		
			£1 00 Special Rights Redeemable Pref shares	100 00000		
2	TSB BANK PROPERTIES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	GRESHAM NOMINEE 1 LIMITED	England	£1 00 Ordinary shares	100 00000		
3	GRESHAM NOMINEE 2 LIMITED	England	£1 00 Ordinary shares	100 00000		
2	TSB COMMERCIAL HOLDINGS LIMITED	England	£1 00 Ordinary shares	100 00000		
2	TSB DIRECT LIMITED	England	£1 00 Ordinary shares	100 00000		
3	LANGBOURN HOLDINGS LIMITED #	Guernsey	£1 00 Ordinary shares	0 00000	100 00000	
3	LLOYDS BANK (BLSA) #	England	£1 00 Ordinary shares	50 00000	100 00000	
3	LLOYDS TSB (GIBRALTAR) MANAGEMENT LIMITED #	Gibraltar	£1 00 Ordinary shares	1 00000	100 00000	
3	LLOYDS TSB BANK plc #	England				
3	LLOYDS TSB BANK TRUST CORPORATION (GIBRALTAR) LIMITED #	Gibraltar	£1 00 Ordinary shares	1 00000	100 00000	
3	LLOYDS TSB GLOBAL SERVICES PRIVATE LIMITED #	India	INR10 00 Equity shares	0 00119	100 00000	
3	LLOYDS TSB PACIFIC LIMITED #	Hong Kong	HKD1 00 Ordinary Of Hk$ 1 shares	0 00001	100 00000	
3	LONDONCARD S A COMERCIAL INMOBILIARIA Y FINANCIERA #	Argentina	£ Class A Arg$0 0001 shares	0 00000	100 00000	
			£ Class B Arg$0 0001 shares	0 27474	100 00000	
2	TSB ENGLAND & WALES LIMITED	England	£1 00 Ordinary shares	100 00000		
2	TSB GROUP NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
3	CLERICAL MEDICAL CLEVEDON LIMITED	England and Wales	£1 00 ORDINARY shares	100 00000		
3	CLERICAL MEDICAL FINANCE PLC #	England and Wales	£1 00 Ordinary shares	0 00044	100 00000	
3	CLERICAL MEDICAL FINANCIAL SERVICES LIMITED #	England and Wales	£1 00 Ordinary shares	0 00002	100 00000	
3	CLERICAL MEDICAL FORESTRY LIMITED #	England and Wales	£1 00 Ordinary shares	0 00001	100 00000	
3	CLERICAL MEDICAL LONDON LIMITED #	England and Wales	£1 00 Ordinary shares	0 00000	100 00000	
3	CLERICAL MEDICAL MANAGED FUNDS LIMITED #	England and Wales	£1 00 ORDINARY shares	0 00000	100 00000	
3	CLERICAL MEDICAL NARROW PLAIN LIMITED	England and Wales	£1 00 ORDINARY shares	100 00000		
3	CLERICAL MEDICAL PEP MANAGERS LIMITED #	United Kingdom	£1 00 Ordinary shares	0 00080	100 00000	
3	CLERICAL MEDICAL PROPERTIES LIMITED #	England and Wales	£1 00 ORDINARY shares	0 00005	100 00000	
3	CLERICAL MEDICAL SERVICES LIMITED #	England and Wales	£1 00 Ordinary shares	2 00000	100 00000	
3	COX & CO #	England	£1 00 Ordinary shares	25 00000	100 00000	
3	DALROAD 1 plc #	England	£0 05 Ordinary shares	0 00000	100 00000	
3	HBOS GI PLC #	England	£1 00 'A' ORDINARY shares	0 00000	100 00000	
			£1 00 'B' ORDINARY shares	0 00000	100 00000	
			£1 00 'C' Ordinary shares	0 00000	100 00000	
3	HBOS INTERNATIONAL FINANCIAL SERVICES HOLDINGS LIMITED #	England and Wales	£1 00 Ordinary shares	0 00000	100 00000	
3	HECM CUSTOMER SERVICES LIMITED #	England and Wales	£1 00 ORDINARY shares	0 00001	100 00000	
3	LLOYDS BANKING GROUP plc	Scotland	€0 25 7 875% Non-cumulative Callable Preference shares	100 00000		

= Company is multi-owned within group

Tier Levels 1 2 3 4 5 6 7 8 9 10	Company Name	Country of Incorporation	Class of Share	% of class of shares held by the parent company	% of class of shares held by the group (if different from the parent company)	Notes
			US$0 25 5 92% Non-Cumulative Fixed/Floating Rate Callable Preference shares	100 00000		
			US$0 25 6 413% Non-Cumulative Fixed/Floating Rate Callable Preference shares	100 00000		
			US$0 25 6 657% Non-Cumulative Fixed/Floating Rate Callable Preference shares	100 00000		
			US$0 25 7 875% Non-Cumulative Callable Preference shares	100 00000		
			US$0 25 Fixed/Floating Rate Non-Cumulative Callable Preference shares	100 00000		
4	LBG CAPITAL HOLDINGS LIMITED	England and Wales	£1 00 Ordinary shares	100 00000		
5	LBG CAPITAL NO 2 PLC	England	£1 00 Ordinary shares	100 00000		
5	LBG CAPITAL NO 1 PLC	England	£1 00 Ordinary shares	100 00000		
4	LLOYDS TSB BANK plc #	England				
3	LLOYDS TSB BANK INSURANCE COMPANY LIMITED #	Guernsey	£1 00 Ordinary shares	0 00001	100 00000	
3	LLOYDS TSB BANK plc #	England				
3	LLOYDS TSB FILM DISTRIBUTION COMPANY #	England	£1 00 Ordinary shares	1 00000	100 00000	
3	LLOYDS TSB SCOTLAND plc #	Scotland	£1 00 Ordinary shares	0 00000	100 00000	
			£1 00 Preference shares	0 00000	100 00000	
3	P E G INVESTMENT COMPANY LIMITED #	England and Wales	£0 05 ORDINARY shares	0 10000	100 00000	
3	SCOTTISH WIDOWS BANK plc #	Scotland	£1 00 Ordinary shares	0 00000	100 00000	
3	SCOTTISH WIDOWS FINANCIAL SERVICES HOLDINGS #	Scotland	£0 01 Ordinary shares	0 00000	100 00000	
3	SCOTTISH WIDOWS PLC #	Scotland	£1 00 Ordinary shares	0 00000	100 00000	
3	ST ANDREW'S GROUP PLC #	England	£1 00 ORDINARY shares	0 00000	100 00000	
3	ST ANDREW'S INSURANCE PLC #	England	£1 00 ORDINARY shares	0 00000	100 00000	
3	ST ANDREW'S LIFE ASSURANCE PLC #	England	£1 00 ORDINARY shares	0 00000	100 00000	
3	ST MARY'S COURT INVESTMENTS #	England	£1 00 Ordinary shares	0 00001	100 00000	
3	THE AGRICULTURAL MORTGAGE CORPORATION PLC #	England	£1 00 Ordinary shares	0 00001	100 00000	This is a Commercial company
3	THREE COPTHALL AVENUE LIMITED #	England	£1 00 Ordinary shares	1 00000	100 00000	
2	TSB HILL SAMUEL BANK HOLDING COMPANY LIMITED	England	£0 25 Ordinary shares	100 00000		
2	TSB SERVICES (NO 2) LIMITED	England	£1 00 10% Non Cumulative Pref shares	100 00000		
			£1 00 Ordinary shares	100 00000		
2	TSB SERVICES (NO 3) LIMITED	England	£1 00 Ordinary shares	100 00000		
2	TSB SERVICES (NO 4) LIMITED	England	£1 00 10% Non Cumulative Pref shares	100 00000		
			£1 00 Ordinary shares	100 00000		
2	UNITED DOMINIONS PROPERTY TRUST LIMITED	England	£1 00 Ordinary shares	100 00000		
2	UPSAALA LIMITED	Ireland	€1 27 Ordinary shares	100 00000		
2	VOCALINK HOLDINGS LIMITED #	England and Wales	£1 00 Deferred shares	18 22219	27 11109	

= Company is multi-owned within group

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 Ordinary shares	19 05468	33 47291	
2 WARD NOMINEES (ABINGDON) LIMITED	England	£1 00 Ordinary shares	100 00000		
2 WARD NOMINEES (BIRMINGHAM) LIMITED	England	£1 00 Ordinary shares	100 00000		
2 WARD NOMINEES (BRISTOL) LIMITED	England	£1 00 Ordinary shares	100 00000		
2 WARD NOMINEES (MAYFAIR) LIMITED	England	£1 00 Ordinary shares	100 00000		
2 WARD NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2 WEST NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		
2 WESTOVER NOMINEES LIMITED	England	£1 00 Ordinary shares	100 00000		

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