

CAPITAL 1945 LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
31 DECEMBER 2013

Registered office

Charterhall House
Charterhall Drive
Chester
CH88 3AN

Registered number

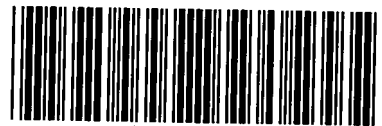
392902

Directors

P Gittins
HBOS Directors Limited

Company Secretary

Lloyds Secretaries Limited



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17/06/2014

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COMPANIES HOUSE

Member of Lloyds Banking Group

CAPITAL 1945 LIMITED

REGISTERED NUMBER: 392902

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

Principal activities and business review

Capital 1945 Limited ("the Company") is a limited company incorporated and domiciled in England and Wales.

During the year ended 31 December 2013, the Company did not trade or incur any liabilities and consequently has made neither profit nor loss.

Directors

The names of the present directors of the Company are shown on the cover.

The following change has been made during the year:

P Gittins (appointed 5 July 2013)

Directors' indemnities

Lloyds Banking Group plc has granted to the Directors of the Company, a deed of indemnity through deed poll which constituted 'qualifying third party indemnity provisions' for the purposes of the Companies Act 2006. The deed was in force during the whole of the financial year and at the date of approval of the financial statements (or from the date of appointment in respect of the Director who joined the Board of the Company during the financial year). The indemnity remains in force for the duration of a Director's period of office. The deed indemnifies the Directors to the maximum extent permitted by law. The Deed for existing Directors is available for inspection at the registered office of Lloyds Banking Group plc. In addition, the Group has in place appropriate Directors and Officers Liability Insurance cover which was in place throughout the financial year.

On behalf of the board



P Gittins
Director

13 June 2014

CAPITAL 1945 LIMITED

BALANCE SHEET AT 31 DECEMBER 2013

	Note	2013 £m	2012 £m
Total assets		-	-
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Equity			
Share capital	2	70	70
Share premium		3	3
Statutory reserve	3	(73)	(73)
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Total equity		-	-
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For the year ended 31 December 2013, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 (the "Act") relating to dormant companies.

Directors' responsibilities:

- The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirement of the Act with respect to accounting records and the preparation of accounts.

The financial statements on pages 2 to 4 were approved by the board of directors on 13 JUNE 2014 and signed on its behalf by



P Gittins
Director

The accompanying notes are an integral part of the financial statements.

CAPITAL 1945 LIMITED

Notes to the financial statements for the year ended 31 December 2013

1. Accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. The financial statements have been prepared under the historical cost convention, in compliance with the requirements of the Companies Act 2006 and in accordance with applicable International Financial Reporting Standards (IFRS). There are no accounting policies where the use of assumptions and estimates are determined to be significant to the financial statements.

A Statement of comprehensive income, a Statement of changes in equity and a Cash flow statement are not presented in these financial statements as these would show £nil amounts for the current and preceding financial years.

2. Share capital

	2013	2012
	£m	£m
Allotted, issued and fully paid:		
70,400,000 ordinary shares of £1 each	70	70

At 31 December 2013 1 ordinary share is owned by Bank of Scotland Central Nominees Limited and 70,399,999 ordinary shares are owned by Bank of Scotland Limited.

3. Statutory reserve

	2013	2012
	£m	£m
Statutory reserve	73	73

The statutory reserve deficit arises on the transfer of the assets and liabilities under the HBOS Group Reorganisation in 2007.

CAPITAL 1945 LIMITED

Notes to the financial statements for the year ended 31 December 2013 (continued)

4. Related party transactions

The Company's immediate parent company is Bank of Scotland plc (incorporated in Scotland). The company regarded by the directors as the ultimate parent company is Lloyds Banking Group plc (incorporated and domiciled in Scotland) which is also the parent undertaking of the largest group of undertakings for which group financial statements are drawn up and of which the Company is a member. Bank of Scotland plc is the parent undertaking of the smallest such group of undertakings. Copies of the group financial statements of both companies may be obtained from Group Secretariat, Lloyds Banking Group plc, 25 Gresham Street, London EC2V 7HN.

The Company's related parties include other companies in the Lloyds Banking Group, pension schemes of the Company's ultimate parent company and the Company's key management personnel. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, which is determined to be the Company's directors.

There were no transactions between the Company and key management personnel during the current or preceding year.

Key management personnel are employed by other companies in the Lloyds Banking Group and consider that their services to the Company are incidental to their other activities within the group.