

KINGSTAR LEASING LIMITED

**ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2012**

Registered office

25 Gresham Street
London EC2V 7HN

Registered number

01582256

Directors

R J Eddowes
I Lomas
G Ferguson

Company Secretary

P Gittins

Member of Lloyds Banking Group



KINGSTAR LEASING LIMITED

**ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2012**

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KINGSTAR LEASING LIMITED

REPORT OF THE DIRECTORS

The directors present their report together with the audited financial statements of the Company for the year ended 31 August 2012

Business review, principal activities and future outlook

Since the assignment of lease agreements to Lloyds TSB Commercial Finance Scotland Limited in 2010 there has been little in the way of financial activity on which to report

The loss before tax for the year ended 31 August 2012 amounted to £9 (2011 £10) as set out in the statement of comprehensive income on page 6

The Company is aiming to secure dormancy status (and ultimately liquidation) as soon as possible

Principal risks and uncertainties

The principal risks and uncertainties of the Company are closely aligned to those of Lloyds Banking Group plc and are not managed separately

Financial risk management

Disclosure of the Company's financial risk management objectives and policies is given in note 13 to the financial statements

Key performance indicators (KPI's)

Given the straightforward nature of the business, the directors are of the opinion that analysis using KPI's is not necessary for an understanding of the development, performance or position of the Company's business

Dividends

During the year ended 31 August 2012 no ordinary dividends were paid by the Company (2011 £1,600,000)

The directors are considering paying a dividend to clear distributable reserves after the year end

Directors

The names of the directors who were in office during the year and up to the date of signing these financial statements are shown on page 1

Directors' indemnities

The directors have the benefit of a deed of indemnity which constitutes a "qualifying third party indemnity provision" These deeds are in force during the whole of the financial year The indemnities remain in force at the date of signing these financial statements Deeds for existing directors are available for inspection at the registered office of Lloyds Banking Group plc

KINGSTAR LEASING LIMITED

REPORT OF THE DIRECTORS (continued)

Statement of directors' responsibilities

The directors are responsible for preparing the directors' report and financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under Company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- state whether applicable International Financial Reporting Standards (IFRSs) as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements,

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to independent auditors


Each person who is a director at the date of approval of this report confirms that

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent auditors

PricewaterhouseCoopers LLP are deemed to be re-appointed as auditors under section 487(2) of the Companies Act 2006.

On behalf of the board



I Lomas
Director

Date 22/01/2013

KINGSTAR LEASING LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF KINGSTAR LEASING LIMITED

We have audited the financial statements of Kingstar Leasing Limited for the year ended 31 August 2012 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity, the Statement of Cash Flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 August 2012 and of its loss and cash flows for the year then ended,
- have been properly prepared in accordance with IFRSs as adopted by the European Union, and
- have been prepared in accordance with the requirements of the Companies Act 2006

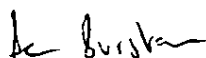
Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit



Ben Burston (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

Date 22/01/2013

KINGSTAR LEASING LIMITED**STATEMENT OF COMPREHENSIVE INCOME**

For the year ended 31 August 2012

	Note	2012 £	2011 £
Interest receivable		-	-
Interest payable		(9)	(10)
Net interest expense	3	<u>(9)</u>	<u>(10)</u>
Other operating expenses		-	-
Loss before tax	4	<u>(9)</u>	<u>(10)</u>
Tax	5	-	-
Loss for the year attributable to owners of the company and being total comprehensive expense		<u>(9)</u>	<u>(10)</u>

All activities are classified as discontinuing

The notes on pages 10 to 17 are an integral part of these financial statements

KINGSTAR LEASING LIMITED**BALANCE SHEET**

As at 31 August 2012

	Note	2012 £	2011 £
ASSETS			
Non current assets		-	-
		<u>-</u>	<u>-</u>
Current assets			
Other receivables	7	104,595	104,604
Total assets		<u>104,595</u>	<u>104,604</u>
LIABILITIES			
Current liabilities			
Other payables	9	161	161
Total liabilities		<u>161</u>	<u>161</u>
EQUITY			
Share capital	10	39	39
Retained profits		104,395	104,404
Total equity		<u>104,434</u>	<u>104,443</u>
Total equity and liabilities		<u>104,595</u>	<u>104,604</u>

The notes on pages 10 to 17 are an integral part of these financial statements

The financial statements on pages 6 to 17 were approved by the Board of Directors and were signed on its behalf by


T Lomas
Director

Date 22/01/2013

Company registered number 01582256

KINGSTAR LEASING LIMITED**STATEMENT OF CHANGES IN EQUITY**

For the year ended 31 August 2012

	Share capital £	Retained profits £	Total £
At 1 September 2010	39	1,704,414	1,704,453
Loss for the year and total comprehensive expense for 2011	-	(10)	(10)
Dividend paid to ordinary shareholder (note 17)	-	(1,600,000)	(1,600,000)
At 31 August 2011	39	104,404	104,443
Loss for the year and total comprehensive expense for 2012	-	(9)	(9)
At 31 August 2012	39	104,395	104,434

The notes on pages 10 to 17 are an integral part of these financial statements

KINGSTAR LEASING LIMITED**STATEMENT OF CASH FLOWS**

For the year ended 31 August 2012

	2012 £	2011 £
Cash flows from operating activities		
Loss on ordinary activities before tax	(9)	(10)
Adjustments for		
Interest expense	9	10
Decrease in other receivables	9	1,582,465
	<hr/>	<hr/>
Cash generated from operating activities	9	1,582,465
Interest paid – preference dividend	(9)	(10)
Group relief received	-	17,545
	<hr/>	<hr/>
Net cash from operating activities	-	1,600,000
	<hr/>	<hr/>
Cash flows from financing activities		
Dividend paid to ordinary shareholder	-	(1,600,000)
	<hr/>	<hr/>
Net cash reduction from financing activities	-	(1,600,000)
Net increase in cash and cash equivalents	-	-
Cash and cash equivalents at beginning of year	-	-
	<hr/>	<hr/>
Cash and cash equivalents at end of year	-	-
	<hr/>	<hr/>

The notes on pages 10 to 17 are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1. General information

The Company is a private limited company incorporated and domiciled in England and Wales

2. Accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

These financial statements are prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union, IFRIC Interpretations and the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006, as applied to the Company and applicable accounting standards in the United Kingdom. Following the assignment out of all remaining lease agreements in 2010, the Company has effectively ceased trading and so the going concern basis is no longer considered appropriate. All costs to wind-up the Company will be borne by the parent company and so no provision has been made in these financial statements.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. There are no areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements.

Details of standards and interpretations relevant to the Company but not effective at 31 August 2012 and not applied in preparing these financial statements are set out in note 15.

The financial statements have been prepared under the revised disclosure requirements of IAS 1 (revised) "Presentation of financial statements". The application of this revised standard, which affects presentation only, has not had any impact for amounts recognised in these financial statements.

2.2 Financial assets and liabilities

Financial assets comprise amounts due from the immediate parent company. Financial liabilities comprise of preference shares.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences any residual interest in the assets of the entity after deducting all of its financial liabilities. Financial liabilities, in this case preference shares, are recognised initially at fair value, net of transaction cost incurred and the balances are subsequently stated at amortised cost.

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are derecognised when the rights to receive cash flows, or obligations to pay cash flows, have expired.

KINGSTAR LEASING LIMITED

NOTES TO THE FINANCIAL STATEMENTS

2.3 Tax

Current tax which is payable on taxable profits is recognised as an expense in the period in which the profits arise

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates that have been enacted or substantively enacted by the balance sheet date that are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised where it is probable that future taxable profit will be available against which the temporary differences can be utilised. The tax effect of losses available for carry forward are recognised as an asset when it is probable that future taxable profits will be available against which these losses can be utilised.

Deferred tax assets and liabilities are offset when they arise in the same tax reporting group and where there is a legal right of offset and the intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

3. Net interest expense

	2012 £	2011 £
Interest and similar income		
Finance lease interest	-	-
	<hr/>	<hr/>
	-	-
Interest and similar charges		
Preference share interest (note 6, 12)	(9)	(10)
	<hr/>	<hr/>
	(9)	(10)
Net interest expense	<hr/>	<hr/>
	(9)	(10)

4. Loss before tax

The loss before tax for the year ended 31 August 2012 amounted to £9 (2011 £10) as set out in the statement of comprehensive income on page 6.

Audit fees of £900 (2011 £1,500) are borne by Lloyds TSB Commercial Finance Limited.

All costs associated with the running and administration of this company are borne by other companies within the Lloyds Banking Group.

There were no employees during the year (2011 nil). Employee's contracts of service are with Lloyds TSB Commercial Finance Limited and their remuneration is included in that company's financial statements.

No remuneration was paid or is payable by the Company to the directors. The directors are employed by other companies in the Lloyds Banking Group and consider their services to this Company as incidental to their other activities within the group.

KINGSTAR LEASING LIMITED

NOTES TO THE FINANCIAL STATEMENTS

5. Tax

	2012 £	2011 £
a) Analysis of charge for the year		
The charge for tax is made up as follows		
UK Corporation tax		
- Group relief payable	-	-
- Adjustment in respect of prior years	-	-
Total current tax	<u>-</u>	<u>-</u>
Deferred tax		
Origination and reversal of timing differences	-	-
Prior year adjustment	-	-
Total deferred tax (note 8)	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>

b) Factors affecting the tax charge for the year

The tax assessed for the year is different than the standard rate of corporation tax in the UK at 25.2% (2011: 27.2%)

The differences are explained below

	2012 £	2011 £
Loss before tax	(9)	(10)
Tax charge thereon at UK corporation tax rate of 25.2% (2011: 27.2%)	(3)	(3)
Effects of		
- Capital allowances for period in excess of depreciation	-	-
- Expenses not deductible for tax purposes	3	3
- Tax on Capital Allowances for period in excess of depreciation	-	-
- Effect of change in DT rate	-	-
Total current tax charge for the period	<u>-</u>	<u>-</u>

6. Preference share interest

	2012 £	2011 £
Non-equity – Preference		
Paid 1.5p (2011: 1.5p) per share (note 3, 12)	<u>9</u>	<u>10</u>

KINGSTAR LEASING LIMITED

NOTES TO THE FINANCIAL STATEMENTS

7. Other receivables

	2012	2011
	£	£
Amounts falling due within one year		
Amounts due from immediate parent company (note 12)	104,595	104,604
	<u>104,595</u>	<u>104,604</u>

Amounts due are unsecured, repayable on demand and non-interest bearing

8. Deferred income tax

The movement in the net deferred tax asset is as follows

	2012	2011
	£	£
At 1 September	-	-
Current year origination of timing differences	-	-
Prior year origination of timing differences	-	-
Effect of change in tax rate	-	-
Transfer to parent company	-	-
At 31 August	<u>-</u>	<u>-</u>

On 23 March 2011, the government announced that the corporation tax rate applicable from 1 April 2011 would be 26%. This change passed into legislation on 29 March 2011. In addition, the Finance Act 2011, which passed into law on 19 July 2011, included legislation to reduce the main rate of corporation tax from 26% to 25% with effect from 1 April 2012.

On 21 March 2012, it was announced that there would be a further reduction in the rate of corporation tax to 24% with effect from 1 April 2012. This further reduction was enacted under the Provisional Collection of Taxes Act 1968 on 26 March 2012. The Finance Act 2012 which passed into law on 3 July 2012, included legislation to reduce the main rate of corporation tax from 24% to 23% with effect from 1 April 2013.

KINGSTAR LEASING LIMITED

NOTES TO THE FINANCIAL STATEMENTS

9. Other payables

	2012	2011
	£	£
Amounts falling due within one year		
Preference shares (note 12)	161	161
	161	161
Preference shares		
<u>6% non-cumulative preference shares of 25p each</u>		
Authorised, allotted, called up and fully paid	<u>161</u>	<u>161</u>

The preference shares carry the rights to a dividend of 6% per annum, payable half yearly on 20 May and 20 November. The dividend rights are non-cumulative. On a return of assets, whether in a winding up or otherwise, there is a right to a return of capital paid up on the 6% preference shares in priority over the holders of the non-voting ordinary shares, but no further right to participate in profits or assets. The preference shares carry the right to receive notice of and to attend and vote in person on a show of hands at every general meeting and the right to one vote per 6% preference share on a poll thereafter.

Preference shares are classed as liabilities and included within other payables. Preference dividends are recognised as interest expense. Ownership is held by Lloyds TSB Commercial Finance Scotland Limited.

10. Share capital

	2012	2011
	£	£
Ordinary shares of 25p each		
Authorised	839	839
Allotted, called up and fully paid	39	39

Ownership of the issued ordinary share capital of the Company is held by Lloyds TSB Commercial Finance Limited.

11. Ultimate parent company

The immediate parent company of Kingstar Leasing Limited at 31 August 2012 is Lloyds TSB Commercial Finance Scotland Limited.

The Company regarded by the directors as the ultimate parent company is Lloyds Banking Group plc, 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. Lloyds TSB Bank plc was at the balance sheet date the parent undertaking of the smallest such group of undertakings.

Copies of the financial statements of Lloyds TSB Commercial Finance Scotland Limited are available from 110 St Vincent Street, Glasgow G2 4QR.

Copies of the financial statements of Lloyds TSB Commercial Finance Limited are available from No 1 Brookhill Way, Banbury, OX16 3EL.

Copies of the ultimate parent company's financial statements are available from the Company Secretary's Department, Lloyds Banking Group plc, 25 Gresham Street, London, EC2V 7HN.

NOTES TO THE FINANCIAL STATEMENTS

12. Related party transactions

A number of transactions are entered into with related parties in the normal course of business. The outstanding balances at the year end and related expense for the year are as follows

	2012 £	2011 £
Lloyds TSB Commercial Finance Scotland Limited		
<u>Balance outstanding at 31 August</u>		
Other receivables (note 7)	104,595	104,604
Other payables (note 9)	(161)	(161)
<u>Transactions for the year ended 31 August</u>		
Preference share interest (note 3, 6)	9	10

Directors and key management personnel

Key management personnel are those persons having authority and responsibility for planning and controlling the activities of the Company. Accordingly, key management comprise the directors of the Company and the members of the Lloyds TSB Commercial Finance Limited board which comprises the statutory directors of that company and certain other senior management. There were no transactions between the Company and key management personnel during the current or preceding year. Also there was no remuneration paid to key management personnel during the current or preceding year.

13. Financial Risk Management

The Company has now ceased trading and therefore it is no longer subject to any financial risks.

A description of the financial assets and liabilities and associated accounting is provided in note 2.2

13.1 Credit risk

Credit risk associated with amounts due from the immediate parent company is considered minimal.

13.2 Liquidity risk

Liquidity risk is the risk that the Company is unable to meet its obligations as they fall due.

Since the assignment to Lloyds TSB Commercial Finance Scotland Limited there are no external liabilities, hence there is minimal liquidity risk.

13.3 Interest rate risk

Interest rate risk is the risk of financial loss as the result of movements in interest rates and arises largely because of timing differences between the re-pricing of financial assets and liabilities.

Interest rate risk relating to preference interest paid to the immediate parent company is considered minimal.

NOTES TO THE FINANCIAL STATEMENTS

13.4 Fair values of financial assets and liabilities

Financial instruments include financial assets and financial liabilities. The fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. There is no difference between the fair value and carrying value of financial assets and liabilities.

Financial assets in this context are amounts due from Lloyds TSB Commercial Finance Scotland Limited. The accounting policy for such financial instruments is explained in note 2.2.

Financial liabilities in this context are preference shares held by Lloyds TSB Commercial Finance Scotland Limited. The accounting policy for such financial instruments is explained in note 2.2.

13.5 Market risk

The Company is not subject to market risk as all remaining lease agreements were assigned to Lloyds TSB Commercial Finance Scotland Limited, during 2010.

14. Capital management

The Company's objectives when managing capital are to safeguard the entity's ability to continue as a going concern, and indirectly, to support the Lloyds Banking Group's regulatory capital requirements.

The Company's parent manages the Company's capital structure and advises the board to consider making adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company's parent may adjust the amount of dividends to be paid to shareholders, return capital to shareholders, issue new shares, or sell assets.

The Company's capital comprises all components of equity, movements in which appear in the statement of changes in equity on page 8.

NOTES TO THE FINANCIAL STATEMENTS

15 Future accounting developments

The following pronouncements will be relevant to the Company but were not effective at 31 August 2012 and have not been applied in preparing these financial statements

Pronouncement	Nature of change	Effective date
IFRS 9 Financial Instruments Classification and Measurement 1 & 2	Replaces those parts of IAS 39 Financial Instruments Recognition and Measurement relating to the classification, measurement and derecognition of financial assets and liabilities. Requires financial assets to be classified into two measurement categories, fair value and amortised cost, on the basis of the objectives of the entity's business model for managing its financial assets and the contractual cash flow characteristics of the instrument. The available-for-sale financial asset and held-to-maturity categories in existing IAS 39 will be eliminated. The requirements for financial liabilities and derecognition are broadly unchanged from IAS 39.	Annual periods beginning on or after 1 January 2015

1 At the date of this report, this pronouncement was awaiting EU endorsement

2 IFRS 9 is the initial stage of the project to replace IAS 39. Future stages are expected to result in amendments to IFRS 9 to deal with changes to the impairment of financial assets measured at amortised cost and hedge accounting.

The full impact of this pronouncement is being assessed by the Company. However, the initial view is that none of these pronouncements are expected to cause any material adjustments to the reported numbers in the financial statements.

16. Post balance sheet events

The company redeemed its preference share capital on 31 October 2012 out of distributable reserves thus changing the immediate parent company from Lloyds TSB Commercial Finance Scotland Limited to Lloyds TSB Commercial Finance Limited. The Company is aiming to secure dormancy status (and ultimately liquidation) as soon as possible.

On 5 December 2012, the government announced that the corporation tax rate from 1 April 2014 would be reduced to 21%.

17. Dividends per share

During the year ended 31 August 2012 no dividends were paid by the Company (2011 £1,600,000 at £10,256 per share).

The directors are considering paying a dividend to clear distributable reserves after the year end.