

SOUTHERN MORTGAGE CORPORATION LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
31 DECEMBER 2013

Registered office

Trinity Road
Halifax
West Yorkshire
HX1 2RG

Registered number

1849640

Directors

M S Dolman
I G Stewart

Company Secretary

Lloyds Secretaries Limited



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09/04/2014

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COMPANIES HOUSE

Member of Lloyds Banking Group

SOUTHERN MORTGAGE CORPORATION LIMITED

REGISTERED NUMBER: 1849640

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

Principal activities and business review

Southern Mortgage Corporation 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 changes have taken place during the year

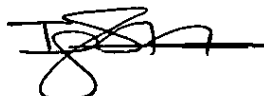
M S Dolman (appointed 8 July 2013)

P White (resigned 8 July 2013)

Directors' indemnities

Lloyds Banking Group plc has granted to the Directors of the Company, (including former directors who retired during the year), 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). Directors no longer in office but who served on the Board of the Company at any time in the financial year had the benefit of this contract of indemnity during that period of service. 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



I G Stewart
Director

8th April 2014

SOUTHERN MORTGAGE CORPORATION LIMITED

BALANCE SHEET AT 31 DECEMBER 2013

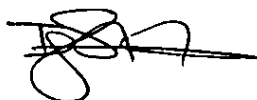
	Note	2013 £	2012 £
Assets			
Amounts due from other group undertakings	2	1,000	1,000
<hr/>			
Total assets		1,000	1,000
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Equity			
Share capital	3	1,000	1,000
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Total equity		1,000	1,000
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For 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 8th April 2014 and signed on its behalf by



I G Stewart
Director

The accompanying notes are an integral part of the financial statements

SOUTHERN MORTGAGE CORPORATION 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. Assets: Amounts due from other group undertakings

	2013 £	2012 £
Due from parent undertaking		
At 1 January and 31 December	1,000	1,000

Representing

Bank of Scotland plc

Amounts due from other group undertakings are non-interest bearing and are repayable on demand. The fair value of Amounts due from other group undertakings is equal to its carrying amount. No provisions have been recognised in respect of Amounts due from other group undertakings.

3. Share capital

	2012 £	2011 £
Allotted, issued and fully paid		
10 ordinary shares of £1 each	10	10
40 preference shares of £1 each	40	40
50 5% non cumulative preference 'A' shares of £1 each	50	50
900 1% non cumulative preference 'B' shares of £1 each	900	900
	1,000	1,000

SOUTHERN MORTGAGE CORPORATION LIMITED

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

3. Share capital (continued)

The authorised share capital of the Company was £1,000 divided into 10 ordinary shares of £1 each, 40 preference shares of £1 each, 50 5% non cumulative preference 'A' shares of £1 each and 900 1% non cumulative preference 'B' shares of £1 each

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