

GRESHAM NOMINEE 2 LIMITED

**REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2009**

Registered office

25 Gresham Street
London
EC2V 7HN

Registered number

4336799

Directors

P W Baker
N P Waring



Member of Lloyds Banking Group

GRESHAM NOMINEE 2 LIMITED

REGISTERED NUMBER: 4336799

DIRECTORS' REPORT

Principal activities and business review

During the year ended 31 December 2009, Gresham Nominees 2 Limited ("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 to directors took place during the year

M K Beadle	(resigned 2 January 2009)
H D C Stebbing	(resigned 30 January 2009)
N P Waring	(appointed 16 February 2009)
J R Pike	(appointed 16 February 2009, resigned 23 April 2009)
P W Baker	(appointed 29 April 2009)

On behalf of the board



P W Baker

Director

2010

GRESHAM NOMINEE 2 LIMITED

BALANCE SHEET AT 31 DECEMBER 2009

	Note	2009 £	2008 £
Current assets			
Amounts owed by other group companies	2	1	1
Net assets		<u>1</u>	<u>1</u>
Equity			
Share capital	3	1	1
Total equity		<u>1</u>	<u>1</u>

For the year ended 31 December 2009, 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 and signed on its behalf by


P W Baker
Director

The accompanying notes are an integral part of the financial statements

GRESHAM NOMINEE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

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 Act 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 statement of cashflows are not presented in these financial statements as these would show nil amounts for the current and preceding financial years.

2. Current assets: amounts owed by other group companies

	2009 £	2008 £
Owed by parent companies		
At 1 January and 31 December	<u>1</u>	<u>1</u>

Representing

TSB Bank Properties Limited

Amounts owed by other group companies are non-interest bearing and are repayable on demand. The fair value of amounts owed by other group companies is equal to their carrying amounts. No provisions have been recognised in respect of amounts owed by other group companies.

GRESHAM NOMINEE 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009 (continued)

3. Share capital

	2009 £	2008 £
Authorised: 100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
Allotted and issued fully paid 1 ordinary share of £1 each	<u>1</u>	<u>1</u>

4. Related party transactions

The Company's immediate parent company is TSB Bank Properties Limited. The company regarded by the directors as the ultimate parent company is Lloyds Banking Group plc, a limited liability company incorporated and domiciled in Scotland, which is also the parent undertaking of the largest group of undertakings for which group accounts are drawn up and of which the Company is a member. Lloyds TSB Bank plc is the parent undertaking of the smallest such group of undertakings. Copies of the group accounts of both companies may be obtained from the company secretary's office, 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.