In accordance with Section 708 of the Companies Act 2006.

DON'T STAPLE

SH06
Notice of cancellation of shares

Diligent Entities

✓ **What this form is for**
You may use this form to give notice of a cancellation of shares by a limited company on purchase

✗ **What this form is NOT for**
You cannot use this form to give notice of a cancellation of shares held by a public company under section 663 of the Companies Act 2006. To do this, please use form SH07.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number: S C 0 9 5 0 0 0

Company name in full: LLOYDS BANKING GROUP plc

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Date of cancellation

Date of cancellation: d1 d1 m1 m0 y2 y0 y2 y2

3 Shares cancelled

Class of shares (E.g. Ordinary/Preference etc.)	Number of shares cancelled	Nominal value of each share
Ordinary	22,672,207	£0.10

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4 Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's share capital immediately following the cancellation.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	**Class of shares** E.g. Ordinary/Preference etc.	**Number of shares**	**Aggregate nominal value** (£, €, $, etc) Number of shares issued multiplied by nominal value	**Total aggregate amount unpaid, if any** (£, €, $, etc) Including both the nominal value and any share premium
Currency table A				
GBP	See attached schedule			
Totals				
Currency table B				
USD	See attached schedule			
Totals				
Currency table C				
Totals				

	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
Totals (including continuation pages)	67,630,615,303	£6,814,565,065.80 + US$21,654.25	£0.00 + US$0.00

❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + $10 etc.

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5 Statement of capital (prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

Class of share	6% Non-Cumulative Redeemable Preference
Prescribed particulars ❶	See attached schedule
Class of share	6.475% Non-Cumulative Preference
Prescribed particulars ❶	See attached schedule
Class of share	9.25% Non-Cumulative Irredeemable Preference
Prescribed particulars ❶	See attached schedule

❶ Prescribed particulars of rights attached to shares
The particulars are:
a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Continuation pages
Please use a Statement of Capital continuation page if necessary.

6 Signature

I am signing this form on behalf of the company.

Signature

Signature
X  X

This form may be signed by:
Director❷, Secretary, Person authorised❸, Administrator , Administrative receiver, Receiver, Receiver manager, CIC manager.

❷ 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.

❸ Person authorised
Under either section 270 or 274 of the Companies Act 2006.

In accordance with Section 708 of the Companies Act 2006.

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Notice of cancellation of shares

4 Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	**Class of shares** E.g. Ordinary/Preference etc.	**Number of shares**	**Aggregate nominal value** (£, €, $, etc) Number of shares issued multiplied by nominal value	**Total aggregate amount unpaid, if any** (£, €, $, etc) Including both the nominal value and any share premium
GBP	6% Non-Cumulative Redeemable Preference	400	£100.00	
GBP	6.475% Non-Cumulative Preference	47,273,816	£11,818,454.00	
GBP	9.25% Non-Cumulative Irredeemable Preference	252,510,147	£63,127,536.75	
GBP	9.75% Non-Cumulative Irredeemable Preference	43,630,285	£10,907,571.25	
GBP	Ordinary	67,287,114,038	£6,728,711,403.80	
	Totals	67,630,528,686	£6,814,565,065.80	£0.00

In accordance with Section 708 of the Companies Act 2006.

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Notice of cancellation of shares

4 Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	**Class of shares** E.g. Ordinary/Preference etc.	**Number of shares**	**Aggregate nominal value** (£, €, $, etc) Number of shares issued multiplied by nominal value	**Total aggregate amount unpaid, if any** (£, €, $, etc) Including both the nominal value and any share premium
USD	6.413% Non-Cumulative Fixed/Floating Rate Callable Preference	48,990	US$12,247.50	
USD	6.657% Non-Cumulative Fixed/Floating Rate Callable Preference	37,627	US$9,406.75	
	Totals	86,617	US$21,654.25	US$0.00

In accordance with Section 708 of the Companies Act 2006.

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Notice of cancellation of shares

5 Statement of capital (prescribed particulars of rights attached to shares) ❶

Class of share	6% NON-CUMULATIVE REDEEMABLE PREFERENCE SHARES
Prescribed particulars	(A) PARTICULARS OF ANY VOTING RIGHTS, INCLUDING RIGHTS THAT ONLY ARISE IN CERTAIN CIRCUMSTANCES. NO EXPRESS RIGHTS OTHER THAN THOSE PROVIDED FOR BY GENERAL LAW AND IN THE COMPANY'S ARTICLES FROM TIME TO TIME (NO SUCH RIGHTS CURRENTLY). (B) PARTICULARS OF ANY RIGHTS AS RESPECTS DIVIDENDS, TO PARTICIPATE IN A DISTRIBUTION. HOLDERS SHALL BE ENTITLED (IN PRIORITY TO ANY PAYMENT OF DIVIDEND ON THE ORDINARY SHARES) TO A FIXED RATE NON-CUMULATIVE PREFERENTIAL DIVIDEND AT A RATE OF 6 PER CENT. PER ANNUM TO BE PAID, IF AND INSOFAR AS THERE ARE PROFITS OF THE COMPANY AVAILABLE FOR SUCH PAYMENT, IN EQUAL INSTALMENTS ON 1 MARCH, 1 JUNE, 1 SEPTEMBER AND 1 DECEMBER, OR IF SUCH DAY IS NOT A BUSINESS DAY, THE FIRST AVAILABLE BUSINESS DAY THEREAFTER. NO PREFERENCE DIVIDEND SHALL BE PAYABLE ON SUCH DATE IF THE DIRECTORS HAVE DETERMINED THAT PRUDENT CAPITAL RATIOS WOULD NOT BE MAINTAINED IF PAYMENT OF THE DIVIDEND WERE MADE. (C) PARTICULARS OF ANY RIGHTS, AS RESPECTS CAPITAL, TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON WINDING-UP). ON A RETURN OF ASSETS ON A WINDING UP, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE APPLIED FIRST IN REPAYING THE HOLDER OF THE PREFERENCE SHARES AND ANY OTHER PREFERENCE SHARES FROM TIME TO TIME ISSUED BY THE COMPANY RANKING EQUALLY THEREWITH IN THE AMOUNTS PAID UP (OR CREDITED AS PAID UP) ON SUCH PREFERENCE SHARES PLUS ANY ACCRUED BUT UNPAID DIVIDENDS THEREON (OR AS OTHERWISE PROVIDED IN THE TERMS OF SUCH PREFERENCE SHARES). (D) WHETHER THE SHARES ARE TO BE REDEEMED OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER AND ANY TERMS OR CONDITIONS RELATING TO THE REDEMPTION OF THESE SHARES. THE SHARES SHALL BE REDEEMABLE AT THE OPTION OF THE COMPANY AT SUCH TIME AND DATE AS THE DIRECTORS MAY DETERMINE.

❶ **Prescribed particulars of rights attached to shares**

The particulars are:

a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

In accordance with Section 708 of the Companies Act 2006.

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Notice of cancellation of shares

5 Statement of capital (prescribed particulars of rights attached to shares) [1]

Class of share	6.475% NON-CUMULATIVE PREFERENCE SHARES
Prescribed particulars	(A) PARTICULARS OF ANY VOTING RIGHTS, INCLUDING RIGHTS THAT ONLY ARISE IN CERTAIN CIRCUMSTANCES. HOLDERS OF GBP 6.475% NON-CUMULATIVE 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. (B) PARTICULARS OF ANY RIGHTS AS RESPECTS DIVIDENDS, TO PARTICIPATE IN A DISTRIBUTION. NON-CUMULATIVE PREFERENTIAL DIVIDENDS ACCRUE AT A RATE OF 6.475 PER CENT. PER ANNUM ON THE LIQUIDATION PREFERENCE (£1) OF EACH PREFERENCE SHARE FROM THE ISSUE DATE AND ARE PAYABLE SEMI-ANNUALLY IN ARREAR, SAVE FOR FIRST DIVIDEND PAYMENT WHICH IS SHORT. (C) PARTICULARS OF ANY RIGHTS, AS RESPECTS CAPITAL, TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON WINDING-UP). ON A RETURN OF CAPITAL OR DISTRIBUTION OF ASSETS (WHETHER ON WINDING-UP OR OTHERWISE) HOLDERS OF GBP 6.475% NON-CUMULATIVE PREFERENCE SHARES WILL RANK (I) EQUALLY WITH THE HOLDERS OF THE MOST SENIOR CLASS OF PREFERENCE SHARES AND ANY OTHER CLASS OF SHARES OF THE COMPANY IN ISSUE OR WHICH MAY BE ISSUED BY THE COMPANY WHICH ARE EXPRESSED TO RANK EQUALLY WITH THE PREFERENCE SHARES AND (II) IN PRIORITY TO THE HOLDERS OF ALL OTHER CLASSES OF SHARE CAPITAL OF THE COMPANY. SUBJECT TO SUCH RANKING, HOLDERS WILL BE ENTITLED TO: (I) £1 PER PREFERENCE SHARE; (II) ANY DIVIDEND DUE FOR PAYMENT ON OR AFTER THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL BUT WHICH RELATES TO A PERIOD ENDING ON OR BEFORE THAT DATE; AND (III) THE PROPORTION OF ANY DIVIDEND IN RESPECT OF A PERIOD THAT BEGINS BEFORE, BUT ENDS AFTER, THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL AND IS ATTRIBUTABLE TO THE PART OF THE PERIOD THAT ENDS ON SUCH DATE. (D) WHETHER THE SHARES ARE TO BE REDEEMED OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER AND ANY TERMS OR CONDITIONS RELATING TO THE REDEMPTION OF THESE SHARES. SUBJECT TO APPLICABLE LAW AND THE APPROVAL OF THE FSA, THE COMPANY MAY AT ITS ELECTION REDEEM SOME OR ALL OF THE PREFERENCE SHARES ON 15 SEPTEMBER 2024, AND THEREAFTER ON THE DIVIDEND PAYMENT DATE FALLING ON EACH FIFTH ANNIVERSARY OF SUCH DATE AT THE REDEMPTION PRICE SPECIFIED.

[1] **Prescribed particulars of rights attached to shares**
The particulars are:
a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

In accordance with Section 708 of the Companies Act 2006.

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Notice of cancellation of shares

5 Statement of capital (prescribed particulars of rights attached to shares) [1]

Class of share	9.25% NON-CUMULATIVE IRREDEEMABLE PREFERENCE SHARES
Prescribed particulars	(A) PARTICULARS OF ANY VOTING RIGHTS, INCLUDING RIGHTS THAT ONLY ARISE IN CERTAIN CIRCUMSTANCES. HOLDERS OF GBP 9.25% NON-CUMULATIVE 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. (B) PARTICULARS OF ANY RIGHTS AS RESPECTS DIVIDENDS, TO PARTICIPATE IN A DISTRIBUTION NON-CUMULATIVE PREFERENTIAL DIVIDENDS ACCRUE AT A RATE OF 9.25 PER CENT. PER ANNUM ON THE LIQUIDATION PREFERENCE (£1) OF EACH PREFERENCE SHARE FROM THE ISSUE DATE AND ARE PAYABLE SEMI-ANNUALLY IN ARREAR, SAVE FOR FIRST DIVIDEND PAYMENT WHICH IS SHORT. (C) PARTICULARS OF ANY RIGHTS, AS RESPECTS CAPITAL, TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON WINDING-UP) ON A RETURN OF CAPITAL OR DISTRIBUTION OF ASSETS (WHETHER ON WINDING-UP OR OTHERWISE) HOLDERS OF GBP 9.25% NON-CUMULATIVE PREFERENCE SHARES WILL RANK (I) EQUALLY WITH THE HOLDERS OF THE MOST SENIOR CLASS OF PREFERENCE SHARES AND ANY OTHER CLASS OF SHARES OF THE COMPANY IN ISSUE OR WHICH MAY BE ISSUED BY THE COMPANY WHICH ARE EXPRESSED TO RANK EQUALLY WITH THE PREFERENCE SHARES AND (II) IN PRIORITY TO THE HOLDERS OF ALL OTHER CLASSES OF SHARE CAPITAL OF THE COMPANY. SUBJECT TO SUCH RANKING, HOLDERS WILL BE ENTITLED TO: (I) £1 PER PREFERENCE SHARE; (II) ANY DIVIDEND DUE FOR PAYMENT ON OR AFTER THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL BUT WHICH RELATES TO A PERIOD ENDING ON OR BEFORE THAT DATE; AND (III) THE PROPORTION OF ANY DIVIDEND IN RESPECT OF A PERIOD THAT BEGINS BEFORE, BUT ENDS AFTER, THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL AND IS ATTRIBUTABLE TO THE PART OF THE PERIOD THAT ENDS ON SUCH DATE. (D) WHETHER THE SHARES ARE TO BE REDEEMED OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER AND ANY TERMS OR CONDITIONS RELATING TO THE REDEMPTION OF THESE SHARES. THE PREFERENCE SHARES ARE IRREDEEMABLE.

[1] **Prescribed particulars of rights attached to shares**

The particulars are:

a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

In accordance with Section 708 of the Companies Act 2006.

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5 Statement of capital (prescribed particulars of rights attached to shares) [1]

Class of share	9.75% NON-CUMULATIVE IRREDEEMABLE PREFERENCE SHARES
Prescribed particulars	(A) PARTICULARS OF ANY VOTING RIGHTS, INCLUDING RIGHTS THAT ONLY ARISE IN CERTAIN CIRCUMSTANCES. HOLDERS OF GBP 9.75% NON-CUMULATIVE 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. (B) PARTICULARS OF ANY RIGHTS AS RESPECTS DIVIDENDS, TO PARTICIPATE IN A DISTRIBUTION. NON-CUMULATIVE PREFERENTIAL DIVIDENDS ACCRUE AT A RATE OF 9.75 PER CENT. PER ANNUM ON THE LIQUIDATION PREFERENCE (£1) OF EACH PREFERENCE SHARE FROM THE ISSUE DATE AND ARE PAYABLE SEMI-ANNUALLY IN ARREAR, SAVE FOR FIRST DIVIDEND PAYMENT WHICH IS SHORT. (C) PARTICULARS OF ANY RIGHTS, AS RESPECTS CAPITAL, TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON WINDING-UP). ON A RETURN OF CAPITAL OR DISTRIBUTION OF ASSETS (WHETHER ON WINDING-UP OR OTHERWISE) HOLDERS OF GBP 9.75% NON-CUMULATIVE PREFERENCE SHARES WILL RANK (I) EQUALLY WITH THE HOLDERS OF THE MOST SENIOR CLASS OF PREFERENCE SHARES AND ANY OTHER CLASS OF SHARES OF THE COMPANY IN ISSUE OR WHICH MAY BE ISSUED BY THE COMPANY WHICH ARE EXPRESSED TO RANK EQUALLY WITH THE PREFERENCE SHARES AND (II) IN PRIORITY TO THE HOLDERS OF ALL OTHER CLASSES OF SHARE CAPITAL OF THE COMPANY. SUBJECT TO SUCH RANKING, HOLDERS WILL BE ENTITLED TO: (I) £1 PER PREFERENCE SHARE; (II) ANY DIVIDEND DUE FOR PAYMENT ON OR AFTER THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL BUT WHICH RELATES TO A PERIOD ENDING ON OR BEFORE THAT DATE; AND (III) THE PROPORTION OF ANY DIVIDEND IN RESPECT OF A PERIOD THAT BEGINS BEFORE, BUT ENDS AFTER, THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL AND IS ATTRIBUTABLE TO THE PART OF THE PERIOD THAT ENDS ON SUCH DATE.(D) WHETHER THE SHARES ARE TO BE REDEEMED OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER AND ANY TERMS OR CONDITIONS RELATING TO THE REDEMPTION OF THESE SHARES. THE PREFERENCE SHARES ARE IRREDEEMABLE.

[1] **Prescribed particulars of rights attached to shares**

The particulars are:

a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

In accordance with Section 708 of the Companies Act 2006.

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Notice of cancellation of shares

5 Statement of capital (prescribed particulars of rights attached to shares) ❶

Class of share	ORDINARY SHARES
Prescribed particulars	(A) PARTICULARS OF ANY VOTING RIGHTS, INCLUDING RIGHTS THAT ONLY ARISE IN CERTAIN CIRCUMSTANCES. EACH SHARE CARRIES THE RIGHT TO ONE VOTE ON A POLL. (B) PARTICULARS OF ANY RIGHTS AS RESPECTS DIVIDENDS, TO PARTICIPATE IN A DISTRIBUTION. ALL DIVIDENDS SHALL BE DECLARED AND PAID ACCORDING TO THE AMOUNTS PAID UP ON THE SHARES. (C) PARTICULARS OF ANY RIGHTS, AS RESPECTS CAPITAL, TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON WINDING-UP). ON A RETURN OF CAPITAL WHETHER IN A WINDING UP OR OTHERWISE, ASSETS AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED FIRST TO THE HOLDERS OF PREFERENCE SHARES IN ACCORDANCE WITH THE RIGHTS ATTACHED TO THEM ON ISSUE. THE BALANCE OF SUCH ASSETS, SUBJECT TO THE RIGHTS OF ANY OTHER CLASS OF SHARES, SHALL BE DISTRIBUTED TO EACH HOLDER OF THE ORDINARY SHARES RATEABLY BY REFERENCE TO THE PROPORTION OF ORDINARY SHARE CAPITAL HELD BY THAT HOLDER, RELATIVE TO THE AGGREGATE TOTAL ISSUED ORDINARY SHARE CAPITAL. (D) WHETHER THE SHARES ARE TO BE REDEEMED OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER AND ANY TERMS OR CONDITIONS RELATING TO THE REDEMPTION OF THESE SHARES. THE SHARES ARE NOT REDEEMABLE.

❶ **Prescribed particulars of rights attached to shares**

The particulars are:

a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

In accordance with Section 708 of the Companies Act 2006.

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Notice of cancellation of shares

5 Statement of capital (prescribed particulars of rights attached to shares) ❶

Class of share	6.413% NON-CUMULATIVE FIXED/FLOATING RATE CALLABLE SHARES
Prescribed particulars	A) PARTICULARS OF ANY VOTING RIGHTS, INCLUDING RIGHTS THAT ONLY ARISE IN CERTAIN CIRCUMSTANCES. HOLDERS OF USD 6.413% NON-CUMULATIVE 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 USD 0.25 OF NOMINAL VALUE OF THE PREFERENCE SHARES OF WHICH HE IS A HOLDER. (B) PARTICULARS OF ANY RIGHTS AS RESPECTS DIVIDENDS, TO PARTICIPATE IN A DISTRIBUTION. NON-CUMULATIVE PREFERENTIAL DIVIDENDS ACCRUE AT A RATE OF 6.413 PER CENT. PER ANNUM ON THE LIQUIDATION PREFERENCE ($1000) OF EACH PREFERENCE SHARE FROM THE ISSUE DATE TO 1 OCTOBER 2035 AND ARE PAYABLE SEMI-ANNUALLY IN ARREAR, SAVE FOR THE FIRST DIVIDEND PAYMENT WHICH IS SHORT. FROM AND INCLUDING 1 OCTOBER 2035 NON-CUMULATIVE PREFERENTIAL DIVIDENDS ACCRUE AT 1.495 PER CENT. ABOVE THREE MONTH USD LIBOR AND WILL BE PAYABLE QUARTERLY IN ARREAR. (C) PARTICULARS OF ANY RIGHTS, AS RESPECTS CAPITAL, TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON WINDING-UP). ON A RETURN OF CAPITAL OR DISTRIBUTION OF ASSETS (WHETHER ON WINDING-UP OR OTHERWISE) HOLDERS OF USD 6.413% NON-CUMULATIVE PREFERENCE SHARES WILL RANK (I) EQUALLY WITH THE HOLDERS OF THE MOST SENIOR CLASS OF PREFERENCE SHARES AND ANY OTHER CLASS OF SHARES OF THE COMPANY IN ISSUE OR WHICH MAY BE ISSUED BY THE COMPANY WHICH ARE EXPRESSED TO RANK EQUALLY WITH THE PREFERENCE SHARES AND (II) IN PRIORITY TO THE HOLDERS OF ALL OTHER CLASSES OF SHARE CAPITAL OF THE COMPANY. SUBJECT TO SUCH RANKING, HOLDERS WILL BE ENTITLED TO: (I) USD 1000 PER PREFERENCE SHARE; (II) ANY DIVIDEND DUE FOR PAYMENT ON OR AFTER THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL BUT WHICH RELATES TO A PERIOD ENDING ON OR BEFORE THAT DATE; AND (III) THE PROPORTION OF ANY DIVIDEND IN RESPECT OF A PERIOD THAT BEGINS BEFORE, BUT ENDS AFTER, THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL AND IS ATTRIBUTABLE TO THE PART OF THE PERIOD THAT ENDS ON SUCH DATE. (D) WHETHER THE SHARES ARE TO BE REDEEMED OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER AND ANY TERMS OR CONDITIONS RELATING TO THE REDEMPTION OF THESE SHARES. SUBJECT TO APPLICABLE LAW AND THE APPROVAL OF THE FSA, THE COMPANY MAY AT ITS ELECTION REDEEM SOME OR ALL OF THE PREFERENCE SHARES ON 1 OCTOBER 2035, AND THEREAFTER ON ANY DIVIDEND PAYMENT DATE AT THE REDEMPTION PRICE SPECIFIED.

❶ **Prescribed particulars of rights attached to shares**

The particulars are:

a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

In accordance with Section 708 of the Companies Act 2006.

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Notice of cancellation of shares

5 Statement of capital (prescribed particulars of rights attached to shares) ❶

Class of share	6.657% NON-CUMULATIVE FIXED/FLOATING RATE CALLABLE SHARES
Prescribed particulars	(A) PARTICULARS OF ANY VOTING RIGHTS, INCLUDING RIGHTS THAT ONLY ARISE IN CERTAIN CIRCUMSTANCES. HOLDERS OF USD 6.657% NON-CUMULATIVE 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 USD 0.25 OF NOMINAL VALUE OF THE PREFERENCE SHARES OF WHICH HE IS A HOLDER. (B) PARTICULARS OF ANY RIGHTS AS RESPECTS DIVIDENDS, TO PARTICIPATE IN A DISTRIBUTION. NON-CUMULATIVE PREFERENTIAL DIVIDENDS ACCRUE AT A RATE OF 6.657 PER CENT. PER ANNUM ON THE LIQUIDATION PREFERENCE ($1000) OF EACH PREFERENCE SHARE FROM THE ISSUE DATE TO 21 MAY 2037 AND ARE PAYABLE SEMI-ANNUALLY IN ARREAR, SAVE FOR FIRST DIVIDEND PAYMENT WHICH IS SHORT. FROM AND INCLUDING 21 MAY 2037 NON-CUMULATIVE PREFERENTIAL DIVIDENDS ACCRUE AT 1.27 PER CENT. ABOVE THREE MONTH USD LIBOR AND WILL BE PAYABLE QUARTERLY IN ARREAR. (C) PARTICULARS OF ANY RIGHTS, AS RESPECTS CAPITAL, TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON WINDING-UP). ON A RETURN OF CAPITAL OR DISTRIBUTION OF ASSETS (WHETHER ON WINDING-UP OR OTHERWISE) HOLDERS OF USD 6.657% NON-CUMULATIVE PREFERENCE SHARES WILL RANK (I) EQUALLY WITH THE HOLDERS OF THE MOST SENIOR CLASS OF PREFERENCE SHARES AND ANY OTHER CLASS OF SHARES OF THE COMPANY IN ISSUE OR WHICH MAY BE ISSUED BY THE COMPANY WHICH ARE EXPRESSED TO RANK EQUALLY WITH THE PREFERENCE SHARES AND (II) IN PRIORITY TO THE HOLDERS OF ALL OTHER CLASSES OF SHARE CAPITAL OF THE COMPANY. SUBJECT TO SUCH RANKING, HOLDERS WILL BE ENTITLED TO: (I) USD 1000 PER PREFERENCE SHARE; (II) ANY DIVIDEND DUE FOR PAYMENT ON OR AFTER THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL BUT WHICH RELATES TO A PERIOD ENDING ON OR BEFORE THAT DATE; AND (III) THE PROPORTION OF ANY DIVIDEND IN RESPECT OF A PERIOD THAT BEGINS BEFORE, BUT ENDS AFTER, THE DATE OF THE COMMENCEMENT OF ANY WINDING-UP OR OTHER RETURN OF CAPITAL AND IS ATTRIBUTABLE TO THE PART OF THE PERIOD THAT ENDS ON SUCH DATE. (D) WHETHER THE SHARES ARE TO BE REDEEMED OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER AND ANY TERMS OR CONDITIONS RELATING TO THE REDEMPTION OF THESE SHARES. SUBJECT TO APPLICABLE LAW AND THE APPROVAL OF THE FSA, THE COMPANY MAY AT ITS ELECTION REDEEM SOME OR ALL OF THE PREFERENCE SHARES ON 21 MAY 2037, AND THEREAFTER ON ANY DIVIDEND PAYMENT DATE AT THE REDEMPTION PRICE SPECIFIED.

❶ **Prescribed particulars of rights attached to shares**

The particulars are:

a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

SH06
Notice of cancellation of shares

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 section 2.
- ☐ You have completed section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.

Important information

Please note that all information on this form will appear on the public record.

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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse