

**Return of Allotment of Shares**Company Name: **HBOS PLC**Company Number: **SC218813**Received for filing in Electronic Format on the: **07/12/2022**

XBICREO3

Shares Allotted (including bonus shares)Date or period during which
shares are allottedFrom
06/12/2022To
06/12/2022**Class of Shares: ORDINARY**Currency: **GBP**Number allotted **60000000**Nominal value of each share **0.25**Amount paid: **10**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	NON-	Number allotted	1
	VOTING	Aggregate nominal value:	0.25
	DEFERRED		

Currency: **GBP**

Prescribed particulars

(A) THE DEFERRED SHARE DOES NOT ENTITLE THE HOLDER TO VOTE. (B) THE DEFERRED SHARE DOES NOT ENTITLE THE HOLDER TO RECEIVE ANY DISTRIBUTION OR DIVIDEND DECLARED. (C) THE HOLDER OF THE DEFERRED SHARE IS ENTITLED TO PARTICIPATE IN THE RETURN OF ASSETS ON WINDING-UP, SUCH ENTITLEMENT TO BE LIMITED TO THE AMOUNT PAID UP IN RESPECT OF EACH SHARE AND TO BE PAID ONLY AFTER THE HOLDERS OF ALL OTHER CLASSES OF SHARES HAVE RECEIVED THE AMOUNT PAID UP ON SUCH SHARES. (D) THE DEFERRED SHARE IS NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	15113262841
Currency:	GBP	Aggregate nominal value:	3778315710.25

Prescribed particulars

(A) EACH SHARE CARRIES THE RIGHT TO ONE VOTE ON A POLL. (B) ALL DIVIDENDS SHALL BE DECLARED AND PAID ACCORDING TO THE AMOUNTS PAID UP ON THE SHARES SUBJECT TO THE RIGHTS OF ANY OTHER CLASS OF SHARES. (C) ON A WINDING-UP, THE ASSETS OF THE COMPANY LEFT AFTER PAYING ITS LIABILITIES WILL BE DISTRIBUTED TO THE ORDINARY SHAREHOLDERS IN PROPORTION TO THE AMOUNTS PAID UP ON THE SHARES. NO OTHER RIGHTS EXCEPT AS PROVIDED BY LAW. (D) THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	PREFERENCE	Number allotted	100
Currency:	GBP	Aggregate nominal value:	100

Prescribed particulars

(A) 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) 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, SUCH A DAY BEING ONE WHERE THE BANKS OF LONDON ARE OPEN FOR BUSINESS. 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) ON RETURN OF ASSETS ON WINDING UP, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE APPLIED: FIRST, BY REPAYING ANY HOLDER OF ANY PREFERENCE SHARES EXPRESSED TO RANK EQUALLY WITH OR SENIOR TO THE OBLIGATIONS OF THE COMPANY PURSUANT TO ITS GUARANTEE OF THE OBLIGATIONS OF HBOS CAPITAL FUNDING NO.3 LP AND/OR HBOS CAPITAL FUNDING NO.4 LP IN THE AMOUNTS PAID UP (OR CREDITED AS PAID UP) ON SUCH SHARE PLUS ANY ACCRUED BUT UNPAID DIVIDENDS THEREON (OR AS OTHERWISE PROVIDED IN THE TERMS OF SUCH PREFERENCE SHARES); AND SECOND, 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 SHARE PLUS ANY ACCRUED BUT UNPAID DIVIDENDS THEREON (OR AS OTHERWISE PROVIDED IN THE TERMS OF SUCH SHARES). (D) THE PREFERENCE SHARES SHALL BE REDEEMABLE AT THE OPTION OF THE COMPANY AT SUCH TIME AND DATE AS THE DIRECTORS MAY DETERMINE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	15113262942
		Total aggregate nominal value:	3778315810.5
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.