

SUPPLEMENTARY PROSPECTUS DATED 25 OCTOBER 2018



LLOYDS BANKING GROUP plc *(incorporated in Scotland with limited liability with registered number 95000)*

£25,000,000,000

Euro Medium Term Note Programme

This Supplement (the “**Supplement**”) to the prospectus dated 9 April 2018 as supplemented by the supplementary prospectuses dated 25 April 2018 and 1 August 2018, which together comprise a base prospectus (the “**Prospectus**”) for the purposes of Article 5.4 of Directive 2003/71/EC, constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the “**FSMA**”) and is prepared in connection with the £25,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) established by Lloyds Banking Group plc (the “**Company**”).

This Supplement is supplemental to, and should be read in conjunction with, the Prospectus and the documents incorporated by reference therein. Capitalised terms used in this Supplement but not defined herein shall have the meanings ascribed to them in the Prospectus.

The Company accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Company (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Purpose of this Supplement

The purpose of this Supplement is to incorporate by reference into the Prospectus:

- (a) the Q3 2018 Interim Management Statement (as defined in this Supplement), which was published via the RNS on 25 October 2018;
- (b) the September Board Changes Announcement, which was published via the RNS on 3 September 2018;
- (c) the Strategic Partnership Announcement, which was published via the RNS on 23 October 2018; and
- (d) the Retirement of Chief Financial Officer Announcement, which was published via the RNS on 25 October 2018.

Documents Incorporated by Reference

By virtue of this Supplement:

- (a) the unaudited Q3 2018 Interim Management Statement of the Company for the nine months ended 30 September 2018 (the “**Q3 2018 Interim Management Statement**”), which has previously been filed with the Financial Conduct Authority;

- (b) the announcement entitled “Lloyds Banking Group: Board Changes Announcement” (RNS Number 6101Z) (the “**September Board Changes Announcement**”), which was published by the Company via the RNS on 3 September 2018;
- (c) the announcement entitled “Lloyds and Schroders Announce Wealth Management Strategic Partnership and Agreement to Manage £80 Billion of Scottish Widows and Lloyds Assets” (RNS Number 9254E) (the “**Strategic Partnership Announcement**”), which was published by the Company via the RNS on 23 October 2018; and
- (d) the announcement entitled “Lloyds Banking Group Announces Retirement of Chief Financial Officer, George Culmer” (RNS Number 1102F) (the “**Retirement of Chief Financial Officer Announcement**”), which was published by the Company via the RNS on 25 October 2018,

shall be deemed to be incorporated in, and form part of, the Prospectus and supplement the section entitled “*Documents Incorporated by Reference*” on page 11 of the Prospectus.

Any documents themselves incorporated by reference in the Q3 2018 Interim Management Statement, the September Board Changes Announcement, the Strategic Partnership Announcement or the Retirement of Chief Financial Officer Announcement shall not form part of the Prospectus.

The Company will provide, without charge, to each person to whom a copy of this Supplement has been delivered, upon the oral or written request of such person, a copy of any or all of the documents which are incorporated in whole or in part by reference herein or in the Prospectus. Written or oral requests for such documents should be directed to the Company at its principal office at The Mound, Edinburgh, EH1 1YZ. Copies of all documents incorporated by reference in this Supplement can also be viewed on the website of the Regulatory News Service operated by the London Stock Exchange at: <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Prospectus by this Supplement and (b) any other statement in or incorporated by reference into the Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.