

FINAL TERMS

January 5, 2010

Lloyds TSB Bank plc
Issue of U.S.\$2,250,000,000 4.375% Senior Fixed Rate Notes due 2015 (the “Notes”)
guaranteed by Lloyds Banking Group plc
issued pursuant to the Lloyds Banking Group plc and Lloyds TSB Bank plc
\$35,000,000,000 Senior and Subordinated Medium-Term Notes Programme

Part A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Description of the Notes and the Guarantees set forth in the base prospectus dated 11 November 2009 and the supplemental prospectus dated 4 January 2010 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such base prospectus as supplemented. Full information on the Issuer and the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the base prospectus as supplemented. The base prospectus and the supplemental prospectus are available for viewing at and copies may be obtained from Lloyds TSB Bank plc, 25 Gresham Street, London EC2V 7HN and the specified offices of each of the paying agents, One Canada Square, London E14 5AL, United Kingdom; 101 Barclay Street, New York, NY 10286, USA; and Aerogolf Center, 1A, Hoehenhof, L-1736, Senningerberg, Luxembourg.

TYPE OF NOTE

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|----------|--|----------------------------------|
| 1 | (a) Status of the Notes: | Senior unsecured |
| | (b) Guarantor: | Lloyds Banking Group plc |
| | (c) Status of the Guarantee: | Senior |
| 2 | (a) Interest/Payment Basis: | Fixed Rate payable semi-annually |
| | (b) Redemption Basis: | Redemption at par |
| 3 | If Original Issue Discount Note, insert: | |
| | Total Amount of OID: | Not Applicable |
| | Yield to Maturity: | Not Applicable |
| | Initial Accrual Period: | Not Applicable |
| 4 | If Extendible Maturity Notes, insert: | |
| | Initial Maturity Date: | Not Applicable |
| | Final Maturity Date: | Not Applicable |
| | Election Dates: | Not Applicable |
| | Minimum Denominations for extension: | Not Applicable |
| | Notice Period: | Not Applicable |

Method for delivery of Notice: Not Applicable

Method for revocation of election: Not Applicable

DESCRIPTION OF THE NOTES

- 5** Registered Notes: The notes are in book-entry form
Note Registrars: The Bank of New York Mellon, acting through its New York branch (101 Barclay Street, New York, NY 10286, USA)
The Bank of New York Mellon (Luxembourg) S.A. (Aerogolf Center, 1A, Hoehenhof, L-1736, Senningerberg, Luxembourg)
- 6** (a) Series Number: US 0001
(b) Details (including the date, if any, on which the notes become fully fungible) if forming part of an existing Series: Not Applicable
- 7** (a) Nominal Amount of notes to be issued: U.S.\$2,250,000,000
(b) Aggregate nominal amount of Series (if more than one Tranche for the Series): Not Applicable
(c) Specified Currency: USD
(d) Currency Determination Agent: Not Applicable
(e) Specified Denomination(s): U.S.\$100,000 and integral multiples of U.S.\$1,000 thereof
(f) Method for Making U.S. Dollar Payments for a Specified Currency (if other than as set out in the Note): Not Applicable
- 8** Issue Price: 99.996% (before deduction of commission)
99.646% (after deduction of commission)
- 9** Issue Date: 12 January 2010
- 10** Interest Commencement Date: Issue Date

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE ON FIXED RATE NOTES

- 11** (a) Interest Basis/Bases: 4.375% per annum
(b) Interest Payment Date(s): Semi-annually on 12 January and 12 July each year commencing 12 July 2010 and ending on the Maturity Date (subject to Business Day convention)
(c) Day Count Fraction: 30/360, unadjusted
(d) Determination Dates: Not Applicable
(e) Business Day convention: Following
(f) Other terms relating to the method of calculating interest for Fixed Rate Notes: Not Applicable

FLOATING RATE NOTES OR INDEX LINKED INTEREST NOTES Not Applicable

FLOATING RATE NOTES Not Applicable

INDEX LINKED INTEREST NOTES

14 Index/Formula: Not Applicable

PROVISIONS REGARDING REDEMPTION/MATURITY

15 Maturity: 12 January 2015

(a) Redemption at Issuer's option: No (redemption for tax reasons only)

(b) Notice Period: Not Applicable

16 (a) Redemption at holder's option: No

(b) Notice Period: Not Applicable

17 Redemption where index/formula linked: Not Applicable

18 Calculation Agent responsible for calculating final redemption amount: Not Applicable

19 Other terms applicable to maturity or applicable on redemption: Not Applicable

GENERAL PROVISIONS APPLICABLE TO THIS ISSUE OF NOTES

20 Other final terms: Not Applicable

21 Additional selling restrictions: Not Applicable

22 Additional federal income tax considerations: None

23 Method of distribution: Syndicated

Joint Books and Joint Lead Managers: Banc of America Securities LLC, Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC

Joint Lead Manager: Lloyds TSB Bank plc

24 Stabilising Manager: None

25 Clearing System: DTC (including its participants Clearstream and Euroclear)

26 Redenomination and Exchange provisions: Not Applicable

27 Date Board approval for issuance of notes and guarantee obtained: 25 January 2008, 17 April 2009 and 19 June 2009

LISTING AND ADMISSION TO TRADING

These final terms comprise the final terms required for the issue of the Notes described herein pursuant to the \$35,000,000,000 Senior and Subordinated Medium-Term Notes Programme of Lloyds Banking Group plc and Lloyds TSB Bank plc to be admitted to listing on the Official List of the United Kingdom Listing Authority and admitted to

trading on the London Stock Exchange's regulated market (as from 12 January 2010) for which purpose it is hereby submitted.

RESPONSIBILITY

The Issuer and the Guarantor accept responsibility for the information contained in these Final Terms.

Acceptance for and on behalf of each of the Issuer and the Guarantor of the terms of the Final Terms.

SIGNED ON BEHALF OF LLOYDS BANKING GROUP PLC AS GUARANTOR

By: Edwin Show

Title: GROUP FUNDING + CAPITAL MARKETS ISSUANCE DIRECTOR

SIGNED ON BEHALF OF LLOYDS TSB BANK PLC AS ISSUER

By: Edwin Show

Title: GROUP FUNDING + CAPITAL MARKETS ISSUANCE DIRECTOR

Part B – Other Information

1 LISTING AND ADMISSION TO TRADING

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|-------|---|--|
| (i) | Listing: | London |
| (ii) | Admission to trading: | Application has been made for the Notes to be admitted to trading on the London Stock Exchange's regulated market with effect from 12 January 2010 |
| (iii) | Estimate of total expenses related to admission to trading: | £3,900.00 |

2 RATINGS

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|----------|--|--------------|
| Ratings: | The Notes to be issued are expected to be rated: | |
| | Moody's: | Aa3 (stable) |
| | S&P: | A+ (stable) |
| | Fitch: | AA- (stable) |

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the dealers, so far as the Issuer is aware, no person involved in the issue of the notes has an interest material to the offer

4 REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS

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|------|-------------------------|---|
| (i) | Reasons for the offer: | The net proceeds of the Notes will be used for the general business purposes of the Group |
| (ii) | Estimated net proceeds: | U.S.\$2,242,035,000 |

5 YIELD

Indication of yield:	4.376%
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The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6 PERFORMANCE OF INDEX/FORMULA, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING

Not Applicable

7 PERFORMANCE OF RATE OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT

Not Applicable

8 OPERATIONAL INFORMATION

	Rule 144A	Regulation S
CUSIP:	53947MAA4	53947PAA7

ISIN Code:	US53947MAA45	US53947PAA75
Clearing system(s) and, if applicable, the relevant identification number(s):	DTC (including its participants Clearstream and Euroclear)	
Settlement Procedures:	DTC – MMI settlement system	
Delivery:	Delivery against payment	
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable	