

SUPPLEMENTARY PROSPECTUS DATED 28 OCTOBER 2021



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 17 June 2021, as supplemented by the supplementary prospectus dated 29 July 2021, which together comprise a base prospectus (the “**Prospectus**”) for the purposes of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**UK Prospectus Regulation**”), constitutes a supplementary prospectus for the purposes of Article 23 of the UK Prospectus Regulation, 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 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:

- (a) incorporate by reference into the Prospectus:
 - (i) the Q3 2021 Interim Management Statement (as defined in this Supplement), which was published via the RNS on 28 October 2021;
 - (ii) the Board Committee Changes Announcement (as defined in this Supplement), which was published via the RNS on 23 September 2021;
- (b) make certain amendments to the Terms and Conditions of the Notes; and
- (c) update the no significant change statement of the Company and its subsidiary and associated undertakings (the “**Group**”).

(a) Documents Incorporated by Reference

By virtue of this Supplement, the Company's:

- (i) unaudited Q3 2021 Interim Management Statement of the Company for the nine months ended 30 September 2021 (RNS Number 4985Q) (the "**Q3 2021 Interim Management Statement**"), which has previously been filed with the Financial Conduct Authority; and
- (ii) announcement entitled "Board and Committee Changes" (RNS Number 6841M) (the "**Board Committee Changes Announcement**"), which was published by the Company via the RNS on 23 September 2021,

shall be deemed to be incorporated in, and form part of, the Prospectus and supplement the section entitled "*Documents Incorporated by Reference*" on page 13 to 14 of the Prospectus.

Any documents themselves incorporated by reference in the Q3 2021 Interim Management Statement and the Board and Committee Changes Announcement shall not form part of the Prospectus, unless specified otherwise here.

(b) Terms and Conditions of the Notes

The definition of "Relevant Number" in Condition 4(c)(ii)(B)(II)(i) of the Terms and Conditions of the Notes on page 76 of the Prospectus shall be deleted and replaced with the following:

"**Relevant Number**" shall, unless otherwise specified in the applicable Final Terms, be five in the case of the SONIA Compounded Index, the SARON Compounded Index and the SOFR Compounded Index.

The definition of "SOFR" in Condition 4(l) of the Terms and Conditions of the Notes on page 101 of the Prospectus shall be deleted and replaced with the following:

"**SOFR**" unless the context otherwise requires, means, in respect of any Business Day, a reference rate equal to the daily Secured Overnight Financing Rate as provided by the Federal Reserve Bank of New York, as the administrator of such rate (or any successor administrator of such rate) on the New York Fed's Website, in each case on or about 3:00 p.m. (New York City Time) on the Business Day immediately following such Business Day.

(c) No significant change of the Group

The no significant change of the Group statement at paragraph 3 on page 203 of the Prospectus is updated as set out below:

There has been no significant change in the financial position or financial performance of the Group since 30 September 2021, the date to which the Group's last published unaudited interim financial information (as set out in the Company's Q3 2021 Interim Management Statement) was prepared.

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:
<https://www.londonstockexchange.com/news?tab=news-explorer>.

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 material inaccuracy relating to information included in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.