



LLOYDS BANK plc

*(incorporated in England with limited liability under the Companies Act 1862
and the Companies Act 1985 with registered number 2065)*

LLOYDS BANKING GROUP plc

*(incorporated in Scotland with limited liability under the Companies Act 1985
with registered number 95000)*

Global Medium Term Note Programme

This Supplement (the “**Supplement**”) to the prospectus dated 9 April 2015, which constitutes 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 Global Medium Term Note Programme (the “**Programme**”) established by Lloyds Bank plc (the “**Bank**”) and 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.

Each of the Bank and the Company accepts responsibility for the information contained in this Supplement. To the best of the knowledge of each of the Bank and 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 the Q1 2015 Interim Management Statement (as defined in this Supplement), which was published via the RNS on 1 May 2015.

Documents Incorporated by Reference

By virtue of this Supplement, the unaudited Q1 2015 Interim Management Statement of the Company (the “**Q1 2015 Interim Management Statement**”) for the three months ended 31 March 2015, which has previously been filed with the Financial Conduct Authority, shall be deemed to be incorporated in, and form part of, the Prospectus.

Any documents themselves incorporated by reference in the Q1 2015 Interim Management Statement shall not form part of the Prospectus.

General Information

The Bank and 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 either the Bank at its principal office at 25 Gresham Street, London, EC2V 7HN or 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.

Any information included in the section above entitled "Exceptions to Incorporation by Reference" listing exceptions to incorporation by reference, does not form part of the Prospectus as it is either not relevant for prospective investors in the Notes or is covered elsewhere in the Prospectus.

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.