

SUPPLEMENTARY PROSPECTUS DATED 28 FEBRUARY 2025



LLOYDS BANK

LLOYDS BANK PLC

*(incorporated in England with limited liability with registered number 2065)*

£35,000,000,000

**Euro Medium Term Note Programme**

This Supplement (the "**Supplement**") to the prospectus dated 28 March 2024, as supplemented by the supplementary prospectuses dated 24 April 2024, 25 July 2024, 23 October 2024 and 19 November 2024 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 £35,000,000,000 Euro Medium Term Note Programme (the "**Programme**") established by Lloyds Bank plc (the "**Bank**").

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 Bank accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Bank 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 certain sections contained in the Bank's 2024 Annual Report and 2024 Form 20-F (each as defined in this Supplement), which were published via the RNS on 27 February 2025, and certain sections contained in the LBG 2024 Annual Report (as defined in this Supplement) which was published via the RNS on 20 February 2025;
- (b) update the no significant change statement of the Bank and its subsidiary and associated undertakings (the "**Lloyds Bank Group**") and the no material adverse change statement of the Bank; and
- (c) update the no governmental, legal or arbitration proceedings statement of the Bank and the Lloyds Bank Group.

**(a) Documents Incorporated by Reference**

By virtue of this Supplement:

- (i) the audited consolidated financial statements of the Bank for the financial year ended 31 December 2024, together with the audit report thereon, as set out on pages 75 to 179 and pages 64 to 74 respectively, of the Bank's Annual Report and Accounts 2024, available at <https://www.lloydsbankinggroup.com/assets/pdfs/investors/financial-performance/lloyds-bank-plc/2024/q4/2024-lb-annual-report.pdf> (the "**Bank's 2024 Annual Report**") (RNS Number 7108Y) which has previously been filed with the Financial Conduct Authority;
- (ii) the following sections of the Bank's 2024 Annual Report as set out on Form 20-F and filed with the Securities and Exchange Commission on 27 February 2025 (the "**2024 Form 20-F**") (RNS Number 7610Y) and available at <https://www.lloydsbankinggroup.com/assets/pdfs/investors/financial-performance/lloyds-bank-plc/2024/q4/2024-lb-form-20f.pdf>:
  - 1. The third, fourth and final paragraph from "Business overview" on page 16;
  - 2. "Risk factors" on pages 3 to 15;
  - 3. "History and development of Lloyds Bank Group" on page 15;
  - 4. "Divisional information" on page 16;
  - 5. "Material contracts" on page 37;
  - 6. "Legal actions and regulatory matters" on page 36;
  - 7. "Directors and senior management" pages 29 and 32
  - 8. "Major Shareholders and Related Party Transactions" on page 35; and
  - 9. "Regulation" on pages 22 to 24; and
- (iii) the "Our strategy" section as set out on pages 16 to 25 of the Lloyds Banking Group plc's 2024 annual report (the "**LBG 2024 Annual Report**") available at <https://www.lloydsbankinggroup.com/assets/pdfs/investors/financial-performance/lloyds-banking-group-plc/2024/q4/2024-lbg-annual-report.pdf> (RNS Number 7722X). The Lloyds Bank Group strategy is directly aligned to the strategy of its parent, Lloyds Banking Group plc,

shall, in each case, be deemed to be incorporated in, and form part of, the Prospectus and supplement the section entitled "Documents Incorporated by Reference" on pages 14 to 17 of the Prospectus.

Any documents themselves incorporated by reference in the Bank's 2024 Annual Report or the 2024 Form 20-F shall not form part of the Prospectus, unless specified otherwise here.

**(b) No significant change statement of the Lloyds Bank Group and the no material adverse change of the Bank**

*The no significant change statement of the Lloyds Bank Group and the no material adverse change statement of the Bank at paragraph 3 on page 180 of the Prospectus shall be deleted in their entirety and replaced as set out below:*

"There has been no significant change in the financial position or financial performance of the Lloyds Bank Group since 31 December 2024, the date to which the Lloyds Bank Group's last published audited financial information (as set out in the Bank's 2024 Annual Report) was prepared.

There has been no material adverse change in the prospects of the Bank since 31 December 2024, the date to which the Bank's last published audited financial information (as set out in the Bank's 2024 Annual Report) was prepared."

**(c) No governmental, legal or arbitration proceedings statement of the Bank and the Lloyds Bank Group**

*The no governmental, legal or arbitration proceedings statement of the Bank and the Lloyds Bank Group at paragraph 4 on page 180 of the Prospectus shall be deleted in its entirety and replaced as set out below:*

"Save as disclosed in the 2024 Form 20-F incorporated by reference in this Prospectus, there are no governmental, legal or arbitration proceedings (including any such proceedings pending or threatened of which the Bank is aware) during the 12 months preceding the date of this Prospectus, which may have or have had in the recent past, significant effects on the financial position or profitability of the Bank or the Lloyds Bank Group"

The Bank 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 Bank at its principal office at 25 Gresham Street, London, EC2V 7HN. 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=today-s-news>.

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.