

**SUPPLEMENTARY PROSPECTUS DATED 1 MARCH 2024**



**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 3 August 2023, as supplemented by the supplementary prospectus dated 26 October 2023, 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 2023 Annual Report (as defined in this Supplement), which was published via the RNS on 29 February 2024;
- (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 annual financial statements of the Bank for the financial year ended 31 December 2023, together with the audit report thereon, as set out on pages 76 to 201 and pages 65 to 75 respectively, of the Bank's Annual Report and Accounts 2023, available at <https://www.lloydsbankinggroup.com/assets/pdfs/investors/financial-performance/lloyds-bank-plc/2023/q4/2023-lb-annual-report.pdf> (the "**Bank's 2023 Annual Report**") which has previously been filed with the Financial Conduct Authority; and

(ii) the following sections of the Bank's 2023 Annual Report as set out on Form 20-F and filed with the Securities and Exchange Commission on 29 February 2024 (the "**Form 20-F**") (RNS Number 0220F) and available at <https://www.lloydsbankinggroup.com/assets/pdfs/investors/financial-performance/lloyds-bank-plc/2023/q4/2023-lb-form-20f.pdf>:

1. The third, fourth and final paragraph from "Business Overview" on page 2;
2. "Risk Factors" on pages 91 to 104;
3. "Strategy of Lloyds Bank Group" on page 3;
4. "Business and Activities of Lloyds Bank Group" on page 4;
5. "Material Contracts" on page 4;
6. "Legal Actions and Regulatory Matters" on page 13; and
7. "Regulation" on pages 87 to 89,

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 13 to 15 of the Prospectus.

Any documents themselves incorporated by reference in the Bank's 2023 Annual Report shall not form part of the Prospectus, unless specified otherwise here.

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

*The no significant change statement of the Lloyds Bank Group and no material adverse change statement of the Bank at paragraph 3 on page 173 of the Prospectus shall be deleted in its 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 2023, the date to which the Lloyds Bank Group's last published audited financial information (as set out in the Bank's 2023 Annual Report) was prepared.

There has been no material adverse change in the prospects of the Bank since 31 December 2023, the date to which the Bank's last published audited financial information (as set out in the Bank's 2023 Annual Report) was prepared."

**(c) The 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 173 of the Prospectus shall be deleted in its entirety and replaced with the following:*

"Save as disclosed in the Form 20-F, 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.