

**SUPPLEMENTARY PROSPECTUS DATED 1 NOVEMBER 2019
TO THE PROSPECTUSES SET OUT IN THE SCHEDULE HERETO**



LLOYDS BANK

LLOYDS BANK plc

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

This Supplement (the “**Supplement**”) to the prospectuses listed in the Schedule hereto, each of which, as supplemented by the supplementary prospectuses dated 31 July 2019 and 10 September 2019, comprises a base prospectus (together the “**Prospectuses**”, and each a “**Prospectus**”) for the purposes of Article 5.4 of Directive 2003/71/EC (the “**Prospectus Directive**”), constitutes a supplementary prospectus for the purposes of the Prospectus Directive and Section 87G of the Financial Services and Markets Act 2000, as that provision stood immediately prior to 21 July 2019, and is prepared in connection with the Programmes (as defined herein) established by Lloyds Bank plc (the “**Bank**”).

This Supplement is supplemental to, and should be read in conjunction with, the Prospectuses 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 Prospectuses.

The Bank accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Bank (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, in respect of each of the Prospectuses:

- (a) incorporate by reference:
 - (i) the Q3 2019 Interim Management Statement (as defined in this Supplement), which was published via the RNS on 31 October 2019;
 - (ii) the Non-Executive Board Changes Announcement (as defined in this Supplement), which was published via the RNS on 31 October 2019; and
 - (iii) the Retirement of Chief Operating Officer Announcement (as defined in this Supplement), which was published via the RNS on 31 October 2019; and
- (b) update the no governmental, legal or arbitration proceedings statement of the Bank and its subsidiary and associated undertakings (the “**Lloyds Bank Group**”).

(a) Documents Incorporated by Reference

By virtue of this Supplement:

- (i) the unaudited Q3 Interim Management Statement of the Bank for the nine months ended 30 September 2019 (RNS Number 8301R) (the “**Q3 2019 Interim Management Statement**”), which has previously been filed with the Financial Conduct Authority;

(ii) the announcement entitled “Non-executive Board Changes Announcement” (RNS Number 7572R) (the “**Non-Executive Board Changes Announcement**”), which was published by Lloyds Banking Group plc via the RNS on 31 October 2019; and

(iii) the announcement entitled “Juan Colombás to retire during 2020” (RNS Number 7573R) (the “**Retirement of Chief Operating Officer Announcement**”), which was published by Lloyds Banking Group plc via the RNS on 31 October 2019,

shall be deemed to be incorporated in, and form part of, each of the Prospectuses and supplement the section entitled “*Documents Incorporated by Reference*” in each of the Prospectuses.

Any documents themselves incorporated by reference in the Q3 2019 Interim Management Statement, the Non-Executive Board Changes Announcement or the Retirement of Chief Operating Officer Announcement shall not form part of the Prospectuses.

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

The no governmental, legal or arbitration proceedings statement of the Lloyds Bank Group and the Bank at paragraph 4 on page 180 of the EMTN Programme Prospectus is supplemented as set out below:

Save as disclosed in (i) the section entitled “*Review of Performance*” on pages 1 to 2 of the Bank’s Q3 2019 Interim Management Statement for the nine months ended 30 September 2019 in respect of the additional charge of £1,800 million taken for Payment Protection Insurance during the three months ended 30 September 2019; (ii) the sub-sections entitled “*Payment protection insurance (excluding MBNA)*” and “*Payment protection insurance (MBNA)*” in note 13 to the 2019 Half-Year Results (on page 35 to 36); (iii) the section entitled “*Review of Performance*” on page 1 of the Bank’s Q1 Interim Management Statement for the three months ended 31 March 2019 in respect of the additional charge of £99 million taken for Payment Protection Insurance during the three months ended 31 March 2019; and (iv) the sub-sections entitled “*Interchange fees*”, “*Payment Protection Insurance*”, “*Libor and other trading rates*”, “*Packaged bank accounts*”, “*Arrears handling related activities*”, “*Provisions for other legal actions and regulatory matters*”, “*UK shareholder litigation*”, “*Tax authorities*”, “*Residential mortgage repossessions*”, “*Mortgage arrears handling activities*”, “*HBOS Reading – Customer Review*” and “*Contingent liabilities in respect of other legal actions and regulatory matters*” of the section “*Lloyds Bank Group – Legal Actions and Regulatory Matters*” on pages 133 to 136 of the EMTN Programme 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 Supplement, 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 no governmental, legal or arbitration proceedings statement of the Lloyds Bank Group and the Bank at paragraph 4 on page 701 of the GMTN Programme Prospectus, is supplemented as set out below:

Save as disclosed in (i) the section entitled “*Review of Performance*” on pages 1 to 2 of the Bank’s Q3 2019 Interim Management Statement for the nine months ended 30 September 2019 in respect of the additional charge of £1,800 million taken for Payment Protection Insurance during the three months ended 30 September 2019; (ii) the sub-sections entitled “*Payment protection insurance (excluding MBNA)*” and “*Payment protection insurance (MBNA)*” in note 13 to the 2019 Half-Year Results (on page 35 to 36); (iii) the section entitled “*Review of Performance*” on page 1 of the Bank’s Q1 Interim Management Statement for the three months ended 31 March 2019 in respect of the additional charge of £99 million taken for Payment Protection Insurance during the three months ended 31 March 2019; and (iv) the sub-sections entitled “*Interchange fees*”, “*Payment Protection Insurance*”, “*Libor and other trading rates*”, “*Packaged bank accounts*”, “*Arrears handling related activities*”, “*Provisions for other legal actions and regulatory matters*”, “*UK shareholder litigation*”, “*Tax authorities*”, “*Residential mortgage repossessions*”, “*Mortgage arrears handling activities*”, “*HBOS Reading – Customer Review*” and “*Contingent liabilities in respect of other legal actions and*

regulatory matters” of the section “*Lloyds Bank Group – Legal Actions and Regulatory Matters*” on pages 671 to 675 of the GMTN Programme 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 Supplement, 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 each of the Prospectuses. 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/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 relevant Prospectus by this Supplement and (b) any other statement in or incorporated by reference into the relevant Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in each of the Prospectuses has arisen or been noted, as the case may be, since the publication of each of the Prospectuses.

Schedule List of Prospectuses

EMTN Programme Prospectus

- Prospectus dated 8 May 2019 relating to the Lloyds Bank plc £35,000,000,000 Euro Medium Term Note Programme (the “**EMTN Programme**”) and the supplements to it dated 31 July 2019 and 10 September 2019.

GMTN Programme Prospectus

- Prospectus dated 15 May 2019 relating to the Lloyds Bank plc Global Medium Term Note Programme (the “**GMTN Programme**”, together with the EMTN Programme, the “**Programmes**”) and the supplements to it dated 31 July 2019 and 10 September 2019.