

**SUPPLEMENTARY PROSPECTUS DATED 31 JULY 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 (the “**Prospectuses**”, and each a “**Prospectus**”), each of which comprises a base 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 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 the 2019 Half-Year Results (as defined in this Supplement), which were published via the RNS on 31 July 2019;
- (b) update the no significant change statement of the Bank and its subsidiary and associated undertakings (the “**Lloyds Bank Group**”); and
- (c) update the no governmental, legal or arbitration proceedings statement of the Lloyds Bank Group and the Bank.

(a) Documents Incorporated by Reference

By virtue of this Supplement, the Bank’s 2019 Half-Year Results for the half-year to 30 June 2019, including the unaudited condensed consolidated financial statements prepared on a statutory basis for the half-year to 30 June 2019, together with the independent review report thereon, as set out on pages 8 to 55 and 57 to 58 thereof, respectively (the “**2019 Half-Year Results**”), which have previously been filed with the Financial Conduct Authority, 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 2019 Half-Year Results shall not form part of either of the Prospectuses.

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

The no significant change of the Lloyds Bank Group and no material adverse change of the Bank statement at paragraph 3 on page 180 of the EMTN Programme Prospectus is updated as stated below:

There has been no significant change in the financial position of the Lloyds Bank Group since 30 June 2019, the date to which the Lloyds Bank Group's last published unaudited interim financial information (as set out in the Bank's 2019 Half-Year Results) was prepared. There has been no material adverse change in the prospects of the Bank since 31 December 2018, the date to which the Bank's last published audited financial information (as set out in the Bank's 2018 Annual Report) was prepared.

The no significant change of the Lloyds Bank Group and the no material adverse change of the Bank statement at paragraph 3 on page 701 of the GMTN Programme Prospectus is updated as stated below:

There has been no significant change in the financial position of the Lloyds Bank Group since 30 June 2019, the date to which the Lloyds Bank Group's last published unaudited interim financial information (as set out in the Bank's 2019 Half-Year Results) was prepared. There has been no material adverse change in the prospects of the Bank since 31 December 2018, the date to which the Bank's last published audited financial information (as set out in the Bank's 2018 Annual Report) was prepared.

(c) 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 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); (ii) 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 (iii) 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", "HBOS Reading – FCA Investigation" 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 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 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 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); (ii) 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 (iii) 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*”, *“HBOS Reading – FCA Investigation*” 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**”).

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**”).