

## EXECUTION VERSION

**MiFID II product governance / Professional investors and ECPs only target market:** Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

**UK MiFIR product governance / Professional investors and ECPs only target market:** Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("**COBS**"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended) (the "**EUWA**") ("**UK MiFIR**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any distributor should take into consideration the manufacturers' target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "**UK MiFIR Product Governance Rules**") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS:** The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**PROHIBITION OF SALES TO UK RETAIL INVESTORS:** The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the UK. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the EUWA; (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the "**FSMA**") and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by the PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the "**UK PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**Singapore Securities and Futures Act Product Classification:** In connection with Section 309B of the Securities and Futures Act 2001 (2020 Revised Edition) of Singapore (as modified or amended from time to time, the "**SFA**") and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the "**CMP Regulations 2018**"), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A(1) of the SFA), that the Notes are prescribed capital markets products (as defined in the CMP Regulations 2018) and are Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendation on Investment Products).

Final Terms dated 25 May 2023

**Lloyds Bank Corporate Markets plc**

(the "**Issuer**")

Legal Entity Identifier (LEI): 213800MBWEIJDM5CU638

Issue of **EUR 750,000,000 4.125 per cent. Notes due May 2027**

under the £10,000,000,000  
Euro Medium Term Note Programme

## **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") contained in the Trust Deed dated 13 October 2022 and set forth in the Prospectus dated 13 October 2022 and the supplemental Prospectus dated 23 March 2023 which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the "**UK Prospectus Regulation**"). This document constitutes the Final Terms of the Notes described herein for the purposes of the UK Prospectus Regulation and must be read in conjunction with such Prospectus as so supplemented in order to obtain all the relevant information. The Prospectus and the supplemental Prospectus are published on the Issuer's website <https://www.lloydsbankinggroup.com/investors/fixed-income-investors/unsecured-funding.html>.

1	Issuer:	Lloyds Bank Corporate Markets plc (the " <b>Issuer</b> ")
2	(i) Series Number:	LBCM0045
	(ii) Tranche Number:	1
	(iii) Date on which Notes will be consolidated and form a single Series:	Not Applicable
3	Specified Currency:	EUR
4	Aggregate Nominal Amount:	
	(i) Series:	EUR 750,000,000
	(ii) Tranche:	EUR 750,000,000
5	Issue Price:	99.826 per cent. of the Aggregate Nominal Amount
6	(i) Specified Denominations:	EUR 100,000 and integral multiples of EUR 1,000 in excess thereof up to and including EUR 199,000. No Notes in definitive form will be issued with a denomination above EUR 199,000
	(ii) Calculation Amount:	EUR 1,000
7	(i) Issue Date:	30 May 2023
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	30 May 2027
9	Interest Basis:	4.125 per cent. Fixed Rate
10	Redemption Basis:	Redemption at par
11	Change of Interest or Redemption/Payment Basis:	Not Applicable
12	Put/Call Options:	Not Applicable

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Rate of Interest:	4.125 per cent. per annum, payable annually in arrear
	(ii) Interest Payment Date(s):	30 May in each year from and including 30 May 2024 to and including the Maturity Date, subject, in each case, to adjustment in accordance with the Business Day Convention specified at paragraph 13(vii) below
	(iii) Fixed Coupon Amount:	EUR 41.25 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual ICMA
	(vi) Determination Dates:	30 May in each year
	(vii) Business Day Convention:	Following Business Day Convention (Unadjusted)
14	<b>Fixed Rate Reset Note Provisions</b>	Not Applicable
15	<b>Floating Rate Note Provisions</b>	Not Applicable
16	<b>Zero Coupon Note Provisions</b>	Not Applicable

## PROVISIONS RELATING TO REDEMPTION

17	<b>Call Option</b>	Not Applicable
18	<b>Issuer Residual Call</b>	Not Applicable
19	<b>Put Option</b>	Not Applicable
20	<b>Final Redemption Amount</b>	EUR 1,000 per Calculation Amount
21	<b>Early Redemption Amount</b>	
	Early Redemption Amount(s) payable on redemption for taxation reasons, or on event of default or other early redemption:	EUR 1,000 per Calculation Amount

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

22	Form of Notes	Bearer Notes:  Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
23	New Global Note:	Yes
24	New Safekeeping Structure	Not Applicable
25	Additional Financial Centre(s) or other special provisions relating to payment dates:	London

26 Talons for future Coupons to be No  
attached to Definitive Notes (and dates  
on which such Talons mature):

**THIRD PARTY INFORMATION**

The indicative rating descriptions set out under "Ratings" in Part B of these Final Terms have been extracted from the respective websites of the relevant rating agencies. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by the rating agencies, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of the Issuer:

A handwritten signature in black ink, appearing to read 'Philip Rawlins', written in a cursive style.

By: Philip Rawlins  
Duly authorised

## PART B – OTHER INFORMATION

### 1 LISTING

- (i) Listing: London
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on the London Stock Exchange's Main Market with effect from on or about the Issue Date.
- (iii) Estimate of total expenses related to admission to trading: GBP 5,800 plus VAT

### 2 RATINGS

Ratings:

The Notes to be issued are expected to be rated:

S&P: A  
Moody's: A1  
Fitch: A+

The ratings S&P, Moody's and Fitch have given to the Notes are issued by S&P Global Ratings UK Limited, Moody's Investors Service Ltd and Fitch Ratings Ltd, respectively, which are established in the UK and registered under Regulation (EC) No 1060/2009 as it forms part of UK domestic law by virtue of EUWA. Ratings issued by S&P, Moody's and Fitch are endorsed by S&P Global Ratings Europe Limited, Moody's Deutschland GmbH and Fitch Ratings Ireland Limited, respectively, each of which is established in the European Economic Area and registered under Regulated (EU) No 1060/2009, on credit rating agencies.

In accordance with S&P's ratings definitions available as at the date of these Final Terms on [https://www.standardandpoors.com/en\\_EU/web/guest/article/-/view/sourceId/504352](https://www.standardandpoors.com/en_EU/web/guest/article/-/view/sourceId/504352), obligations rated 'A' are expressed to be "*somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitments on the obligation is still strong*".

In accordance with Moody's ratings definitions available as at the date of these Final Terms on <https://www.moodys.com/ratings-process/Ratings-Definitions/002002>, obligations rated 'A' are expressed to be "*considered upper-medium grade and are subject to low credit risk*". The modifier '1' is expressed to indicate "*that the obligation ranks in the higher end of its generic rating category*".

In accordance with Fitch's ratings definitions available as at the date of these Final Terms on <https://www.fitchratings.com/site/definitions>, a rating of 'A' is expressed to "*denote expectations of low default risk. The capacity for payment of financial commitments is considered strong. This capacity may, nevertheless, be more vulnerable to adverse business or economic*

*conditions than is the case for higher ratings". The modifier '+' is expressed in the following context: "an additional +/- for AA through CCC levels indicating relative differences of probability of default or recovery for issues".*

**3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue.

**4 REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS**

(i) Reasons for the offer: See "Use of Proceeds" in Prospectus

(ii) Estimated net proceeds: EUR 747,195,000

**5 Fixed Rate Notes only – YIELD**

Indication of yield: 4.173 per cent.

The indicative yield is calculated at the Issue Date on the basis of the Issue Price of 99.826 per cent. It is not an indication of an individual investor's actual or future yield.

**6 OPERATIONAL INFORMATION**

ISIN: XS2628821873

Common Code: 262882187

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

Name and address of Calculation Agent: Citibank, N.A., London Branch  
Citigroup Centre  
Canada Square  
Canary Wharf  
London E14 5LB

Intended to be held in a manner which would allow Eurosystem eligibility: No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

Relevant Benchmark: Not Applicable

7 **DISTRIBUTION**

US Selling Restrictions:

Reg S Category 2; TEFRA D