

Lloyds Banking Group plc  
Form 6-K  
August 17, 2015

**FORM 6-K**

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Report of Foreign Private Issuer Pursuant to Rule 13a-16 OR 15d-16 UNDER the Securities Exchange Act of 1934**

For August 17, 2015

Commission File Number: 333-189150

**LLOYDS BANKING GROUP PLC**

5<sup>th</sup> Floor  
25 Gresham Street

London EC2V 7HN  
United Kingdom

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(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F    Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b) (1) \_\_\_\_\_.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b) (7) \_\_\_\_\_.

**EXPLANATORY NOTE**

In connection with the issuance by Lloyds Bank plc of \$700,000,000 aggregate principal amount of 2.000% Fixed Rate Senior Notes due 2018, \$1,000,000,000 aggregate principal amount of 2.700% Fixed Rate Senior Notes due 2020 and \$300,000,000 Floating Rate Notes due 2018, Lloyds Banking Group plc is filing the following documents solely for incorporation into the Registration Statement on Form F-3 (File Nos. 333-189150 and 333-189150-01):

**Exhibit List**

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 1.1                | Underwriting Agreement, dated as of August 10, 2015  |
| 4.1                | Sixth Supplemental Indenture to the Senior Debt Securities Indenture among Lloyds Bank plc, as Issuer, Lloyds Banking Group, as Guarantor and The Bank of New York Mellon acting through its London Branch, dated as of August 17, 2015. |
| 5.1                | Opinion of CMS Cameron McKenna LLP   |
| 5.2                | Opinion of Linklaters LLP  |
| 5.3                | Opinion of Davis Polk & Wardwell London LLP  |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorised.

LLOYDS BANKING GROUP plc  
(Registrant)

Date: August 17, 2015 By: /s/ Matthew Harrison  
Name: Matthew Harrison  
Title: Manager: Senior Funding