

Lloyds Banking Group plc  
Form 6-K  
January 11, 2017

**FORM 6-K**

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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

For January 11, 2017

Commission File Number: 333-211791

**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

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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 Banking Group plc of \$1,500,000,000 aggregate principal amount of 3.000% Senior Notes due 2022 and \$1,250,000,000 aggregate principal amount of 3.750% Senior Notes due 2027, Lloyds Banking Group plc is filing the following documents solely for incorporation into the Registration Statement on Form F-3 (File No. 333-211791):

**Exhibit List**

| <b>Exhibit No.</b> | <b>Description</b>                                                                                                                                                                                    |
|--------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 4.1                | Second Supplemental Indenture to the Senior Debt Securities Indenture between Lloyds Banking Group plc and The Bank of New York Mellon acting through its London Branch, dated as of January 11, 2017 |
| 5.1                | Opinion of CMS Cameron McKenna LLP                                                                                                                                                                    |
| 5.2                | 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 authorized.

LLOYDS BANKING GROUP PLC

(Registrant)

Dated: January 11, 2017 By: /s/ Peter Green

Name: Peter Green

Title: Head of Public Senior Funding & Covered Bonds, Capital Markets Issuance