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LLOYDS TSB GROUP PLC  
Form 6-K  
February 17, 2005

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C.20549

FORM 6-K

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

17 February 2005

LLOYDS TSB GROUP plc  
(Translation of registrant's name into English)

5th Floor  
25 Gresham Street  
London  
EC2V 7HN  
United Kingdom

(Address of principal executive offices)

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

Form 20-F..X..Form 40-F.....

Indicate by check mark whether the registrant by furnishing the information  
contained in this Form is also thereby furnishing the information to the  
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes .....No ..X..

If "Yes" is marked, indicate below the file number  
assigned to the registrant in connection with Rule  
12g3-2(b): 82- \_\_\_\_\_

Index to Exhibits

Item

No. 1                      Regulatory News Service Announcement, dated 17 February 2005  
re: Director Shareholding

Secretary's Department      Direct line: 020-7356 1034  
25 Gresham Street            Network: 7-400 1034

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London  
EC2V 7HN  
  
TNT: 89

Switchboard: 020-7626 1500  
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Network Fax: 7-400 1038  
email: sharon.slattery@lloydstsb.co.uk

The London Stock Exchange  
RNS  
10 Paternoster Square  
London EC4M 7LS

17th February, 2005

Dear Sirs,

Lloyds TSB Group plc ordinary shares of 25p each

Notification of interests of directors

Hill Samuel Offshore Trust Company Limited, as trustee of the Lloyds TSB Group employee share ownership trust, today transferred 2,646 shares to an individual or individuals, who had exercised share options granted under the group's employee share schemes, as compensation for the special dividend of 68.3p per share which was paid to former TSB Group plc shareholders in 1996, following the merger with Lloyds Bank Plc, but which was not paid to optionholders.

The following directors, together with some 77,000 other employees, are potential beneficiaries of the trust and are therefore to be treated as interested in the remaining 1,461,522 shares held by the trust.

Mr. J.E. Daniels  
Mr. M.E. Fairey  
Mr. A.G. Kane  
Mr. D.P. Pritchard  
Mr. G.T. Tate

Mr. M.A. van den Bergh  
Mrs. H.A. Weir

This notification is made to comply with paragraph 16.13 of the listing rules.

Yours faithfully,

Sharon Slattery  
Senior Assistant Secretary

### 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 TSB GROUP plc  
(Registrant)

By: M D Oliver

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Name: M D Oliver

Title: Director of Investor Relations

Date: 17 February 2005