

Lloyds Banking Group plc
Form 6-K
November 10, 2016

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

(10 November 2016)

LLOYDS BANKING 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 ☒ Form 40-F ☐

Indicate by check mark whether the registrant is 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 ☒

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 10 November 2016
re: Early Tender Results of Maximum Tender Offer

10 November 2016

LLOYDS BANK PLC - EARLY TENDER RESULTS OF MAXIMUM TENDER OFFER

Lloyds Bank plc ("Lloyds Bank" or the "Offeror") is today announcing the early tender results of its previously announced cash tender offer for a combined aggregate purchase price of up to \$2,000,000,000 (the "Maximum Tender Cap") of certain series of outstanding U.S. dollar denominated notes issued by Lloyds Bank plc and guaranteed by Lloyds Banking Group plc (the "Maximum Tender Notes") (the "Maximum Tender Offer"). The Maximum Tender Offer is being made on the terms and subject to the conditions set out in the Offer to Purchase dated 27 October 2016 (the "Offer to Purchase").

Capitalised terms not otherwise defined in this announcement have the same meaning as in the Offer to Purchase.

Based on information provided by the Tender Agent, approximately \$2,839,769,000 aggregate principal amount of the Maximum Tender Notes listed in the table below were validly tendered and not validly withdrawn at or prior to 5:00 p.m., New York City time, on 9 November 2016 (the "Early Tender Deadline").

The table below sets forth, among other things, the principal amount of each series of Maximum Tender Notes validly tendered and not validly withdrawn at or prior to the Early Tender Deadline:

Maximum Tender Notes	ISIN/CUSIP	Acceptance Priority Level	Early Tender Payment(1)	Principal Amount Outstanding	Principal Amount Tendered
Floating Rate Notes due 2018 (Series 6)	US53944VAF67 53944VAF6	1	\$50.00	\$400,000,000	\$244,067,000
Floating Rate Notes due 2018 (Series 7)	US53944VAD10 53944VAD1	2	\$50.00	\$500,000,000	\$400,521,000
Floating Rate Notes due 2018 (Series 8)	US53944VAL36 53944VAL3	3	\$50.00	\$300,000,000	\$140,900,000
2.000% Senior Notes due 2018 (Series 9)	US53944VAJ89 53944VAJ8	4	\$50.00	\$700,000,000	\$425,267,000
2.3% Senior Notes due 2018 (Series 10)	US53944VAA70 53944VAA7	5	\$50.00	\$1,000,000,000	\$508,776,000
Floating Rate Notes due 2019 (Series 11)	US53944VAN91 53944VAN9	6	\$50.00	\$450,000,000	\$204,475,000
2.050% Senior Notes due 2019 (Series 12)	US53944VAM19 53944VAM1	7	\$50.00	\$750,000,000	\$371,560,000

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2.700% Senior Notes due 2020 (Series 13)	US53944VAK52 53944VAK5	8	\$50.00	\$1,000,000,000	\$544,203,000
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(1) Per \$1,000 in principal amount of Maximum Tender Notes tendered prior to the Early Tender Deadline and accepted for purchase.

The Reference Yield and the Maximum Tender Total Consideration in respect of each Series of Maximum Tender Fixed Rate Notes will be determined at 11:00 a.m., New York City time, today.

The Maximum Tender Offer will expire at 11:59 p.m., New York City time, on 25 November 2016, unless extended (such date and time, as the same may be extended, the "Maximum Tender Expiration Deadline") or earlier terminated. The deadline to validly withdraw tenders of Maximum Tender Notes was 5:00 p.m., New York City time, on 9 November 2016 (the "Maximum Tender Withdrawal Deadline"); therefore Maximum Tender Notes that have been tendered and not validly withdrawn prior to the Maximum Tender Withdrawal Deadline may not be withdrawn unless otherwise required by applicable law.

The amount of each Series of Maximum Tender Notes that is purchased in the Maximum Tender Offer will be based on the Maximum Tender Cap and the Acceptance Priority Level for such Series, as set forth in the table above, with Acceptance Priority Level 1 being the highest and Acceptance Priority Level 8 being the lowest, provided that any Maximum Tender Notes tendered at or prior to the Early Tender Deadline will be accepted for purchase in priority to any Maximum Tender Notes tendered after the Early Tender Deadline, even if such Maximum Tender Notes tendered following the Early Tender Deadline have a higher Acceptance Priority Level than Maximum Tender Notes tendered on or prior to the Early Tender Deadline. Among any Maximum Tender Notes validly tendered after the Early Tender Deadline but on or prior to the Maximum Tender Expiration Deadline, Maximum Tender Notes having a higher Acceptance Priority Level will be accepted before any Maximum Tender Notes tendered following the Early Tender Deadline having a lower Acceptance Priority Level.

Maximum Tender Notes of a Series may be subject to proration if the aggregate principal amount of the Maximum Tender Notes of such Series validly tendered and not validly withdrawn would cause the Maximum Tender Cap to be exceeded.

FURTHER INFORMATION

Copies of the Offer to Purchase are available at the following web address: <http://www.lucid-is.com/lloydsbank>

Requests for additional copies of the Offer to Purchase and information in relation to the procedures for tendering should be directed to:

Tender Agent

Lucid Issuer Services Limited
David Shilson / Arlind Bytyqi

Email: lloydsbank@lucid-is.com
Telephone: +44 (0) 20 7704 0880

Investor Relations

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Group Investor Relations Director

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Attn: Liability Management Group

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Deutsche Bank Securities Inc.

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Attn: Liability Management Group

CONCURRENT NON-U.S. OFFER

On 27 October 2016, the Offeror also launched an exchange offer (the "Non-U.S. Offer") in respect of certain of Lloyds Bank's outstanding euro-denominated debt securities. This announcement does not relate to the Non-U.S. Offer.

DISCLAIMER

This announcement and the Offer to Purchase (including the documents incorporated by reference therein) contain important information which should be read carefully before any decision is made with respect to the Maximum Tender Offer. If you are in any doubt as to the contents of this announcement or the Offer to Purchase or the action you should take, you are recommended to seek your own financial and legal advice, including as to any tax consequences, immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial or legal adviser. Any individual or company whose Maximum Tender Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee or intermediary must contact such entity if it wishes to participate in the Maximum Tender Offer. None of the Offeror, the Dealer Managers or the Tender Agent make any recommendation as to whether holders should tender Maximum Tender Notes pursuant to the Maximum Tender Offer.

OFFER RESTRICTIONS

United Kingdom

The communication of this announcement, the Offer to Purchase and any other documents or materials relating to the Maximum Tender Offer are not being made, and such documents and/or materials have not been approved, by an authorised person for the purposes of section 21 of the FSMA. Accordingly, such documents and/or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom. The communication of such documents and/or materials is exempt from the restriction on financial promotions under section 21 of the FSMA on the basis that it is only directed at and may be communicated to (1) those persons who are existing members or creditors of the Group or other persons within Article 43 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, and (2) any other persons to whom these documents and/or materials may lawfully be communicated.

Belgium

Neither this announcement, the Offer to Purchase nor any other documents or materials relating to the Maximum Tender Offer have been submitted to or will be submitted for approval or recognition to the Financial Services and Markets Authority (Autorité des services et marchés financiers / Autoriteit voor financiële diensten en markten) and, accordingly, the Maximum Tender Offer may not be made in Belgium by way of a public offering, as defined in Articles 3 and 6 of the Belgian Law of April 1, 2007 on public takeover bids as amended or replaced from time to time. Accordingly, the Maximum Tender Offer may not be advertised and the Maximum Tender Offer will not be extended, and neither this announcement nor any other documents or materials relating to the Maximum Tender Offer (including any memorandum, information circular, brochure or any similar documents) has been or shall be distributed or made available, directly or indirectly, to any person in Belgium other than "qualified investors" in the sense of Article 10 of the Belgian Law of June 16, 2006 on the public offer of placement instruments and the admission to trading of placement instruments on regulated markets, acting on their own account. This announcement has been issued only for the personal use of the above qualified investors and exclusively for the purpose of the Maximum Tender Offer. Accordingly, the information contained in this announcement may not be used for any other purpose or disclosed to any other person in Belgium.

France

The Maximum Tender Offer is not being made, directly or indirectly, to the public in France. Neither this announcement, the Offer to Purchase nor any other documents or offering materials relating to the Maximum Tender Offer, has been or shall be distributed to the public in France and only (i) providers of investment services relating to portfolio management for the account of third parties (personnes fournissant le service d'investissement de gestion de portefeuille pour compte de tiers) and/or (ii) qualified investors (investisseurs qualifiés), other than individuals, acting for their own account, all as defined in, and in accordance with, Articles L.411-1, L.411-2 and D.411-1 to D.411-3 of the French Code monétaire et financier, are eligible to participate in the Maximum Tender Offer. This announcement has not been and will not be submitted for clearance procedures (visa) of the Autorité des marchés financiers.

Italy

None of the Maximum Tender Offer, this announcement, the Offer to Purchase or any other documents or materials relating to the Maximum Tender Offer has been or will be submitted to the clearance procedure of the Commissione Nazionale per le Società e la Borsa ("CONSOB"), pursuant to applicable Italian laws and regulations.

The Maximum Tender Offer is being carried out in the Republic of Italy ("Italy") as exempted offers pursuant to article 101-bis, paragraph 3-bis of the Legislative Decree No. 58 of February 24, 1998, as amended (the "Financial Services Act") and article 35-bis, paragraph 4 of CONSOB Regulation No. 11971 of May 14, 1999, as amended (the "CONSOB Regulation"). The Maximum Tender Offer is also being carried out in compliance with article 35-bis, paragraph 7 of the CONSOB Regulation.

Holders or beneficial owners of the Maximum Tender Notes located in Italy can tender the Maximum Tender Notes through authorised persons (such as investment firms, banks or financial intermediaries permitted to conduct such activities in Italy in accordance with the Financial Services Act, CONSOB Regulation No. 16190 of October 29, 2007, as amended from time to time, and Legislative Decree No. 385 of September 1, 1993, as amended) and in compliance with applicable laws and regulations or with requirements imposed by CONSOB or any other Italian authority.

Each intermediary must comply with the applicable laws and regulations concerning information duties vis-à-vis its clients in connection with the Maximum Tender Notes or the Maximum Tender Offer.

Canada

Neither this announcement, the Offer to Purchase nor any other materials relating to the Maximum Tender Offer constitute, nor may be used in connection with, an offer or solicitation in any place where offers or solicitations are not permitted by law. Any offer or solicitation in Canada must be made through a dealer that is appropriately

registered under the laws of the applicable province or territory of Canada, or pursuant to an exemption from that requirement.

General

The Maximum Tender Offer does not constitute an offer to buy or the solicitation of an offer to sell Maximum Tender Notes in any circumstances in which such offer or solicitation is unlawful. In those jurisdictions where the securities or other laws require the Maximum Tender Offer to be made by a licensed broker or dealer and the Dealer Managers or, where the context so requires, any of its affiliates is such a licensed broker or dealer in that jurisdiction, the Maximum Tender Offer shall be deemed to be made on behalf of the Offeror by such Dealer Manager or affiliate in such jurisdiction.

The distribution of this announcement and the Offer to Purchase in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and the Offer to Purchase comes are required by each of the Offeror, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.

This announcement contains inside information.

FORWARD-LOOKING STATEMENTS

Certain statements included in this announcement are forward-looking statements. We and the Group may make forward-looking statements in other documents filed with the SEC that are incorporated by reference into the Offer to Purchase. Forward-looking statements can be identified by the use of forward-looking terminology such as words "expect", "estimate", "project", "anticipate", "believes", "should", "could", "intend", "plan", "probability", "risk", "target", "goal", "objective", "may", "endeavour", "outlook", "optimistic", "prospects" or by the use of similar expressions or variations on such expressions, or by the discussion of strategy or objectives. Forward-looking statements are based on current plans, estimates and projections, and are subject to inherent risks, uncertainties and other factors which could cause actual results to differ materially from the future results expressed or implied by such forward-looking statements.

In particular, this announcement and certain documents incorporated by reference into the Offer to Purchase include forward-looking statements relating, but not limited to, projections or expectations of LBG's future financial position including profit attributable to shareholders, provisions, economic profit, dividends, capital structure, portfolios, net interest margin, capital ratios, liquidity, risk-weighted assets (RWAs), expenditures or any other financial items or ratios; litigation, regulatory and governmental investigations; LBG's future financial performance; the level and extent of future impairments and write-downs; statements of plans, objectives or goals of LBG or its management including in respect of statements about the future business and economic environments in the U.K. and elsewhere including, but not limited to, future trends in interest rates, foreign exchange rates, credit and equity market levels and demographic developments; statements about competition, regulation, disposals and consolidation or technological developments in the financial services industry; and statements of assumptions underlying such statements. Such statements are subject to risks, uncertainties and other factors which could cause actual results to differ materially from the future results expressed or implied by such forward-looking statements. For example, certain of the market risk disclosures are dependent on choices about key model characteristics, assumptions and estimates, and are subject to various limitations. By their nature, certain of the market risk disclosures are only estimates and, as a result, actual future gains and losses could differ materially from those that have been estimated.

Other factors could also adversely affect our results or the accuracy of forward-looking statements in this announcement, and you should not consider the factors discussed here or in the Annual Report or other documents incorporated by reference into the Offer to Purchase to be a complete set of all potential risks or uncertainties. We have economic, financial market, credit, legal and other specialists who monitor economic and market conditions and government policies and actions. However, because it is difficult to predict with accuracy any changes in economic or market conditions or in governmental policies and actions, it is difficult for us to anticipate the effects that such changes could have on our financial performance and business operations.

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The forward-looking statements made in this announcement speak only as of the date of this announcement. We do not intend to publicly update or revise these forward-looking statements to reflect events or circumstances after the date of this announcement and we do not assume any responsibility to do so, except as required by applicable law.

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)

By: Douglas Radcliffe
Name: Douglas Radcliffe
Title: Group Investor Relations Director

Date: 10 November 2016